

CAPTION SHEET

CASE MANAGEMENT SYSTEM

1. REPORT DATE: 00/00/00	:	
2. BUREAU: OSA	:	
3. SECTION(S):	:	
5. APPROVED BY:	:	4. PUBLIC MEETING DATE:
DIRECTOR:	:	00/00/00
SUPERVISOR:	:	
6. PERSON IN CHARGE:	:	7. DATE FILED: 12/15/98
8. DOCKET NO: A-310802	:	9. EFFECTIVE DATE: 00/00/00

PARTY/COMPLAINANT:

RESPONDENT/APPLICANT: STARGATE LOCAL SERVICES, LLC

COMP/APP COUNTY:

UTILITY CODE: 310802

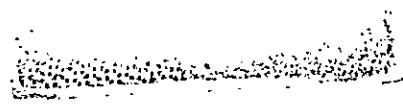
ALLEGATION OR SUBJECT

APPLICATION OF STARGATE LOCAL SERVICES, L.L.C., FOR APPROVAL TO SUPPLY FACILITIES-BASED TELECOMMUNICATIONS SERVICES AS A COMPETITIVE LOCAL EXCHANGE CARRIER TO THE PUBLIC IN THE COMMONWEALTH OF PENNSYLVANIA.

**DOCUMENT  
FOLDER**

**DOCKETED**

MAR 11 1999



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.....11/05/99 JOINT PETITION OF BELL ATLANTIC-PENNSYLVANIA, INC. AND STARGATE LOCAL SERVICES, LLC FOR APPROVAL OF AN INTERCONNECTION AGREEMENT UNDER SECTION 252(E) OF THE TELECOMMUNICATIONS ACT OF 1996.

DOCUMENT  
FOLDER

DOCKETED  
NOV 09 1999

# TC&F ORIGINAL

TELECOM CERTIFICATION & FILING, INC.

485 MADISON AVENUE  
NEW YORK, NEW YORK 10022-5803

TEL (212) 546-9090

FAX (212) 753-8101

e-mail: dklein@telfile.com

A-310802

December 15, 1998  
RECEIVED

**VIA FEDERAL EXPRESS**

Ms. Doreen D. Trout  
Commonwealth of Pennsylvania  
Pennsylvania Public Utilities Commission  
North and Commonwealth  
Harrisburg, PA 17105

DEC 15 1998

PA PUBLIC UTILITY COMMISSION  
SECRETARY'S BUREAU

Re: Stargate Local Services, LLC - Certificate of Service

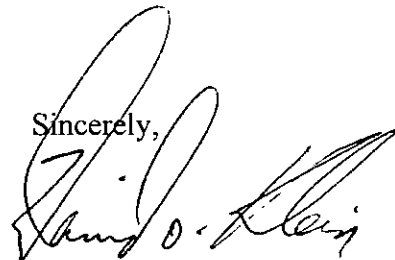
Dear Ms. Trout:

On behalf of Stargate Local Services, LLC, enclosed please find one original and three (3) copies of the Application for Facilities-based Local Exchange authority.

I have also enclosed a check in the amount of Two Hundred and Fifty Dollars (\$250.00) to be applied as the application fee. To acknowledge receipt of this application and the check, please date and stamp the enclosed copy of this letter and return it to this office in the postage prepaid self-addressed envelope.

Thank you for your prompt attention to this matter.

Sincerely,



David O. Klein

212-546-9090  
FAX 212-753-8101

Enc.  
DOK/2112/17680



25

**AFFIDAVIT**

**STATE OF PENNSYLVANIA** :  
: ss.  
**COUNTY OF ALLEGHENY** :

Marcus L. Ruscitto, Affiant, being duly sworn according to law, deposes and says that:

I am the President and CEO of Stargate Local Services, LLC and I am authorized to and do make this affidavit. That Stargate Local Services, LLC, the Applicant herein, acknowledges that it may have an obligation to serve or to continue to serve the public by virtue of the Applicant commencing the rendering of service pursuant to this Application consistent with the Public Utility Code of the Commonwealth of Pennsylvania, Title 66 of the Pennsylvania Consolidated Statutes; with the Federal Telecommunications Act of 1996, signed February 6, 1996; or with other applicable statutes or regulations. That Stargate Local Services, LLC, the Applicant herein, asserts that it possesses the requisite technical, managerial, and financial fitness to render public utility service within the Commonwealth of Pennsylvania and that the Applicant will abide by all applicable federal and State laws and regulations and by the decisions of the Pennsylvania Public Utility Commission, that the facts set forth hereinabove are true and correct, and that I expect to be able to prove the same at any hearing hereon.

Marcus L. Ruscitto  
Marcus L. Ruscitto

Sworn and subscribed before me this 11 day of December, 1998.

Shirley Ann Zafis  
Signature of official administering oath

My commission expires 8-19-2002.

**Notarial Seal**  
Shirley Ann Zafis, Notary Public  
Pittsburgh, Allegheny County  
My Commission Expires Aug. 19, 2002  
Member, Pennsylvania Association of Notaries

**EXHIBIT 1**

**CERTIFICATE OF ORGANIZATION**  
**OF**  
**STARGATE LOCAL SERVICES, L.L.C.**

In compliance with the requirements of Section 8913 of the Pennsylvania Limited Liability Company Law of 1994 (15 Pa. C.S.A. Section 8913), the undersigned, desiring to organize as a limited liability company, hereby certifies that:

1. **Name.** The name of the company is:

**STARGATE LOCAL SERVICES, L.L.C.**

(the "Company").

2. **Registered Office.** The address of the initial registered office of the Company in the Commonwealth of Pennsylvania is: *The Crane Building, Suite 300, 24th Street, Pittsburgh, PA 15222, USA.*
3. **Sole Organizer.** The name and address of the Sole Organizer is *Gregg R. Zegarelli, 1100 Allegheny Building, Pittsburgh, Allegheny County, PA 15219, USA.*
4. **Certificated Interests.** Certificates shall evidence interests of members of the Company. Separate classes of interests, and classes of shares evidencing such interests, may be created if and to the extent provided in the Company's Operating Agreement.
5. **Managers.** The management of the Company shall be vested exclusively in managers. The number of managers and the manner in which they are selected shall be as prescribed in the Company's Operating Agreement.
6. **Transfer Restrictions.** No member may sell, assign, transfer, or otherwise dispose of an interest in the Company, except to the extent specifically provided in the Company's Operating Agreement.
7. **Authority of Members.** No member of the Company shall have the power to bind the Company while acting solely in such capacity.

In testimony whereof, the Sole Organizer has signed this Certificate of Organization this 24th day of November, 1998.

  
Gregg R. Zegarelli  
Sole Organizer.

**CORPORATE DOCKETING STATEMENT  
DEPARTMENTS OF STATE AND REVENUE**

**OF**

**STARGATE LOCAL SERVICES, L.L.C.**

In compliance with the requirements of 15 Pa.C.S. § 8913 the undersigned, hereby certifies as follows:

**1. Name.** The name of the Company is:

**STARGATE LOCAL SERVICES, L.L.C.**

(the "Company").

**2. Type.** The Company is a Pennsylvania Limited Liability Company.

**3. Reason for Filing.** The Company is registering this Docketing Statement as a result of an organization in Pennsylvania.

**4. Registered Office.** The initial registered office of the Company in the Commonwealth of Pennsylvania is The Crane Building, Suite 300, 24th Street, Pittsburgh, PA 15222, USA.

**5. Business.** The kind of business which the Company intends to engage in within one year of the execution of this Docketing Statement, includes, without limitation, technology services.

**6. Officers.** The following person holds the office of the president:

Marcus L. Ruscitto, 180-60-3470, The Crane Building, Suite 300, 24th Street, Pittsburgh, Allegheny County, PA 15222.

The following person holds the office of treasurer:

Louis D. Ruscitto, 166-30-6163, The Crane Building, Suite 300, 24th Street, Pittsburgh, Allegheny County, PA 15222.

The following person holds the office of secretary:

Louis D. Ruscitto, 166-30-6163, The Crane Building, Suite 300, 24th Street, Pittsburgh, Allegheny County, PA 15222.

**7. Principal Place of Business.** The principal place of business of the Company in the Commonwealth of Pennsylvania is The Crane Building, Suite 300, 24th Street, Pittsburgh, PA 15222, USA.

**8. Federal Identification Number.** Application filed. To be issued.

**9. Authority.** The Act of General Assembly under which the Company is organized is Section 8913 of the Pennsylvania Limited Liability Company Law of 1994 (15 Pa. C.S.A. Section 8913)

**10. Date of Organization.** Application filed. To be issued.

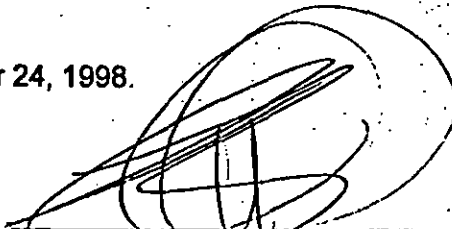
**11. Date of Business.** On date of organization.

**12. Capital Stock.** The Company is not to be authorized to issue capital stock.

**13. Fiscal Year.** The Company's fiscal year ends on December 31.

IN TESTIMONY WHEREOF, the undersigned, the Sole Organizer, hereby acknowledges that the foregoing Docketing Statement has been examined and is, to the best of his knowledge, true and correct.

EXECUTED as of November 24, 1998.



Gregg R. Zegarelli  
Sole Organizer

**CONSENT TO USE OF SIMILAR OR SAME NAME**

Pursuant to 19 Pa. Code §17.3 (relating to use of a confusingly similar or same name) the undersigned association, desiring to consent to the use by another association of a name which is confusingly similar to or same as its name, hereby certifies that:

The name of the association executing this Consent to Use of Similar or Same Name is: Stargate Industries, Inc.

The (a) address of this association's current registered office in this Commonwealth; or (b) name of its commercial registered office provider and the county of venue is (the Department is hereby authorized to correct the following information to conform to the records of the Department):

(a) The current registered office of Stargate Industries, Inc. is RD #3, Box 319B, Belle Vernon, Fayette County, PA 15012

(b) N/A

For an association represented by a commercial registered office provider, the county in (b) shall be deemed the county in which the association is located for venue and official publication purposes.

The date of its incorporation or other organization is: November 22, 1994.

The statute under which it was incorporated or otherwise organized is: Pa. Business Corporation Law of 1988, as amended.

The association(s) entitled to the benefit of this Consent to Use of Similar or Same Name is: Stargate Local Services, L.L.C.

A check in this box: \_\_\_\_\_ indicates that the association executing this Consent to Use of Similar or Same Name is the parent or prime affiliate of a group of associations using the same name with geographic or other designations, and that such association is authorized to and does hereby act on behalf of all such affiliated associations, including the following (see 19 Pa. Code §17.3(c)(6)):

IN TESTIMONY WHEREOF, the undersigned association has caused this consent to be signed by a duly authorized officer thereof this 25th day of November, 1998.

STARGATE INDUSTRIES, INC.

By: Marcus L. Ruscitto  
Marcus L. Ruscitto  
President

**FAXED**

Form **SS-4**

**Application for Employer Identification Number**

EIN **25-1822528**

(Rev. December 1995)

(For use by employers, corporations, partnerships, trusts, estates, churches, government agencies, certain individuals, and others. See instructions.)

Department of the Treasury  
Internal Revenue Service

Keep a copy for your records.

OMB No. 1545-0003

**1** Name of applicant (Legal name) (See instructions.)  
**Stargate Local Services, L.L.C.**

**2** Trade name of business (if different from name on line 1)

**3** Executor, trustee, "care of" name

**4a** Mailing address (street address) (room, apt., or suite no.)  
**Crane Bldg, Suite 300, 24th Street**

**4b** City, state, and ZIP code  
**Pittsburgh, PA 15222**

**5a** Business address (if different from address on lines 4a and 4b)

**5b** City, state, and ZIP code

**6** County and state where principal business is located  
**Allegheny, Pennsylvania**

**7** Name of principal officer, general partner, grantor, owner, or trustee—SSN required (See instructions.) ▶  
**Marcus L. Buscitto, President : CEO**

**8a** Type of entity (Check only one box.) (See instructions.)

Sole proprietor (SSN)  Estate (SSN of decedent)

Partnership  Personal service corp.  Plan administrator-SSN

REMIC  Limited liability co.  Other corporation (specify) ▶

State/local government  National Guard  Trust  Farmers' cooperative

Other nonprofit organization (specify) ▶ (enter GEN if applicable)

Other (specify) ▶  Church or church-controlled organization

**8b** If a corporation, name the state or foreign country (if applicable) where incorporated

State **Pennsylvania** Foreign country

**9** Reason for applying (Check only one box.)

Started new business (specify) **FOR PROFIT**

Banking purpose (specify) ▶

Changed type of organization (specify) ▶

Hired employees  Purchased going business

Created a pension plan (specify type) ▶  Created a trust (specify) ▶

Other (specify) ▶

**10** Date business started or acquired (Mo., day, year) (See instructions.)  
**November 11, 1998**

**11** Closing month of accounting year (See instructions.)  
**December 1998**

**12** First date wages or annuities were paid or will be paid (Mo., day, year). Note: If applicant is a withholding agent, enter date income will first be paid to nonresident alien. (Mo., day, year)

**13** Highest number of employees expected in the next 12 months. Note: If the applicant does not expect to have any employees during the period, enter -0-. (See instructions.)

Nonagricultural  Agricultural  Household

**14** Principal activity (See instructions.) ▶

**15** Is the principal business activity manufacturing?  Yes  No  
If "Yes," principal product and raw material used ▶

**16** To whom are most of the products or services sold? Please check the appropriate box.  Business (wholesale)  N/A

Public (retail)  Other (specify) ▶

**17a** Has the applicant ever applied for an identification number for this or any other business?  Yes  No  
Note: If "Yes," please complete lines 17b and 17c.

**17b** If you checked "Yes" on line 17a, give applicant's legal name and trade name shown on prior application, if different from line 1 or 2 above.  
Legal name **Stargate Industries, L.L.C.** Trade name ▶

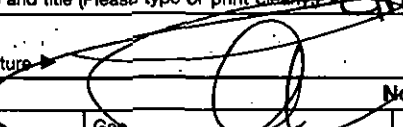
**17c** Approximate date when and city and state where the application was filed. Enter previous employer identification number if known.  
Approximate date when filed (Mo., day, year) **January 9, 1998** City and state where filed **Pittsburgh, Pennsylvania** Previous EIN **23-2941932**

Under penalties of perjury, I declare that I have examined this application, and to the best of my knowledge and belief, it is true, correct, and complete.

Name and title (Please type or print clearly.) **Gregg P. Zegarelli, Sole Organizer**

Business telephone number (include area code) **412-765-0405**

Fax telephone number (include area code) **412-765-0531**

Signature  Date **11-25-98**

Note: Do not write below this line. For official use only.

Please leave blank ▶ Geo. Ind. Class Size Reason for applying

9128 11-25-98

**EXHIBIT 2**

# **Stargate Local Services, LLC**

## **Company Overview**

Stargate Local Services, LLC (the Company) was incorporated in the State of Pennsylvania in November of 1998. This newly formed Limited Liability Corporation is a wholly owned subsidiary of Stargate Industries, LLC, (the Parent) the largest locally owned Internet Service Provider in the Western Pennsylvania. The Company was formed with the business intention of providing facilities-based, local exchange and exchange access telecommunications services in the State of Pennsylvania.

### **Brief Parent History:**

Stargate Industries Inc, was Incorporated in November 1994.

First residential Internet Access, Dial-up customer in April 1995.

First Dedicated Lease Line Internet Access commercial customer in July 1996.

Secured first round private investment of \$4 million in December of 1997 from RRZ Capital markets and formed the current Parent.

Acquired largest competing Internet Provider (USAOnRamp) forming area's largest local ISP in January 1998.

### **Background and Overview:**

The Parent is a highly regarded and rapidly growing provider of quality Internet access throughout the Western Pennsylvania area. In January of 1998, Stargate purchased the Internet access business of its largest competitor, USA OnRamp. The combined entity is easily the largest, locally based ISP, approximately four times the size of the next to largest local competitor. As a leading local Internet Service Provider, the Parent offers a full and complete portfolio of services to customers, ranging from dial-up service to dedicated T-3 and ATM connections to complete Internet business application solutions. The Parent has concentrated on building an extensive, high quality network within the 412/724 area codes. Current customer base includes approximately 20,000 residential customers and 4000 small businesses, corporations and institutions in the Pittsburgh metropolitan area.

In anticipation of the convergence of voice and data telecommunications services, Stargate is positioned to leverage its existing infrastructure and operations group to begin offering competitive telecommunications products in the local exchange environment. As such, it established the wholly owned subsidiary, Stargate Local Services, LLC, which will operate as a Competitive Local Exchange Carrier.

### **Network Infrastructure:**

The Parent built a very rigid infrastructure to support the expectations of even the most demanding customers. This rigidity includes two, DS-3 level (45 Megabits), backbone connections to the Internet, provided through two separate national vendors, TCG CERFnet and UUNET. Further, to ensure complete and thorough coverage in the local market, fifteen (15) physical Points of Presence (POPs) and eight (8) additional virtual POPs are utilized. The Company's 23 POP locations allow more than 95% of the 412/724 area code to dial-up Stargate with out incurring toll charges in excess of base rates.

Stargate maintains network backbone equipment in two (2) separate, telco-grade facilities. The Company will deploy Class 5, Digital Switches in its network that will serve both as tandem and end office switches. Stargate will purchase unbundled dedicated loops from the ILECs/CAPs to provide enhanced telecommunications service to its end users.

### **Market Objective:**

To initially enter the Competitive Local Exchange market by providing switched local voice-grade telecommunications services to multi-tenant and multi-office facilities in and around the City of Pittsburgh. The entry will be made in areas that the parent company is presently serving, thereby leveraging existing infrastructure as well as customer and partner relationships. After a successful market entry is made, the company will deploy an expansion to higher grade, enhanced telecommunications services in market and then pursue a geographic expansion statewide.

**BEFORE THE PENNSYLVANIA PUBLIC UTILITY COMMISSION**

Application of Stargate Local Services, LLC  
for Approval to Supply Facilities-Based  
Telecommunications Services to the Public  
in the Commonwealth of Pennsylvania

Application Docket No.  
A-310802  
F \_\_\_\_\_  
19 \_\_\_\_

**ORIGINAL**

To the Pennsylvania Public Utility Commission:

**IDENTITY OF THE APPLICANT:**

Stargate Local Services, LLC  
Crane Building - Suite 300  
24th Street  
Pittsburgh, PA 15222  
Tel: (412) 316-7827  
Fax: (412) 316-7899

**RECEIVED**

DEC 15 1998

PA PUBLIC UTILITY COMMISSION  
SECRETARY'S BUREAU

PREDECESSORS: Operating within the past five (5) years.

Stargate Industries, Inc.  
Crane Building - Suite 300  
24th Street  
Pittsburgh, PA 15222

Net Station, Inc.  
Borland Complex  
925 Irwin Run Road  
West Mifflin, PA 15122  
Local Internet Service Provider acquired by  
Stargate Local Services, Inc. in January 1997.

Stargate Industries, LLC  
Crane Building - Suite 300  
24th Street  
Pittsburgh, PA 15222

USA OnRamp, Inc.  
4 Gateway Center  
Suite 710  
Pittsburgh, PA 15222  
Local Internet Service Provider acquired by  
Stargate Local Services, LLC. in January 1997.

Steel City Internet, Inc.  
2820 Smallman Street  
Pittsburgh, PA 15222  
Local Internet Service Provider acquired by  
Stargate Local Services, LLC. in January 1997.

**DOCKETED**

MAR 11 1999

**DOCUMENT  
FOLDER**

**CONTACT PERSON AND REPRESENTATIVE FOR APPLICANT:**

David O. Klein  
Telecom Certification & Filing, Inc.  
485 Madison Avenue  
New York, NY 10022  
Tel: (212) 546-9090  
Fax: (212) 753-8101

**BUSINESS ENTITY AND DEPARTMENT OF STATE FILINGS:**

Stargate Local Services, LLC ("Stargate") is a private, for profit Limited Liability Company incorporated in the State of Pennsylvania on November 24, 1998. A copy of its Certificate of Incorporation is attached hereto as Exhibit 1. A Company overview is attached hereto as Exhibit 2.

Stargate's officers and directors are as follows:

Mr. Marcus L. Ruscitto - President  
Crane Building - Suite 300  
24th Street  
Pittsburgh, PA 15222  
Tel: (412) 316-7827

Mr. Louis D. Ruscitto - Treasurer & Secretary  
Crane Building - Suite 300  
24th Street  
Pittsburgh, PA 15222  
Tel: (412) 316-7827

Mr. Michael R. Ruscitto - Vice President Technology  
Crane Building - Suite 300  
24th Street  
Pittsburgh, PA 15222  
Tel: (412) 316-7827

Mr. Christopher D. Sweeney - Vice President Sales and Marketing  
Crane Building - Suite 300  
24th Street  
Pittsburgh, PA 15222  
Tel: (412) 316-7827

Mr. Gene Peck - Member, Board of Directors  
RRZ Capital Markets  
CNG Tower  
Pittsburgh, PA 15222  
(412) 562-1000

Mr. Charles Zapalla - Member, Board of Directors  
RRZ Capital Markets  
CNG Tower  
Pittsburgh, PA 15222  
(412) 562-1000

The relevant operational experience of the Applicant is set forth in Exhibit 2 attached hereto.

**AFFILIATES AND PREDECESSORS WITHIN PENNSYLVANIA:**

Stargate Industries, Inc.  
Crane Building - Suite 300  
24th Street  
Pittsburgh, PA 15222

Net Station, Inc.  
Borland Complex  
925 Irwin Run Road  
West Mifflin, PA 15122

USA OnRamp, Inc.  
4 Gateway Center  
Suite 710  
Pittsburgh, PA 15222

Stargate Industries, LLC  
Crane Building - Suite 300  
24th Street  
Pittsburgh, PA 15222

Steel City Internet, Inc.  
2820 Smallman Street  
Pittsburgh, PA 15222

**AFFILIATES AND PREDECESSORS RENDERING PUBLIC UTILITY SERVICE  
OUTSIDE PENNSYLVANIA:**

Affiliates

N/A

Predecessors

N/A

**TRANSACTIONS WITH AFFILIATES:**

There will be no transactions between or among affiliates in the State of Pennsylvania.

**APPLICANT'S PRESENT OPERATIONS:**

Stargate is not presently doing business in Pennsylvania as a public utility.

**APPLICANT'S PROPOSED OPERATIONS:**

Competitive Local Exchange Carrier, e.g., providing local exchange service as a facilities-based carrier and reseller.

**PROPOSED SERVICES:**

Stargate will provide a full range of facilities-based local exchange and exchange access telecommunications services within the State of Pennsylvania. Stargate intends to purchase unbundled dedicated loops from ILECs/CAPs to provide service to its end users. Stargate intends to provide service to business and residential class customers within the State of Pennsylvania.

Stargate will provide facilities-based service in the State of Pennsylvania. In certain areas of the State, Stargate may provide its services through the resale of other certificated carriers' services. Stargate's switched services will employ a combination of its own technologically-

advanced equipment as well as equipment and transmission facilities, including switches, purchased or leased from third-party sources. Stargate will employ Class 5 digital switches in its networks that will serve as both tandem and end office switches.

**SERVICE AREA:**

Stargate will initially service the nine county area that comprises the Greater Pittsburgh Metropolitan Statistical Area. These counties include Allegheny, Butler, Washington, Greene, Fayette, Lawrence, Armstrong and Westmoreland.

**MARKET:**

Stargate intends to provide service to business and residential class customers within the State of Pennsylvania.

**INITIAL TARIFF:**

Attached hereto as Exhibit 3 is Stargate's proposed initial Tariff setting forth the rates, rules, and regulations of the Applicant.

**FINANCIAL:**

Stargate is a start-up organization that does not yet have a financial history. Therefore, attached hereto as Exhibit 4 is a copy of the balance sheet of Stargate Industries, LLC (parent of Stargate) as of October, 1998, and the related statement of income and statement of cash flows for the six months then ended, in accordance with standards established by the American Institute of Certified Public Accountants. These documents demonstrate that Stargate has the financial ability to provide the services that it hereby requests authority to offer to the public.

The Applicant's accounting records and supporting documentation are maintained at:

Stargate Local Services, LLC  
Crane Building - Suite 300  
24th Street  
Pittsburgh, PA 15222  
Tel: (412) 316-7827  
Fax: (412) 316-7899

**START DATE:**

Stargate intends to begin offering services upon Commission grant of this application.

Approximate Start Date: February, 1999.

**FURTHER DEVELOPMENTS:**

The Applicant agrees to amend this Application if any matter asserted herein changes during the pendency of the application or while the Applicant is providing public utility service within the Commonwealth.

**NOTICE:**

Pursuant to Section 5.14 of the Commission's Regulations, 52 Pa. Code §5.14, copies of this Application have been served upon:

Irwin A. Popowsky  
Consumer Advocate  
1425 Strawberry Square  
Harrisburg, PA 17120

Bernard A. Ryan, Jr.  
Small Business Advocate  
Commerce Building, Suite 1102  
300 North Second Street  
Harrisburg, PA 17120

Office of Trial Staff - 1 copy  
Office of Special Assistants - 1 copy  
Bureau of Consumer Services - 1 copy  
Bureau of Fixed Utility Services - 1 copy  
Pennsylvania Public Utility Commission  
P.O. Box 3265  
Harrisburg, PA 17105-3265

Office of the Attorney General  
Bureau of Consumer Protection  
Strawberry Square, 14th Floor  
Harrisburg, PA 17120

**FEDERAL TELECOMMUNICATIONS ACT OF 1996:**

Stargate does not claim any particular status pursuant to the Federal Telecommunications Act of 1996.

**COMPLIANCE:**

No officer, director, or shareholder, nor any of Stargate's business operations, have been involved in any formal complaint or other investigatory or enforcement proceeding.

**CONTACT FOR RESOLVING COMPLAINTS:**

Customer complaints can be addressed to:

Mr. Christopher D. Sweeney  
Stargate Local Services, LLC  
Crane Building - Suite 300  
24th Street  
Pittsburgh, PA 15222  
Tel: (412) 316-7827  
Fax: (412) 316-7899

**FALSIFICATION:**

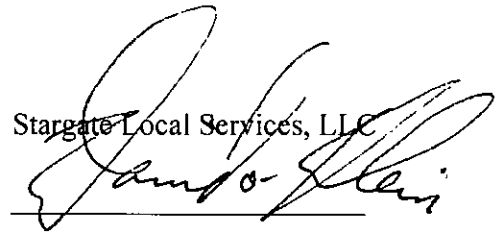
The Applicant understands that the making of false statement(s) herein may be grounds for denying the Application or, if later discovered, for revoking any authority granted pursuant to the Application. This Application is subject to 18 Pa. C.S. §§4903 and 4904, relating to perjury and falsification in official matters.

**CESSATION:**

The Applicant understands that if it plans to cease doing business within the Commonwealth of Pennsylvania, it is under a duty to request authority from the Commission for permission prior to ceasing business.

Applicant:

Stargate Local Services, LLC



A handwritten signature in black ink, appearing to read "David O. Klein", is written over a horizontal line.

By: David O. Klein

Title: Representative for Stargate

**EXHIBIT 3**

Telephone - PA P.U.C. No. 1

STARGATE LOCAL SERVICES, LLC

---

RATES AND RULES

Governing the Furnishing of Telephone Service

IN

The State of Pennsylvania

as Shown on Sheet 4

---

Issued: December 16, 1998

Effective: January 16, 1999

BY:

Mr. Keith Duncan, Ph.D.

Filed in compliance with the  
order of the

Public Utility Commission,  
adopted October 30, 1998 at  
Docket No. A-310718.

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STARGATE LOCAL SERVICES, LLC

Sheet 4

TERRITORY SERVED BY THIS COMPANY

All of State, excluding rural service areas.

GENERAL REGULATIONS

TARIFF APPLICATION

This tariff governs the furnishing of telephone service and facilities by the Stargate Local Services, LLC, hereinafter referred to as the Telephone Company. The general regulations in this section of the tariff are supplemental to regulations contained in other sections of this tariff.

In addition to the regulations and schedule of charges herein, this tariff is subject to specific regulations as set forth in the Pennsylvania Code Title 52--Public Utilities and other regulations as may be prescribed by the Pennsylvania Public Utility Commission.

TELEPHONE SERVICE DEFINED

The Telephone Company does not transmit messages but offers, subject to the terms and conditions specified in this tariff, the use of its facilities, where available, for communication between subscribers. The term "service" as used throughout this tariff refers to service, equipment and facilities.

OBLIGATION TO FURNISH SERVICE

The Telephone Company's obligation to furnish service is dependent upon its ability to secure and retain, without unreasonable expense, suitable facilities and rights for the construction and maintenance of the necessary circuits and equipment.

SPECIAL TYPES OF SERVICE AND EQUIPMENT

In cases where a subscriber desires some special type of service or equipment for which provision is not otherwise made, and in the judgement of the Telephone Company there is no reason for refusing to render the special service desired, a rate is quoted based on the cost of furnishing such service or equipment.

EQUIPMENT, APPARATUS AND LINES

Equipment furnished by the Telephone Company shall remain the property of the Telephone Company and, upon termination of service for any cause whatsoever, shall be returned to the Telephone Company in good condition, reasonable wear and tear thereof excepted.

All connections to the network by the Telephone Company or by the customer must comply with the rules and regulations of the Federal Communications Commission and the Pennsylvania Public Utility Commission.

GENERAL REGULATIONS  
(cont'd)

INSTALLATION, RELOCATION, MAINTENANCE, REPAIRS & REMOVAL

The subscriber shall be responsible for damages to the facilities of the Telephone Company resulting from negligence or willful act of the subscriber.

The Telephone Company shall not be liable for any defacements of or damage to the premises of the subscriber resulting from the attachment of the Telephone Company's equipment, apparatus or lines on such premises, or their installation or removal, when such damage is not the result of negligence of the Telephone Company.

ACCESS TO PREMISES OF SUBSCRIBER

For the purpose of installing, repairing, inspecting or removing any part of its equipment, apparatus or lines on the premises of the subscriber, or for making collections, the agents and employees of the Telephone Company shall have entrance thereto at any reasonable hour.

BUSINESS AND RESIDENCE SERVICE CLASSIFICATION

Business rates are applicable in connection with service furnished at a business location or any other place where the service is used primarily or dominantly for business, professional or institutional purposes. If either the main station or any extension connected therewith is located in a place where business rates are applicable, business rates apply to the main station and to all extensions therefrom.

Residence rates apply in private residences where the service is used primarily or dominantly for social or domestic purposes, and the telephone is not advertised for business purposes.

USE OF SERVICE

Unless otherwise indicated in this tariff, the use of business service is restricted to the subscriber, his agents and representatives, and the use of residence service is restricted to the subscriber and members of his household.

The subscriber shall not use the service or permit others to use it in such manner as to interfere with the service of other subscribers.

GENERAL REGULATIONS (cont'd)CONTRACTS FOR SERVICE

The Telephone Company reserves the right to require applications for service to be made in writing on forms supplied by it. Upon acceptance of an application for service, all applicable provisions of the Telephone Company's tariffs lawfully on file become the contract between the Telephone Company and the subscriber. Requests for additional service or changes in service, upon acceptance by the Telephone Company, become a part of the original contract, except that each item of additional service is subject to the appropriate minimum contract term. The acceptance or use of service may be deemed an application for such service and an agreement to pay for it at the rates applicable thereto under the current tariff. Any change in rate or regulations lawfully made acts as a modification of all contracts to that extent without further notice.

Except as otherwise provided in this tariff, service is furnished for a minimum contract term of one month.

DEPOSITS

A deposit, in accordance with Commission regulations at 52 PA Code, Chapter 64 may be required as security for future bills.

Deposits will be returned in accordance with Commission regulations at 52 PA Code, Chapter 64.

The fact that a deposit may have been made in no way relieves the applicant or subscriber from complying with the Telephone company's regulations as to the prompt payment of bills or constitutes a waiver or modification of the regular practices providing for discontinuance of service for non-payment of any sums due the Telephone Company for service rendered.

STARGATE LOCAL SERVICES, LLC

GENERAL REGULATIONS (cont'd)CHARGES FOR FRACTIONAL MONTHS

When service is established, the initial charge for local service, equipment and facilities for the fractional part of the current billing month is a pro rata share of the monthly charge.

PAYMENT FOR SERVICE

Installation and construction charges, where applicable, must be paid in advance of the establishment of service.

Service connection charges are payable when service is established.

Message charges at Pay Telephones are payable in advance.

Recurring charges for service are billed monthly in advance and are payable when the service has been rendered. Charges for toll message service are billed after the service has been rendered and are payable on request. A late payment charge of 1 ¼% per month and applicable Federal Excise Tax will be charged on bills unpaid after the date due.

Charges for all local and toll messages sent from the subscriber's telephone station, and for all toll messages received at such station on which charges are reversed with the consent of the person answering the call, are the responsibility of the subscriber.

A statement of account rendered to the subscriber shall be deemed correct and binding upon the subscriber unless objection in writing is received by the Telephone Company within thirty days after rendition of the statement.

RETURNED CHECK CHARGE

A charge of \$20.00 will be made for any checks returned for insufficient funds.

SUSPENSION OF SERVICE

The Telephone Company reserves the right to suspend service for non-payment of bills, five days after date due, or for violation of rules and regulations of this tariff, after due notice by the Telephone Company.

The Telephone Company also reserves the right to suspend, without notice, service to facilities that have apparently been abandoned and to demand payment for such service up to and including date of suspension, provided it has not been notified by the subscriber to discontinue service prior thereto.

STARGATE LOCAL SERVICES, LLC

Section 1  
Original Sheet 5GENERAL REGULATIONS (cont'd)LIABILITY OF TELEPHONE COMPANY

In event interruptions, omissions, defects, errors, mistakes or delays in transmission occur in the course of furnishing service, lines and other facilities and are not caused by negligence of the subscriber, the liability of the Telephone Company for damages arising therefrom shall not, except as otherwise provided for in Section 1 Sheet 9 of this tariff, exceed an amount equivalent to the proportionate charge to the subscriber for the period during which such interruption, omission, defect, error, mistake or delay in transmission occurs. Where a local message guarantee applies, a pro rata portion of the guarantee for the period of suspension is allowed. No other liability shall in any case attach to the Telephone Company.

CANCELLATION FOR CAUSE

Service is furnished subject to the condition that it will not be used for an unlawful purpose. Service will not be furnished if any law enforcement agency, acting within its jurisdiction, advises that such service is being used or will be used in violation of law, or if the Telephone Company receives other evidence that such service is being or will be so used.

The Telephone Company may also terminate without advance notice any service which is used in such a manner as to interfere with the service of others or that is used for any purpose other than a means of communication.

TELEPHONE NUMBERS

The Telephone Company reserves the right to change the telephone number or numbers of a subscriber's station or stations as the exigencies of the business may require.

STARGATE LOCAL SERVICES, LLC

Section 1  
Original Sheet 6

GENERAL REGULATIONS (cont'd)

OVERTIME WORK

When, at the subscriber's request, work is performed at other than regular business hours of the Telephone Company, an extra charge for such work will be made to compensate for the current overtime wage rates.

TOLL MESSAGE RATES

Rates, rules and regulations governing toll or long distance messages are contained in the toll tariffs of the Pennsylvania Telephone Association (PTA) and inter-exchange carriers lawfully operating within the Commonwealth of Pennsylvania.

GENERAL REGULATIONS  
(cont'd)

IDENTIFICATION OF PUBLIC ANNOUNCEMENTS

For the purposes of identification, subscribers to telephone service who transmit recorded public announcements over facilities provided by the Telephone Company must include in the recorded message the name of the organization or individual responsible for the service and the address at which the service is provided. Subscribers transmitting factual public announcements such as Time, Weather, Stock Market quotations, Airline schedules and similar information are excluded from the preceding condition.

For subscribers not complying with the foregoing the announcing device will be subject to disconnection from the telephone lines.

The Telephone Company reserves the right to release, upon request, the names and addresses of subscribers who transmit recorded or taped public announcements over telephone company facilities, when the announcing device is provided by either the telephone company or the subscriber.

GENERAL REGULATIONSSTATE TAX ADJUSTMENT SURCHARGE

In addition to the charges provided in this tariff and other intrastate toll and access tariffs in which this company concurs, a surcharge, as shown below, will apply to all intrastate charges for service. The surcharge for 1998 and 1999 will be applied as a one-time credit.

For Services provided to:	Surcharge Rate
End User	( 1.1772%)
Other Local Exchange Companies	( 1.1187%)
All Interexchange Carriers/Resellers	( 1.1187%)

The above charges will be recomputed, using the same elements prescribed by the Commission:

- a. Whenever any of the tax rates used in calculation of the surcharge are changed.
- b. Whenever the utility makes effective any increased or decreased rates.
- c. And on March 31, 1971, and each year thereafter.

The above recalculations will be submitted to the Commission within 10 days after the occurrence of the event or date which occasions such recomputation; and that if the recomputed surcharge is less than the one in effect the Utility will, and if the recomputed surcharge is more than the one then in effect the Utility may, submit with such recomputation, a tariff or supplement to reflect such recomputed surcharge, the effective date which shall be 10 days after filing.

GENERAL REGULATIONS (cont'd)ALLOWANCES FOR TELEPHONE SERVICE INTERRUPTIONS

When main telephone service is interrupted for a period of at least 24 hours, the company, after due notice by the customer, shall apply the following schedule of allowances except in situations as provided in Paragraph 2:

1. (a) 1/30 of the tariff monthly rate of all services and facilities furnished by the company rendered inoperative by the company to the extent of being useless for each of the first three (3) full 24 hour periods during which the interruption continues after notice by the customer of the company conditioned that the out-of-service extends beyond a minimum period of 24 hours.
- (b) 2/30 of each full 24 hour period beyond the first three 24 hour periods. However, in no instance shall the allowance for the out-of-service period exceed the total charges in a billing period for the service and facilities furnished by the company rendered inoperative to the extent of being useless.
2. When service is interrupted for a period of at least 24 hours due to such factors as storms, fires, floods or other conditions beyond the control of the company, an allowance of 1/30 of the tariff monthly rate for all services and facilities furnished by the company rendered inoperative to the extent of being useless shall apply for each full 24 hours during which the interruption continues after notice by the customer to the company.

Nothing contained herein and no tariff adopted hereto shall limit any responsibility or liability on the part of a telephone company to a customer which would exist pursuant to law but for this rule and said tariff.

The foregoing allowances shall not be applicable where service is interrupted by the negligence or wilful act of the customer to service or where the company pursuant to the terms of the contract for service suspends or terminates service for non-payment of charges or for unlawful or improper use of facilities or for any other reason provided for in the filed and effective tariff.

GENERAL REGULATIONS (cont'd)

SALES PROVISION

The Telephone Company may, from time to time, upon thirty (30) days' notice to the Commission waive or lower the recurring charges for the services listed below subject to the following conditions.

CONDITIONS

This sales provision will apply to all Residence and/or Business subscribers who add these services:

- Custom Calling Services
- Advanced Intelligent Network (AIN) Services

The sales provision may be offered for a maximum period of three months and will be offered on no more than one occasion per calendar year per service.

The Telephone Company will notify subscribers of the waiver or reduction of recurring charges by any or all of the following methods: Direct mail, bill inserts, telemarketing, newspapers and radio/television. However, the Telephone Company is not limited to these methods and shall not be held liable for the lack of notification to subscribers.

For the limited purpose of this sales provision, the applicable recurring charges shall be those in effect on the date the subscriber orders the service from the Telephone Company.

For Custom Calling Services, at the conclusion of each promotional period, the subscriber may elect to retain any or all of the services offered. The subscriber will be responsible for any applicable monthly rates only from the time service is permanently established following the end of the promotional period. However, in no case will the subscriber default to retaining any promotional service. The subscriber will be required to respond, using the prescribed method, by the end of the promotional period to retain any or all services. If the subscriber does not respond within that promotional period, the promotional service(s) will be disconnected without charge.

GENERAL REGULATIONS (cont'd)Cancellation or Change of Application for Service Prior to Establishment

When an application for a specially designed and engineered service is canceled or changed, in whole or in part, by the applicant prior to the establishment of service, the applicant is required to pay the Telephone Company, upon request, the aggregate of the costs and expenses incurred by the Telephone Company, for any work performed upon the application prior to the cancellation or change of the service.

The payment to the Telephone Company required of the applicant shall not exceed the aggregate of the non-recurring service connection and minimum contract period charges, including, but not limited to, construction and termination charges, which would have applied if the service and facilities had been established prior to such cancellation, change, or change in location.

Applicable Cancellation or Change Charges are determined on an individual case basis taking into consideration the following:

- The proportion of the provisioning functions completed by the Telephone Company at the time the request for cancellation or change is received.
- The corresponding proportion of the non-recurring Installation charges or Connection charges as specified in the appropriate Section of this Tariff and in other Tariffs of the Telephone Company.

GENERAL REGULATIONS (cont'd)COMMITMENT TO QUALITY GUARANTEE

The Commitment to Quality Guarantee applies to the installation and repair of residence service. Under this program, a credit of \$25.00 will be awarded to residential customers if the Company does not perform as follows:

- ▶ Comply with or renegotiate, under any circumstances, a commitment date promised to a customer.
- ▶ Activate or deactivate custom calling features within 24 working hours of the service order request (unless the customer requests a later date or where facilities are not available).
- ▶ Respond and take substantial action to clear out-of-service trouble of an emergency nature whenever the outage occurs within 3 hours consistent with the needs of customers and the personal safety of Company employees.
- ▶ Respond and take substantial action to clear other out-of-service trouble, not requiring unusual repair, within 24 hours, except isolated weekend and holiday outages (unless the customer requests a later date).

The Company's Commitment to Quality Guarantee applies only to the installation and/or repair of Company-owned facilities used to provide residential service and excludes customer caused delays, extreme adverse weather conditions, unsafe working conditions and other supervening causes beyond the Company's control.

LOCAL EXCHANGE SERVICEA. General

1. Local exchange service with network access includes the central office equipment with push button dialing capability, outside plant distribution wire and cable, drop wire and station protector.
2. The monthly rates shown in Paragraph A.4.b and Paragraph B following do not include any terminal equipment telephones, ringers, couplers, or inside wiring.
3. Exchange Rate Classifications
  - a. The monthly rates, as shown in Paragraph b following, are classified into Rate Groups on the basis of the number of access lines in the local calling area of each exchange. The number of access lines for each exchange is the sum of the total business and residence access lines plus PBX Trunks and equivalent Centrex-type lines.
  - b. The tables for Rate Groups by Access Line Limit and Monthly Rates by Rate Group follow:

Table of Rate Groups by Access Line Limit

<u>Rate Group</u>	<u>Access Line Limit Local Calling Area</u>
I	0 - 10,000
II	10,001 - 30,000
III	30,001 - 60,000
IV	60,001 - 100,000
V	100,001 - 150,000
VI	150,001 - 200,000
VII	200,001 - 250,000

STARGATE LOCAL SERVICES, LLC.

Section 2  
Original Sheet 2LOCAL EXCHANGE SERVICE (cont'd)

A.4.b (continued)

Table of Monthly Rates by Rate Group

<u>Rate Group</u>	<u>BUSINESS:</u>		<u>RESIDENCE:</u>	
	<u>One Party</u>	<u>PBX Trunk</u>	<u>One Party</u>	<u>Two Party</u>
I	10.78	10.78	5.52	4.12
II	12.53	12.53	6.42	4.77
III	14.38	14.38	7.37	5.52
IV	16.38	16.38	8.37	6.27
V	18.38	18.38	9.42	7.01
VI	20.43	20.43	10.47	7.82
VII	22.53	22.53	11.52	8.62

- c. When the Company proposes to reclassify service in an exchange from one Rate Group to another because of an increase or decrease in the number of access lines, notice of the reclassification to the proper Rate Group shall be given by filing revised Tariffs with the Commission. Such revised Tariffs will be filed only (1) when the number of access lines has exceeded or fallen below its Rate Group access line limits as determined on two consecutive semi-annual reviews, provided that the two most recent consecutive reviews exceed the lower limit or fall below the upper limit of the new Rate Group by at least two percent, or (2) when an additional exchange is added to the local calling area of the exchange and the new number of access lines exceeds the upper limit of the Rate Group.

STARGATE LOCAL SERVICES, LLC

Section 2  
Original Sheet 3

LOCAL EXCHANGE SERVICE (cont'd)

B. Monthly Rates

1.

<u>Grade of Service</u>	<u>Business</u>	<u>Residence</u>
One-Party	20.43	10.47
Two-Party	----	7.82
PBX Trunk	20.43	----
Pay Telephone	20.43	----

LOCAL EXCHANGE SERVICE (cont'd)

## C. LIFELINE SERVICE

## 1. DESCRIPTION

Lifeline Service is a Residence offering for low-income customers who qualify for this service in accordance with the following Regulations.

## 2. REGULATIONS

- a. Lifeline Service is available to qualified residence customers and is provided via a residence individual Dial Tone Line. Lifeline Service is limited to only one Service per qualified customer or household. A potential Lifeline customer who has an outstanding final bill for telephone service which is less than (4) years old must pay the entire balance of any Basic Service final bill before being eligible for Lifeline Service.
- b. Residence Lifeline Service consists of the following tariffed standard features and optional customer elected services at the applicable rates, charges and regulations for each feature and service provided:
  1. One-Party Residence Unlimited Service and Local Measured Service, if available.
  2. Directory Listing (standard only).
  3. Non-Published or Non-Listed Telephone Number Service.
  4. Access to Directory Assistance Service.
  5. Touch Tone Calling Service.
  6. Access to Message Toll Telephone Service and Optional Dial Station-To-Station Calling Plan Services.
  7. Access to Operator Services.
  8. Voluntary Toll Restriction Option.
  9. Link Up America (if eligible).
  10. Access to 800/888 Services.
  11. Access to Call Trace.
  12. Access to Alerting and Reporting Systems (9-1-1 dialing).
  13. Access to the Pennsylvania Telecommunications Relay Service.
  14. Caller ID Per-call and Per-line Blocking

LOCAL EXCHANGE SERVICE (cont'd)

C. LIFELINE SERVICE (cont'd)

2. REGULATIONS (cont'd)

- c. An applicant for Lifeline Service must be a current participant in one of the following Pennsylvania Department of Public Welfare (DPW) programs or be able to provide proof of income which is at or below the annual United States Census Bureau Poverty Level Guidelines For All States (Except Alaska and Hawaii) and the District of Columbia. Applicants who wish to be certified for Lifeline Service via the low income option will need to provide the following proof of eligibility: 1) currently filed State Income Tax Form; 2) currently filed Federal Income Tax Form, or 3) other equivalent documentation as prescribed by the Telephone Company. Recertification of Lifeline Service participants will be conducted biennially by the Telephone Company.

Pennsylvania Department of Public Welfare Lifeline Service Programs:

- \* Temporary Assistance for Needy Families (TANF)
- \* General Assistance (GA)
- \* Supplemental Security Income (SSI)

The DPW Programs listed above must be certified by DPW. Such certification by DPW will be provided only when a DPW client requests Lifeline Service based on the client's status as a participant in any of the above eligibility programs. Certification by DPW will be limited to confirmation of the client's program status (i.e., participation or non-participation). Participation by DPW is subject to execution of an agreement with DPW and the Telephone Company.

- d. Lifeline Service will be provided to a customer only so long as such customer continues to meet the participation and certification guidelines in 2 (c) above. At the time of initial establishment of Lifeline Service, the customer agrees to have his or her eligibility recertified as determined by the Telephone Company. When the Company is notified by the customer or determines through recertification that the Lifeline Service customer is no longer a participant in the DPW programs in 2 (c) above or otherwise low-income eligible, the customer will be notified (by telephone or letter) that the Lifeline Service rate is no longer applicable. Within the stated customer notification period (10 working days from the date of the notification), the customer can contact the Company to negotiate new Dial Tone Service arrangements at applicable tariff rates (no connection charges will apply for existing services or options retained). If the customer does not contact the Company by the end of the notification period, the Lifeline Service will be changed to applicable Exchange Area Dial Tone Line service at existing tariff rates (no connection charges will apply to existing services or options retained). Upon contacting the Company, the customer will have ten (10) working days to complete the low-income certification or recertification process in order to retain Lifeline Service.

LOCAL EXCHANGE SERVICE (cont'd)

C. LIFELINE SERVICE (cont'd)

2. REGULATIONS (cont'd)

- e. A Lifeline Service customer may not subscribe to any other type of residence Local Exchange Service at the same or other premises. Lifeline Service will not be provided via Foreign Exchange or Foreign Central Office Service arrangements.
- f. Only services listed in 2 (b) above will be provided to Lifeline customers. All other premium services offered by the Company will not be available.
- g. Lifeline Service customers are required to apply for the Link Up America benefit when applicable.
- h. Customer requested temporary suspension of Lifeline Service is not permitted.
- i. Lifeline Service does not apply to applicants who are full time students living in university or college controlled housing.
- j. The applicant must not be a dependent for Federal Income Tax purposes, unless he or she is 60 years of age or older.
- k. Lifeline customers are subject to all Residence service regulations in this and other tariffs of the Telephone Company.
- l. Residence Lifeline Service cannot be resold by the Lifeline customer or the Lifeline customer's agent(s).
- m. Resale of Lifeline Services are subject to wholesale rate obligations under Section 251 (c)(4) of the Telecommunications Act of 1996.
- n. All outstanding charges, account balances and service restrictions apply to existing customers who qualify for Lifeline Service. Service restrictions will remain until the arrearage(s) have been paid in full.
- o. Any Lifeline customer who has a past due balance of Toll Charges will be treated with the appropriate Chapter 64 regulations. The Residence Toll Restoral Charge applies to Lifeline Customers who are suspended for non-payment and who subsequently pay their outstanding toll charges and request toll restoral. If a Lifeline customer is toll restricted for a second occurrence the Company may, at its discretion, place the Lifeline customer on permanent toll restriction.
- p. Toll-Blocking and Toll-Control services will be provided at no charge to Lifeline Service subscribers, to the extent that they are offered.

LOCAL EXCHANGE SERVICE (cont'd)

C. LIFELINE SERVICE (cont'd)

3. DIAL TONE LINE MONTHLY RATE

- a. Applicable Residence Dial Tone monthly rate minus \$1.75 (1).
- b. Lifeline Service customers will pay the applicable Subscriber Line Charge monthly rate minus \$3.50 (1).
- c. Lifeline Service is subject to all applicable state, local and federal taxes, and Surcharges, and to all applicable tariff rates, charges, surcharges and regulations.

NOTE:

- (1) The Dial Tone Line and Subscriber Line Charge monthly rate discounts will be reduced to the extent that application of the full discount would not result in rates that are less than zero.

LINE CONNECTION, PREMISES WORK AND MISCELLANEOUS CHARGESA. LINE CONNECTION CHARGE1. Description

The Line Connection Charge applies for arranging an exchange line to provide voice grade service between the Telephone Company central office and the rate demarcation point at the customer's premises. This charge covers the service order costs in addition to the labor costs associated with getting the line to the customer's premises in working order. This charge includes, but is not limited to, making or changing connections in the central office or in distribution facilities, necessary cross connections and line transfers, and the normal placement of the drop wire service line, network interface and/or protector.

The Line Connection Charge applies for the connections of the following:

- a. Exchange dial tone lines, including foreign exchange.
- b. Trunk lines, including PBX.
- c. Pay Telephone Line Service.
- d. Central office multiple terminations.
- e. Special service lines, including tie lines, leased lines, transfer service, etc.

2. RegulationsLine Connection Charges:

- a. The Line Connection Charge applies for each line connected or changed, i.e. from coin to non-coin, from foreign exchange to local exchange, etc. This charge does not apply to change from one grade of individual or party line service to another or from Residence to Business or vice versa.

LINE CONNECTION, PREMISES WORK AND MISCELLANEOUS CHARGES (cont'd)

A. LINE CONNECTION CHARGES (cont'd)

2. Regulations (cont'd)

b. For point-to-point or multi-point special service lines, one Line Connection Charge applies to each terminating point connected or changed.

c. Line Connection Charges do not apply under the following conditions:

(1) When dial tone lines or trunks are temporarily suspended for non-payment or other cause, or when subsequently restored (see Paragraph C following).

(2) When dial tone line number (telephone numbers) are changed within the same central office (see Paragraph C following).

d. Customers requesting rearrangements of outside wiring, including the drop wire service line, network interface or protector, shall be billed Premises Work Charges for such work in accordance with Paragraph B following.

e. Customers have the option of paying for Line Connection Charges in equal monthly installments over three billing periods.

3. Charges

a. The Line Connection Charge for a new service install is as follows:

Residence <u>Service</u> \$30.00	Business and <u>Pay Telephone Service</u> \$45.00
--	---

LINE CONNECTION, PREMISES WORK AND MISC. CHARGES (cont'd)

B. PREMISES WORK CHARGES

1. Description

- a. Premises work is defined as work performed on a customer's premises by a Telephone Company employee or representative at the customer's request and not covered by other Tariff charges. Only work performed on the Telephone Company side of the rate demarcation point is covered by this Tariff.
- b. Rate demarcation point is defined as the point of minimum penetration of the property where the customer's service is located, as determined by the Telephone Company. The rate demarcation point defined by the Telephone Company is where network access recurring charges and Telephone Company responsibility stop and beyond which customer responsibility begins.

LINE CONNECTION, PREMISES WORK AND MISCELLANEOUS CHARGES (cont'd)B. PREMISES WORK CHARGES (cont'd)1. Description (cont'd)

- c. Premises Work Charges apply to:
- (1) Customer requests for rearrangements and changes of Telephone Company facilities (including drop wire, protector and ground wire) on the Telephone Company's side of the rate demarcation point.
  - (2) Each premises visit where a service difficulty or trouble is not the result of failure of Telephone Company service or facilities.
- d. Premises Work Charges consist of the Initial Visit Charge, Work Charges and Material Charges.

The Initial Visit Charge includes the cost to send a Telephone Company representative to the customer's premises.

Work Charges are based on the labor time required to complete the work on the Telephone Company's side of the rate demarcation point. The charges are billed in fifteen minute time segments. The time a Telephone Company representative spends working on a customer's premises, exclusive of the work required to provide dial tone to the rate demarcation point, shall be considered billable time. The Work Charge will begin as soon as the Telephone Company representative meets the customer or his representative on the premises.

Material Charges are based on the items of material actually used to complete the job and on the level of charges of the current Telephone Company price list.

2. Regulations

- a. Premises Work Charges apply in addition to appropriate charges for individual items of equipment or service offered in other sections of this Tariff.
- b. Customers who have premises work performed will be billed at least one Work Charge in addition to the Initial Visit Charge unless otherwise specified in this Tariff.

LINE CONNECTION, PREMISES WORK AND MISCELLANEOUS CHARGES (cont'd)B. PREMISES WORK CHARGE (cont'd)2. Regulations (cont'd)

- c. The Initial Visit Charge will apply for each premises visit that is customer initiated, including those instances in which the customer subsequently decides to *not have the work done by the Telephone Company.*
- d. When visits to more than one premises of the customer are required to complete the work associated with a service order, an Initial Visit Charge and other appropriate Premises Work Charges per premises visited are applicable.
- e. When more than one visit to the same premises is required to complete the work associated with a service order, only one Initial Visit Charge is applicable.
- f. The Initial Visit Charge applies when a customer or his representative fails to keep a scheduled appointment with a Telephone Company representative, installer or repair person.
- g. Premises Work Charges, at Business rates, apply to installation, moves and changes of a Pay Telephone or any associated wiring.
- h. An invoice for a specific job will be provided to the customer by the Telephone Company employee at the conclusion of the premises work. The customer will be billed the Premises Work Charges according to the time indicated on the invoice. An invoice is not the same as an estimate which may be provided by Telephone Company personnel at the time of negotiation. Customers to whom estimates are furnished are subject to actual Premises Work Charges.
- i. Premises work requested by the customer and performed *under Premises Work Charges that requires a call-out* of the installer or repair person at a time other than the employee's normal scheduled tour of duty will be charged a minimum of two hours based on the charges shown in this section.
- j. The Initial Visit Charge does not apply when a Line Connection Charge is incurred.

STARGATE LOCAL SERVICES, LLC

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Original Sheet 6

LINE CONNECTION, PREMISES WORK AND MISCELLANEOUS CHARGES (cont'd)

B. PREMISES WORK CHARGES (cont'd)

2. Regulations (cont'd)

- k. Customers have the option of paying for Premises Work Charges in equal monthly installments over three billing periods.
- l. Premises Work Charges do not apply to the following:
  - (1) Moves or changes of a customer's telephone service or equipment if required or initiated by the Telephone Company.
  - (2) Repair of network facilities on the property where the customer's service is located that was not caused by the customer, the vendor or the property-owner.

3. Charges

Premises Work Charges are as follows:      RESIDENCE      BUSINESS

<u>Initial Visit Charge</u>	\$20.00	\$30.00
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<u>Work Charge</u> - each 15 minute segment or major fraction thereof of billable time required to complete the work.	7.00	8.25
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Material Charge - Based on current Telephone Company price list. The materials will generally be priced at 35% above the current Telephone Company purchase price.

C. MISCELLANEOUS NON-RECURRING CHARGES

1. Non-recurring charges apply to the following:

- a. Restoral of Service Charge - This charge applies for restoring service to a customer following temporary suspension of service for non-payment or other authorized cause. This charge is in addition to any past due amounts for service previously furnished or any deposit which may be required.

LINE CONNECTION, PREMISES WORK AND MISCELLANEOUS CHARGES (cont'd)

C. MISCELLANEOUS NON-RECURRING CHARGES (cont'd)

1. Non-recurring charges apply to the following: (cont'd)

- b. Telephone Number Change Charge - Customers requesting a change of their Dial Tone Line telephone number will incur a Telephone Number Change Charge (except when a Line Connection Charge is applied). This charge applies for each telephone line number changed.
- c. Record Service Charge - This charge covers work associated with a change of Telephone Company records, at the customer's request, for:
  - a transfer of billing name, which occurs when one party contracts for the service which had previously been contracted for by another party.
  - a change in or addition to the present directory listing.
  - a subscriber's telephone number being excluded from the directory and directory assistance records, or a change from a "non-published" basis to a regular listed basis.
  - a change in billing records requested by the customer (except for a correction in name or billing address for residential service due to death, marriage, divorce, or legal action when there is no connection, disconnection, move or change in service) when none of the other non-recurring charges apply.

LINE CONNECTION, PREMISES WORK AND MISCELLANEOUS CHARGES (cont'd)C. MISCELLANEOUS NON-RECURRING CHARGES (cont'd)1. Regulations

- a. Customers have the option of paying for miscellaneous non-recurring charges in equal monthly installments over three billing periods.

2. Charges	Residence	Business
a. Restoral of Service Charge	\$15.00	\$20.00
b. Telephone Number Change Charge	20.00	30.00
c. Record Service Charge	10.00	15.00
d. Preferred Telephone Number Service	15.00	25.00

LINE CONNECTION, PREMISES WORK AND MISCELLANEOUS CHARGES (cont'd)D. LINK UP AMERICA1. Description

Link Up America is a program designed to promote universal service by providing a discount on service connection charges for qualified low-income customers.

2. Regulations

a. Link Up America is available to residence customers who meet the following eligibility criteria:

(1) The applicant must not be a dependent for federal income tax purposes, unless he or she is 60 years of age or older.

(2) Applicant must participate in any of the following programs:

Aid to Families with Dependent Children (AFDC)  
Categorically Needy Medical Assistance (Blue Card)  
Food Stamps  
General Assistance (GA)  
Low Income Home Energy Assistance Program (LIHEAP)  
Medically Needy Only Medical Assistance (Green Card)  
State Blind Person  
Supplemental Security Income (SSI)

(3) Applicants who do not participate in any of the above programs may be eligible under the Pennsylvania Telephone Association low income guidelines which are based on Pennsylvania state taxable income.

The applicant must self-certify the requirement set out in a. (1). The requirement set out in a. (2) must be certified by the Pennsylvania Department of Public Welfare (DPW). Participation by DPW is subject to execution of an agreement signed by the Telephone Company and DPW. The requirement set out in a. (3) must be certified by the Pennsylvania Department of Revenue (DOR). Participation by DOR is subject to execution of an agreement signed by the Telephone Company and DOR.

LINE CONNECTION, PREMISES WORK AND MISCELLANEOUS CHARGES (cont'd)

D. LINK UP AMERICA (cont'd)

2. Regulations (cont'd)

- b. The Link Up America discount is applicable to one access line (dial tone line) when it applies to the installation or relocation of main service at a customer's principal residence.
- c. Link Up America applicants are not exempt from Telephone Company deposit requirements.
- d. Service will not be established at discounted rates prior to receipt of certification. Service will be established at full service connection charges. If certification is received within 60 days of original application, credit will be applied to provide the Link Up America discount.

The Link Up America discount does not apply to applicants who are full time students living in university or college controlled housing.

3. Rates

The Link Up America Program provides for a 50% discount on the Line Connection Charge associated with the connection of a new residence exchange access line (dial tone Line) as specified in Paragraph A.3.a preceding. The total amount of the discount may not exceed \$30 and the remaining charges will be billed to the Link Up America customer in monthly installments as specified in Paragraph A.2.e. preceding.

PRIVATE LINE SERVICE

1. General
  - A. Channels are furnished for intraexchange or interexchange service on a two-point or multi-point basis for a minimum period of one month.
  - B. With reference to the channel descriptions given below:
    1. "Effective two-wire facilities" may be composed of two-wire metallic and/or four-wire metallic and/or carrier segments; "four-wire facilities" are composed entirely of four-wire metallic and/or carrier segments.
    2. The 1000 Hz loss objective range specified refers to the total channel offering (end-to-end) and indicates that the engineered objective loss will fall within that range at the discretion of the Telephone Company depending upon available facilities and the applicability of appropriate engineering designs. These specifications do not include gains or losses present in customer-provide equipment.
    3. The Telephone Company reserves the right to revise these objectives and other technical parameters as described herein.
  - C. The Telephone Company will bill the subscriber for the portion of the Private Line Service that is provided by the Telephone Company. The applicable non-recurring service charges can be found in Section 3 of this tariff.
  - D. Third-Party Lease facilities, required to provide the Private Line Service, will be charged to the subscriber on a cost basis.
  - E. Channels are classified by series, and further classified within each series by types.
  - F. The customer is responsible for selecting the appropriate type of channel accordance with the types and descriptions provided in this Section of the Tariff.
  - G. The Telephone Company has responsibility for the channel facility up to demarcation point on the customer premises at which the interface appears.

PRIVATE LINE SERVICE (cont'd)

## 1. General (cont'd)

## H. Service Configurations descriptions are as follows:

1. On Premise Channels - When channels are furnished on the same or connected premises, each channel connecting any two points is treated as a separate on-premises channel, except as otherwise specified for multiple appearances of channels on the same premises. When channels are furnished on the same or connected premises, any necessary supporting structure (poles, conduit, etc.) specified by the Telephone Company must be furnished and maintained by, or at the expense of, the customer. If provision of service on the same or connected premises cannot be furnished using customer-provided supporting structures, or if it requires a connection to the Telephone Company serving central office, rates and charges for service provided to different premises apply.
2. Adjacent Premises - When a channel is furnished between properties on both sides of a street, alley or public thoroughfare, owned or leased by the same customer, which would be continuous in the absence of the public thoroughfare, an adjacent premises channel is required to connect the two premises. Channel connections between the premises must be direct, i.e., accomplished by the attachment of Telephone Company facilities to the customer's buildings, other customer provided structures, or by existing utility company poles. Channels furnished through Telephone Company-provided conduit or by use of supporting structures specifically for this purpose are excluded from "adjacent premises" rate treatment, in which case rates for Intraexchange and Interexchange channels will apply.
3. Intraexchange Channel - When a channel is furnished within the same exchange area, one local channel and one transmission function are required to connect the serving central office and each premise at which the channel terminates.
4. Interexchange Channel - When a channel is furnished between customer locations in different exchange areas, interexchange channels are required to connect the wire centers. Within each exchange area, one local channel and one transmission function are required to connect the interexchange channel and each premise at which the channel terminates.

STARGATE LOCAL SERVICES, LLC

Section 4  
Original Sheet 3

PRIVATE LINE SERVICE (cont'd)

I. General (cont'd)

I. Special Configurations are as follows:

1. Multi-point Service - When multi-point voice grade service is furnished, bridging equipment or arrangements are required. Additional rates and charges for such equipment or arrangements are specified with reference to the applicable types of service.

J. Rates for interexchange channels are based on the airline mileage between the wire centers where service is terminated, determined in accordance with Exchange Carrier Association Tariff F.C.C. No. 4.

1. Interexchange Channel other company - When one of the exchanges is operated by another telephone company which applies its established mileage charges for the portion of the service furnished by it, the mileage to which this Company's rates apply is the airline distance between the appropriate wire center operated by this Company and the point where the airline distance between wire centers crosses the other company's territorial boundary, or such other measuring point on the boundary or in the other company's territory to which the other company's mileage is measured as provided in the other company's tariff.
2. Interexchange Channel Multi-point Service - Each interexchange channel connecting the wire centers is considered a separate channel for which airline mileage is independently computed.

K. The following limitations apply to metallic facilities used for Private Line Service:

With future growth, maintenance, or modernization programs, the Telephone Company may not be able to provide metallic facilities to all customer locations. The Company has no liability or responsibility for any inconvenience or expense that this may cause the customer.

However, the Telephone Company will give advance notice (three months minimum), in writing to affected customers, of any firm plans to replace metallic facilities with non-metallic facilities.

PRIVATE LINE SERVICE (cont'd)

II. Series 1000 Channels

- A. Type 1005 - used for low speed data transmission not to exceed 75 baud. Such services being furnished to existing customers at the same premises. Maintenance of these services is limited to the availability of replacement components furnished from existing stock.
  
- B. Type 1006 - used for low speed data transmission not to exceed 150 baud. Such services furnished to existing customers at the same premises. Maintenance of these services is limited to the availability of replacement components furnished from existing stock.

PRIVATE LINE SERVICE (cont'd)

## II. Series 1000 Channels (cont'd)

C. Type 1011 (30 baud) - available on an intraexchange basis only for two - or three-point DC transmission and only where existing facilities and operating conditions permit. In offering to provide this service, the Telephone Company assumes no obligation to specially select, alter, rearrange or construct facilities and does not represent that a facility provided under this subsection is suitable for the intended customer application. Further, in providing this service where existing facilities permit, the Telephone Company assumes no obligation to continue such provision where rearrangements or changing service requirements necessitate the elimination of such facilities or render such facilities unsuitable for the customer application.

D. Type 1012 (30 baud) - provided both for intraexchange and interexchange applications. On an intraexchange basis, Type 1012 is provided with a minimum of 3 points (master station and 2 remote premises) and up to a maximum of 26 points (master station and 25 remote premises). On an interexchange basis, Type 1012 is provided with a minimum of 2 points (master station and a remote premises) and a maximum of 26 points (mater station and 25 remote premises). Type 1012 service is restricted to a maximum of 3 central office serving areas located in the same or different exchanges (one of the master station and two others to provide service to other remote premises).  
Type 1012 service may be provided either by metallic channels or by other equivalent means at the Telephone Company's option. If provided by a low speed signaling system, the transmission specifications as accepted industry standards for low speed signaling channels apply. The Telephone Company will notify the customer if other than metallic facilities are utilized to provide Type 1012 channels prior to installation.

## E. Rate Schedules - Series 1000

## 1. Channels on the same or connected premises -

Each Two-Wire Channel	\$ 2.00
Each Four-Wire Channel	4.00

## 2. Channels between adjacent premises -

Each Two-Wire Channel	\$ 8.50
Each Four-Wire Channel	17.00

PRIVATE LINE SERVICE (cont'd)

## II. Series 1000 Channels (cont'd)

## 3. Intraexchange and Interexchange Channels

- a. Local channel - one required for each premise at which a channel terminates

Each Two-Wire Channel	\$21.00
Each Four-Wire Channel	42.00

## b. Mileage -

Intraexchange and Interexchange Channels per mile between wire centers for Series 1000 channels.

	<u>Monthly Rate</u>	
	<u>Fixed Rate</u>	<u>Rate Per Mile</u>
0 to 1 Mile	\$12.50	-
Over 1 to 3 Miles	11.00	\$4.00
Over 3 to 5 Miles	14.00	4.00
Over 5 to 15 Miles	16.00	4.00
Over 15 to 25 Miles	32.00	3.00
Over 25 Miles	44.00	2.50

## 4. Transmission Function

Intraexchange and Interexchange -

	<u>Monthly Rate</u>	
	<u>Intraexchange</u>	<u>Interexchange</u>
Type 1005 and Type 1006		
Data & Teletype	\$ 5.00	\$16.00
Miscellaneous Purpose	-	6.00
Type 1011	-	6.00
Type 1012	1.00	6.00

## 5. Other Features and Arrangements

- |   | <u>Monthly Rate</u> |
|---|---------------------|
| a. Multi-Point One-Way Type 1005 Channels (furnished to existing customers only)                                | \$3.00              |
| Multi-Point Type 1005 Miscellaneous Purposes Channels, not specially connected, used for one-way non-selective, |                     |

PRIVATE LINE SERVICE (cont'd)

## II. Series 1000 Channels (cont'd)

simultaneous ringing of bells or buzzers are furnished for points within an exchange or contiguous exchange of this Company at the monthly rate listed above, excluding the signaling control point.

- b. Station Arrangement Charges for Type 1006 Channels - In addition to the charges for Type 1006 channels, the following station arrangement charges apply at each termination of a two-point channel.

	<u>Monthly Rate</u>
Two-Point Type 1006 channel between terminals in	
Same building	\$15.50
Same premises	15.50
Same Wire Center	15.50
Same Exchange-Different Wire Center	28.00
Different Exchanges	28.00

## III. Series 2000 Channels

A. Type 2001 - A two wire interface with effective two wire facilities engineered for a 1000 Hz loss objective of 0 to 10 db; or a four-wire interface with four-wire facilities engineered for a 1000 Hz loss objective of 0 to 16 db; for two-point or multi-point service, normally suitable for use for private line telephone service.

1. Regulations applicable to Type 2001 channels
  - a. Type 2001 channels are furnished for voice transmission of approximate band-width of 300-3000 Hz.
  - b. For private line duplex intraexchange or interexchange service the monthly rates for two local channels and two transmission functions for each premises served, apply.
  - c. When these channels are furnished for multi-point service, bridging charges apply at each premises at which the channel terminates.
  - d. These channels are not suitable for switching and/or tandem operations to the public switched network or other private line services.

PRIVATE LINE SERVICE (cont'd)

- III. Series 2000 Channels (cont'd)
2. Automatic Signaling
    - a. Automatic signaling is only provided on a two-point basis *between locations on different premises for use with type 2001 channels.*
    - b. Automatic signaling is provided by means of central office automatic ringing equipment which operates when the receiver at one station is lifted and causes the bells of stations at the other end of the line to ring collectively without code signals.
- B. Type 2002 - A two wire interface with effective two-wire facilities or a four-wire interface with four-wire facilities designed for remote operation of mobile radio telephone systems; for a two-point or multi-point service.
1. Regulations applicable to Type 2002 channels
    - a. When these channels are furnished for multi-point service, a bridging charge applies at each premises bridged on the same circuit.
    - b. The following channels are furnished between specified locations for remote operation and control of private land radiotelephone stations established for communications with mobile units.
      - (1) Voice Channels
        - (1.1) Channels are similar as to transmission characteristics, to those furnished for Type 2001 channels.
        - (1.2) Channels specially designed to provide transmissions in a frequency range broader than that furnished for Type 2001 channels.
      - (2) Control Channels

These channels are similar as to transmission characteristics, to those furnished for Type 1005 channels and are provided at the same rates as Type 1005 channels.
      - (3) For Combined Voice Transmission and Control Purposes
        - (3.1) Channels furnished for combined voice

PRIVATE LINE SERVICE (cont'd)

## III. Series 2000 Channels (cont'd)

transmission and control purposes may be used by the customer, in accordance with the normal transmission characteristics of such channels, for voice transmission purposes and to transmit more than one tone or signal in sequence or simultaneously or to create additional channels for remote control and indication purposes only.

(3.2) On two-point services, voice channels may be used alternately for control at no additional charge, where the control function is derived through the use of standard one-way, two-state Direct Current signaling over the voice channel.

(3.3) On multi-point services, two-state, Direct Current signaling for control purposes is provided by means of a separate Type 1005 channel. Appropriate monthly and non-recurring charges apply separately for the Type 1005 and the Type 2002 channel.

(3.4) On two-point and multi-point services, voice channels may be used for the remote operation and control of private land radio telephone stations, at no additional charge when the control functions are provided via tone signals.

(4) Additional Equipment and Facilities  
Repeaters, amplifiers, special loading, equalization or special types of plant, required in connection with channels provided under either (1) or (2) above, are furnished at charges based upon the costs incurred.

## 2. Conditioning applicable to Type 2002 Channels

a. Type C1 - For a two-point or multi-point channel  
- the envelope delay distortion shall not exceed: between 1000 and 2400 Hertz, a maximum difference of 1000 micro-seconds  
- the loss deviation with frequency (from 1000 Hertz reference) shall not exceed:  
between 1000 and 2400 Hertz, -1db to +3db  
between 300 and 2700 Hertz, -2db to +6db  
between 2700 and 3000 Hertz, -3db to +12db  
(+ means more loss)

PRIVATE LINE SERVICE (cont'd)

## III. Series 2000 Channels (cont'd)

- b. Type C2 - For a two-point or multi-point channel
- the envelope delay distortion shall not exceed:
    - between 1000 and 2600 Hertz, a maximum difference of 500 micro-seconds
    - between 600 and 2600 Hertz, a maximum difference of 1500 micro-seconds
    - between 500 and 2800 Hertz, a maximum difference of 3000 micro-seconds
  - the loss deviation with frequency (from 1000 Hertz reference) shall not exceed:
    - between 500 and 2800 Hertz, -1db to +3db
    - between 300 and 3000 Hertz, -2db to +6db(+ means more loss)

NOTE: On a multi-point channel arranged for switching, conditioning in accordance with the above specifications is applicable only when in the unswitched mode.

## C. Off-Premises Channels

1. Type 2011 - A two-wire interface with facilities engineered for 1000 Hertz with a loss objective of 0 to 8db; normally suitable for off-premise extension use with Exchange Service.

## a. Regulations applicable to Type 2011 Channels

- (1) For intraexchange service, one local channel and one transmission function are required to connect the wire center to the premises where the extension is located.
- (2) For extension service in a different exchange area from the main station, one interexchange channel is required to connect the wire centers. One local channel and one transmission function are required to connect the interexchange channel to the extension service.

PRIVATE LINE SERVICE (cont'd)

## III. Series 2000 Channels (cont'd)

## C. Off-Premises Channels (cont'd)

2. Type 2012 - A voice grade channel furnished for Centrex off-premises main and bridged station uses. A bridged station is an extension of a main station telephone number.

## a. Regulations applicable to Type 2012 Channels

- (1) For intraexchange service, the Centrex station line rate applies as provided in Section 13 of this Tariff, unless the circuit is configured as an adjacent premises channel, in which case the rate for an adjacent premises channel applies, as provided in this section.
- (2) For interexchange service, one interexchange channel is required to connect the wire centers. One local channel and one transmission function are required to connect the interexchange channel to the Centrex off-premise extension.

3. Type 2014 - A two-wire interface with effective two-wire facilities furnished for PBX (or similar) off-premise main and extension service.

## a. Regulations applicable to Type 2014 Channels

- (1) The number of stations that may be connected and the distance over which satisfactory transmission is possible may be limited by operating and transmission factors.
- (2) For intraexchange service, one local channel and one transmission function are required to connect each main station to the wire center; one local channel and one transmission function are required to connect each extension station to the wire center.

STARGATE LOCAL SERVICES, LLC

Section 4  
Original Sheet 12PRIVATE LINE SERVICE (cont'd)

## III. Series 2000 Channels (cont'd)

## C. Off-Premises Channels (cont'd)

- (3) For interexchange service, one interexchange channel is required to connect the wire centers. One local channel and one transmission function are required to connect each main station to the wire center; one local channel and one transmission function are required to connect each extension station to the wire center.

## D. Tie Line Channels

1. Type 2021 - A two-wire or four-wire interface with four-wire facilities furnished for tie-line use between PBX's.
2. Type 2025 - A two-wire or four-wire interface with four-wire facilities furnished for tie-line use between a PBX and a C.O. Centrex.
3. Type 2026 - Furnished for tie-line use between C.O. Centrexes.
4. Regulations applicable to Types 2021, 2025 and 2026 Channels
  - a. Type 2025 tie line channels between C.O. Centrex switching systems and non-C.O. Centrex switching systems are subject to one transmission function charge and one local channel charge at the non-C.O. Centrex end.
  - b. For Type 2026 channels connecting switching systems located in different central office serving areas, one interoffice channel is required to connect the wire centers. In addition, a transmission function is required at each end of the interoffice channel to make the channel operative.

PRIVATE LINE SERVICE (cont'd)

## III. Series 2000 Channels (cont'd)

- c. For Type 2026 channels connecting switching systems located in different exchange areas, one interexchange channel is required to connect the wire centers. In addition, a transmission function is required at each end of the interexchange channel to make the channel operative.
- d. A Signaling Arrangement is provided for tie lines connected to grandfathered PBXs in accordance with Part 68 of the F.C.C. Rules and Regulations under the following conditions:
  - (1) An E & M Signaling Arrangement is required for each tie line termination, operating in a Dial Repeating mode, at a customer premises with a Registered PBX.
  - (2) An E & M Signaling Arrangement is required for each tie line termination of a customer premises with customer-provided PBXs when the tie-line is arranged with an E & M signaling interface.
  - (3) An E & M Signaling Arrangement is not required with Type 2021 or Type 2025 channels for additions to or for new installations of customer provided PBX equipment when not arranged with an E & M signaling interface.

## E. Telephone Answering Service Channels

- 1. Type 2040 - A two-wire interface with effective two-wire facilities engineered for a 1000 Hz loss objective of 0 to 8 db; normally suitable for Telephone Answering Service use for secretarial lines connected directly to Telephone Answering Service Equipment.
  - a. Regulations applicable to Type 2040 Channels
    - (1) When the secretarial line is connected directly to Telephone Answering Service Equipment in the same exchange, one local channel and one transmission function are required to connect the serving wire center to the location of the Telephone Answering Service Equipment.

PRIVATE LINE SERVICE (cont'd)

## III. Series 2000 Channels (cont'd)

- (2) When the secretarial service is furnished from an exchange other than the one in which the Telephone Answering Service is located, one interexchange channel is required to connect the wire centers. One local channel and one transmission function are required to connect the interexchange channel to the premises of the Telephone Answering Service.
2. Type 2041 - A two-wire interface with effective two-wire facilities engineered for a 1000 Hz loss objective of 0 to 4 db; normally suitable for Telephone Answering Service use for secretarial lines terminated in concentrator equipment.
    - a. Regulations applicable to Type 2041 Channels
      - (1) When a secretarial line is connected to a concentrator located in the same central office serving area as the patron's normal central office serving area, the connection is provided at a flat rate and requires no measurement.
      - (2) When a secretarial line is connected to a concentrator located in a different central office serving area from the patron's normal central office serving area, one interoffice channel is required to connect the wire centers. A transmission function is required at each end of the interoffice channel to make the channel operative.
      - (3) When a secretarial line is connected to a concentrator located in a different exchange from the patron's normal exchange, one interexchange channel is required to connect the wire centers. A transmission function is required at each end of the interexchange channel to make the channel operative.
  3. Type 2043 - A two-wire interface with effective two-wire facilities engineered for a 1000 Hz loss objective of 0 to 4 db; normally suitable for Telephone Answering Service concentrator-identifier use between a concentrator unit located at either the Telephone Company or the Telephone Answering Service premises and an identifier unit located at the Telephone Answering Service premises.
    - a. Regulations applicable to Type 2043 Channels
      - (1) When the concentrator is located in a Telephone

STARGATE LOCAL SERVICES, LLC

Section 4  
Original Sheet 15PRIVATE LINE SERVICE (cont'd)

## III. Series 2000 Channels (cont'd)

Company central office, one local channel and one transmission function, Type 2043, are required for each talking path connected to the identifier at the Telephone Answering Service premises. If the central office serving area where the concentrator is located is different from the Telephone Answering Service central office serving area, one interoffice channel for each talking path is also required to connect the wire centers.

- (2) When the concentrator is located in a different exchange area from the identifier, an interexchange channel is required to connect the wire centers. One local channel and one transmission function are required to connect the interexchange channel to the Telephone Answering Service premises.
- (3) When the concentrator is located at a Telephone Answering Service premises, for each talking path one local channel and one transmission function, Type 2043, are required to connect the serving central office to the premises where the concentrator is located and one local channel and one transmission function, Type 2043, are required to connect the serving central office to the premises where the identifier is located. If the central office serving areas for the two premises are different, one interoffice channel for each talking path is required to connect the wire centers.
- (4) When a customer-provided concentrator is located on a premises in a different exchange from the customer-provided identifier, one interexchange channel is required to connect the wire centers. One local channel and one transmission function are required to connect the interexchange channel to the premises where the concentrator is located and one local channel and one transmission function are required to connect the interexchange channel to the premises where the identifier is located.

## F. Rate Schedules - Series 2000 Channels

1. Channels on the same or connected premises -

	<u>Monthly Rate</u>
Each Two-Wire Channel	\$ 2.00
Each Four-Wire Channel	4.00

Effective February 12, 1988, the rate treatment for Type 2011 and 2014 Channels on the same or connected premises as provided herein is applicable to new customers. However, such services being furnished at no charge to customers as of February 12, 1988, may be continued for the same customer at the same premises.

PRIVATE LINE SERVICE (cont'd)

## III. Series 2000 Channels (cont'd)

## 2. Channels between adjacent premises

	<u>Monthly Rate</u>
Each Two-Wire Channel	\$ 8.50
Each Four-Wire Channel	17.00

## 3. Intraexchange and Interexchange Channels

## a. Local Channel - one required for each premise at which a channel terminates

	<u>Type 2011, 2012, 2014</u>	<u>All Other Types</u>
Each Two-Wire Channel	\$15.75	\$21.00
Each Four-Wire Channel	31.50	42.00

## b. Intraexchange and Interexchange channels per mile between wire centers

	<u>Monthly Rate</u>	
	<u>Fixed Rate</u>	<u>Rate Per Mile</u>
0 to 1 Mile	\$ 12.50	-
Over 1 to 3 Miles	11.00	\$ 4.00
Over 3 to 5 Miles	14.00	4.00
Over 5 to 15 Miles	16.00	4.00
Over 15 to 25 Miles	32.00	3.00
Over 25 Miles	44.00	2.50

## 4. Transmission Function - one required per local channel -

	<u>Monthly Rate</u>	
	<u>Intraexchange</u>	<u>Interexchange</u>
Type 2001	4.00	\$11.50
Type 2002	4.00	10.50
Type 2011	1.25	12.75
Type 2012	3.75	5.75
Type 2014	8.00	11.50
Type 2021	11.00	21.00
Type 2025	30.00	34.00
Type 2026	-	16.00
Type 2040	1.20	35.50
Type 2041	-	6.75
Type 2043	12.50	19.00

5. Automatic signaling  
Private Line Signaling  
Automatic Ringing, each

-	3.96
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PRIVATE LINE SERVICE (cont'd)

## III. Series 2000 Channels (cont'd)

6.	E & M Signaling	
	E & M Signaling arrangement, for Type 2021 and Type 2025 Channel, each	\$17.00
7.	Multi-Point Channels	
	For bridging multi-point Type 2001 and Type 2002 Channels At each premise at which a channel terminates	\$19.50
8.	Conditioning	
a.	Type C1	
(1)	On a two-point channel not arranged for switching - each station	\$ 6.00
(2)	On a multi-point channel not arranged for switching - for the first station in an exchange - for each additional station in the same exchange as the first station	\$11.50 \$ 8.00
b.	Type C2	
(1)	On a two-point channel not arranged for switching - each station	\$22.00
(2)	On a multi-point channel not arranged for switching - for the first station in an exchange - for each additional station in the same exchange as the first station	\$32.00 \$11.50

## IV. Series 3000 Channels

- A. Type 3001 - A two-wire interface with effective two-wire facilities or a four-wire interface with four-wire facilities engineered for a 1000 Hz loss objective of 16dB; for two-point or multi-point service; normally suitable for half-duplex

PRIVATE LINE SERVICE (cont'd)

## IV. Series 3000 Channels (cont'd)

or full-duplex operation for remote metering, supervisory control and miscellaneous signaling.

1. Regulations applicable to Type 3001 channels
  - a. When these channels are furnished for multi-point service, a bridging charge applies for each premises bridged on the same circuit, in addition to all other applicable charges for the channels.
  - b. For duplex service on the same or connected premises or to adjacent premises, the monthly rates for two channels apply.
  - c. For duplex intraexchange and interexchange service the monthly rates for two local channels for each premises served, apply.
  - d. The equipment and associated station wiring shall be provided by the customer.
  - e. The use of customer-owned equipment is subject to the regulations set forth in this Tariff regarding connections with customer-owned equipment. However, the customer, by the use of his own equipment, may create additional channels or may transmit more than one tone or signal in sequence or simultaneously to the extent permitted by the normal transmission characteristics of the grade of channel furnished.
  - f. Customers, by use of their own equipment, and to the extent permitted by the normal transmission characteristics of the grade of channel ordered may create additional channels for any type of communication by sub-dividing a channel furnished under this Tariff. The Telephone Company makes no representation as to the suitability of the channels provided by it for such sub-division into additional channels by the customer. These channels may be connected with other channels which are furnished by the Telephone Company to the same customer, and to channels created therefrom, if the forms of electrical communication for which they are being used are compatible.
- B. Type 3002 - A two-wire interface with effective two-wire facilities or a four-wire interface with four-wire facilities engineered for a 1000 Hz loss objective of 16dB; for two-point

PRIVATE LINE SERVICE (cont'd)

## IV. Series 3000 Channels (cont'd)

or multi-point service; normally suitable for half or full duplex data transmission.

1. Regulations applicable to Type 3002 channels
  - a. Data processing equipment, teletypewriter station equipment and terminal equipment required to condition signals generated by or delivered to customer apparatus, and station wiring for data transmission purposes shall be provided by the customer, subject to the regulations set forth in this Tariff regarding *connections with customer-owned equipment*.
  - b. Customers, by use of their own equipment, and to the extent permitted by the normal transmission characteristics of the grade of channel ordered may create additional channels for any type of communication by *subdividing a channel furnished under this Tariff*. The Telephone Company makes no representation as to the suitability of the channels by the customer. These channels may be connected with other channels which are furnished by the Telephone Company to the same customer, and to channels created therefrom, if the forms of electrical communication for which they are being used are the same.
  - c. When these channels are furnished for multi-point service, a bridging charge applies for each station bridged on the same circuit.
2. Conditioning applicable to Type 3002 Channel
  - a. Type C1 - For a two-point or multi-point channel
    - the envelope delay distortion shall not exceed:
      - between 1000 and 2400 Hertz, a maximum difference of 1000 micro-seconds
    - the loss deviation with frequency (from 1000 Hertz reference) shall not exceed:
      - between 1000 and 2400 Hertz, -1db to +3db
      - between 300 and 2700 Hertz, -2db to +6db
      - between 2700 and 3000 Hertz, -3db to +12db
      - (+ means more loss)
  - b. Type C2 - For a two-point or multi-point channel
    - the envelope delay distortion shall not exceed:
      - between 1000 and 2600 Hertz, a maximum difference of 500 micro-seconds

PRIVATE LINE SERVICE (cont'd)

IV. Series 3000 Channels (cont'd)

- between 600 and 2600 Hertz, a maximum difference of 1500 micro-seconds
- between 500 and 2800 Hertz, a maximum difference of 3000 micro-seconds
- the loss deviation with frequency (from 1000 Hertz reference) shall not exceed:
  - between 500 and 2800 Hertz, -1db to +3db
  - between 300 and 3000 Hertz, -2db to +6db(+ means more loss)

NOTE: On a multi-point channel arranged for switching, conditioning in accordance with the above specifications is applicable only when in the unswitched mode.

c. Type C4 - For a two-point, three-point or four-point channel

- the envelope delay distortion shall not exceed:
  - between 100 and 2600 Hertz, a maximum difference of 300 micro-seconds
  - between 800 and 2800 Hertz, a maximum difference of 500 micro-seconds
  - between 600 and 3000 Hertz, a maximum difference of 1500 micro-seconds
  - between 500 and 3000 Hertz, a maximum difference of 3000 micro-seconds
- the loss deviation with frequency (from 1000 Hertz reference) shall not exceed:
  - between 500 and 3000 Hertz, -2db to +3db
  - between 300 and 3200 Hertz, -2db to +6db(+ means more loss)

NOTE: On a three-point or four-point channel, conditioning in accordance with the above specifications is applicable only between one exchange (that designated by the customer as the control point) and each of the other two or three exchanges.

d. Type D1 - For a two-point channel not arranged for switching

- Certain data transmission characteristics necessary for high performance data transmission cannot be assured on all channels generally available for data

PRIVATE LINE SERVICE (cont'd)

## IV. Series 3000 Channels (cont'd)

transmission. However, Type 3002 voice grade two-point channels may be specially arranged to provide for the following technical parameters at the request of the customer:

- Signal to C-Notched Noise Ratio	28db
- Nonlinear distortion:	
(1) signal to second order distortion	35db
(2) signal to third order distortion	40db

When the channel equipped with this conditioning is utilized for voice communications, the Telephone Company does not undertake to represent that channel will be suitable for such voice transmission.

## C. Rate Schedule - Series 3000 Channels

## 1. Channels on the same or connected premise

	<u>Monthly Rate</u>
Each Two-wire Channel	\$ 2.00
Each Four-wire Channel	4.00

## 2. Channels between adjacent premises

Each Two-wire Channel	\$ 8.50
Each Four-wire Channel	17.00

## 3. Intraexchange and Interexchange Channels

## a. Local Channel - one required for each premise at which a channel terminates

Each Two-wire Channel	\$21.00
Each Four-wire Channel	42.00

## b. Intraexchange and Interexchange channels per mile between wire centers for Series 3000 Channels

	<u>Monthly Rate</u>	
	<u>Fixed Rate</u>	<u>Rate per Mile</u>
0 to 1 Mile	\$12.50	-
Over 1 to 3 miles	11.00	\$ 4.00
Over 3 to 5 miles	14.00	4.00
Over 5 to 15 miles	16.00	4.00
Over 15 to 25 miles	32.00	3.00
Over 25 miles	44.00	2.50

STARGATE LOCAL SERVICES, LLC

Section 4  
Original 22PRIVATE LINE SERVICE (cont'd)

## IV. Series 3000 Channels (cont'd)

## 4. Transmission Function - one required per local channel

	<u>Monthly Rate</u>	
	<u>Intraexchange</u>	<u>Interexchange</u>
Type 3001	\$ 4.00	\$10.50
Type 3002	\$14.00	\$19.00

## 5. Multi-point channels - in addition to the preceding, the following charge applies for bridging multi-point channels.

	<u>Monthly Rate</u>	
	<u>Intraexchange</u>	<u>Interexchange</u>
a. At each premises at which a Type 3001 channel terminates	\$19.50	\$19.50
b. At each station at which a Type 3002 channel terminates	\$19.50	\$19.50

## 6. Conditioning

	<u>Monthly Rate</u>
a. Type C1	
- on a two-point channel not arranged for switching	
- each station	\$ 6.00
- on a multi-point channel not arranged for switching	
- for the first station in an exchange	\$11.50
- each additional station in the same exchange as the first station	\$ 8.00
b. Type C2	
- on a two-point channel not arranged for switching	
- each station	\$22.00
- on a multi-point channel not arranged for switching	
- for the first station in and exchange	\$32.00
- each additional station in the same exchange as the first station	\$11.50
c. Type C4	
- on a two-point channel not arranged for switching	
- each station	\$35.00

PRIVATE LINE SERVICE (cont'd)

## IV. Series 3000 Channels (cont'd)

Monthly Rate

- |    |  |         |
|----|--|---------|
| d. | Type D1<br>- on a two-point channel not<br>arranged for switching<br>- per channel | \$10.00 |
|----|--|---------|

## V. Definitions of Terms

## A. Adjacent Premises

Adjacent premises are properties owned or leased by the same customer, which are separated by a street, alley or other public thoroughfare absent which such properties would otherwise be continuous.

Channel connections between the premises must be direct, i.e. accomplished by the attachment of Telephone Company facilities to the customer's buildings, other customer-provided structures, or by existing utility company poles. Channels furnished through Telephone Company-provided conduit or through the use of supporting structures provided by the Telephone Company specifically for this purpose are excluded from "adjacent premises" rate treatment.

## B. Baud

Baud denotes a unit of signaling speed. It is the reciprocal of the time duration in seconds of this shortest signal element (mark or space) within a code signal. The speed in bauds is the number of signal elements per second.

## C. Bridging

Bridging defines the transmission equipment, e.g. amplifier equipment, required for the proper operation of multipoint voice grade and/or data channels.

## D. Central Office

The term central office denotes a local Telephone Company switching system where Telephone Exchange service customer station loops are terminated for purposes of interconnection to each other and to trunks.

## E. Central Office Serving Area

A central office serving area is the geographical area normally served from a single Telephone Company local office switching location having one or several switching units which may be used interchangeably to serve all customers located within the area.

PRIVATE LINE SERVICE (cont'd)

## V. Definitions of Terms (cont'd)

## F. Channels Specially Connected

Channels are considered specially connected if they meet any of the following conditions: they are wired in series, such as is commonly done for alarm service, if a pair of wires is strapped to appear as one wire; if special bridging equipment is required, or any other method of interconnection is utilized, other than the paralleled connection commonly used in telephone plant.

## G. Connected Premises

Connected premises are contiguous properties having a common boundary on all or most of one side. Such premises may not be separated by a street, alley or public thoroughfare or by intervening property.

## H. Duplex Service

Duplex service denotes service which provides simultaneous transmission in both directions.

## I. Equalized

A channel is considered to be equalized when the characteristics of the signal transmitted are preserved at the receiving end.

## J. Frequency Separation

The term "Frequency Separation" denotes a method whereby simultaneous operation in both directions on a half-duplex grade of channel service can be achieved by the allocation of different frequency sections of the spectrum to each direction of transmission.

## K. Half-Duplex Service

Half-Duplex Service denotes service which provides transmission alternately in either direction, or transmission in one direction only.

## L. Interexchange Channel

An interexchange channel is one which connects two or more exchanges

## M. Interface

An interface is a point on the property where the customer's service is located, at which Telephone Company-provided private line service terminates and at which connection of Telephone Company-provided private line service is made with communications systems or terminal equipment provided by the customer, or with other Telephone Company-provided services.

PRIVATE LINE SERVICE (cont'd)

V. Definition of Terms (cont'd)

- N. Interoffice Channel  
An interoffice channel is one which connects two or more wire centers within the same exchange.
- O. Local Channel  
A local channel consists of the wiring and facilities required for that portion of the service which extends from the customer's premises to the normal serving central office.
- P. Multi-point Service  
Multi-point service denotes a service which provides common communications capability to more than two customers' premises, or, in the case of data service, to more than two station locations.
- Q. Transmission Function  
Transmission Function is the equipment necessary to adapt a circuit to the station interface requirements and bring transmission characteristics into objective range.
- R. Wire Center  
The term "wire center" denotes a building in which one or more central offices, used for the provision of Telephone Exchange Services, are located.

HIGH CAPACITY CHANNELS  
1.544 MEGABITS PER SECOND (Mbps)

A. GENERAL

1. Description

- a. High Capacity Channels are two-point private line channels. These channels provide simultaneous two-way transmission of serial, bipolar, return to zero isochronous digital signals. The transmission speed of a High Capacity Channel is 1.544 Megabits Per Second (Mbps). A pulse density restriction, plus a constraint on customer-provided framing are part of the format constraints on High Capacity Channels. The format constraints permit the Telephone Company the use of every 193rd bit position for future use, therefore, the effective throughput rate available to the customer is 1.536 Mbps.
- b. Channels are furnished for service on a full-time basis, 24 hours a day, 7 days a week.
- c. Channels are furnished for use with customer-provided terminal equipment and communication systems. They are "pipeline" channels that have applications such as voice and data depending upon the customer's choice of terminal equipment.
- d. The regulations and rates specified herein are in addition to the applicable regulations and rates specified in this and other Tariffs of the Telephone Company.

B. REGULATIONS

1. Availability of Service

- a. High Capacity Channels require special equipment and will be provided only from those central offices equipped for digital transmission.
- b. This service is subject to the technical limitations of the digital equipment used by the Telephone Company as set forth in B.2. following. The central offices equipped to furnish 1.544 Mbps High Capacity Channel service have been or will be designated by the Telephone Company. A Service inquiry must be made to determine availability of service.

HIGH CAPACITY CHANNELS  
1.544 MEGABITS PER SECOND (Mbps)  
(cont'd)

B. REGULATIONS (cont'd)1. Availability of Service (cont'd)

- c. When the components required to provide service are not available, and when mutually agreeable to the customer and Telephone Company, special construction and/or facilities leasing may be undertaken to provide the required service. In such cases, charges based on costs apply.

2. Channel Service Unit Functionality

Channel Service Unit Functionality is required at all times at each station on a customer's premises to perform such functions as proper termination of the service, amplification, signal shaping and remote loopback testing. This functionality must be provided by the customer and it must comply with the requirements of the Bell Technical Reference Publication 62411 and Section 31 of Bell Telephone Company of Pennsylvania Tariff PA P.U.C. - No. 1.

3. Connections

Terminal equipment to be provided by the customer must meet the following interface requirements:

- a. Data signals, including timing and control where provided, exchanged at the interface between the customer's equipment and the High Capacity Local Channel must meet the signal and format constraints listed below.
- (1) Data Rate: 1.544 Mbps +/- 75bps.
  - (2) Consecutive zeros: no more than 15 consecutive zeros may be generated.
  - (3) Pulse Density: At least 3 pulses in any 24 bit interval.

Electrical, mechanical and functional specifications for these interfaces are available from the Telephone Company upon request.

HIGH CAPACITY CHANNELS  
1.544 MEGABITS PER SECOND (Mbps)  
(cont'd)

B. Regulations (cont'd)

3. Connections (cont'd)

- b. The Telephone Company's responsibility ends at the Demarcation Point and does not include maintaining operational capability of customer-provided equipment. *Customers must provide and maintain terminal equipment at their expense.*

4. Minimum Service Period

Local Channels are subject to a minimum payment period of 24 months. If service is disconnected prior to the expiration of the initial 24 month period, termination liability charges are applicable for the remaining portion *of the minimum period, whether service is used or not.* The termination liability charge will be reduced by 1/24th for each month of service.

5. Mileage Measurements

Rates for interexchange channels are based on airline mileage between the serving wire centers in accordance with Exchange Carrier Association Tariff F.C.C. No. 4.

HIGH CAPACITY CHANNELS  
1.544 MEGABITS PER SECOND (Mbps)  
(cont'd)

C. CIRCUIT COMPONENTS AND RATES

1. Intraexchange Channel

The circuit components for a High Capacity Intraexchange Channel between two customer premises located in the same exchange are:

- a. Local Channel, each (two required, one for each premises at which the channel terminates).

	<u>Monthly Rate</u>	<u>Non-Recurring Charges</u>
Initial	\$212.50	\$660.00
Additional*	\$105.00	\$660.00
Maximum Termination liability for each initial local channel installed		\$4,372.00
Maximum Termination liability for each additional local channel installed		\$2,160.00

\*The additional local channel monthly rate and the non-recurring charges apply to High Capacity Channels installed between the same locations as the initial channel.

HIGH CAPACITY CHANNELS  
1.544 MEGABITS PER SECOND  
(cont'd)

C. CIRCUIT COMPONENTS AND RATES (cont'd)2. Interexchange Channel

The circuit components for a High Capacity Interexchange Channel between two customer premises located in different exchanges are:

- a. Local Channel, each (two required, one for each premises at which the channel terminates). (1)

	<u>Monthly Rate</u>	<u>Non-Recurring Charges</u>
Initial	\$ 212.50	\$ 660.00
Additional*	\$ 105.00	\$ 660.00

Maximum Termination liability  
for each initial local  
channel installed \$4,372.00

Maximum Termination liability  
for each additional local  
channel installed \$2,160.00

\*The additional local channel monthly rate and the non-recurring charges apply to High Capacity Channels installed between the same locations as the initial channel.

- b. Interexchange Channel, per mile Monthly Rate  
\$ 27.50  
Mileage for interexchange channels is the airline distance between wire centers. (2)

A minimum of one mile applies to interexchange channels.

- (1) If intercompany interexchange, only one local channel required for this Company.
- (2) If intercompany interexchange, interexchange channel mileage is charged from the wire center to the point of connection of the other Company. When this service does not terminate at a customer's premises in this Company's territory, the *non-recurring charge specified in C.2.a. preceding applies per High Capacity service.*

HIGH CAPACITY CHANNELS  
1.544 MEGABITS PER SECOND (Mbps)  
(cont'd)

D. DEFINITIONS

Bit

The smallest unit of information in the binary system of notation.

Channel Service Unit Functionality

Equipment which performs the functions of proper termination of the service, amplification, signal shaping and remote loopback testing.

Circuit

The channel(s) and transmission function(s) that are furnished to the customer by the Telephone Company as a unit, i.e., without intermediate switching arrangements.

Communications Systems

Dedicated channels and other facilities furnished by a customer (or a Telephone Company) for communications between premises.

Component

A basic element used to provide a circuit or arrangement. Components include local channels and interexchange channels.

Demarcation Point

The electrical terminus of a circuit on a customer's premises. It provides a physical interface to the circuit in terms of design, installation and/or testing depending on the equipment provided.

Framing

Establishing a reference so that digital signals within a sequence of time slots can be identified.

Isochronous

Timing that is derived from the signal carrying the data (i.e., no timing or clock lead is provided at the demarcation point on the customer's premises).

Terminal Equipment

Any customer-provided telecommunications equipment other than transmission equipment (e.g. equalizers, amplifiers, etc.), *multiline terminating systems or communications systems* installed at a customer's premises and connected to a circuit.

Termination

Denotes the discontinuance of a circuit (including terminal equipment) either at the request of the customer or by the Telephone Company.

STARGATE LOCAL SERVICES, LLC

CONSTRUCTION AND ATTACHMENT CHARGESA. GENERAL

The rates otherwise provided for in this tariff are based on furnishing service immediately adjacent to existing lines and facilities of the Telephone Company and on the use of lines and facilities engineered and constructed according to common and accepted practices. When service is desired at points somewhat removed from existing lines and facilities, or when abnormal and unusual arrangements and installations are desired, such service and installations are subject to additional charges as prescribed hereunder.

Any contribution in aid of construction, customer advance or other like amounts received from the customer which shall constitute taxable income as defined by the Internal Revenue Service will have the income taxes segregated in a deferred account for inclusion in rate base in a future rate case proceeding. Such income taxes associated with a CIAC or customer advance will not be charged to the specific contributor of the capital.

B. CONDITIONS

1. The Company reserves the right to determine the route and type of construction required to furnish service.
2. All facilities constructed by the Company will be owned and maintained by the Company.
3. The Company will be reimbursed for the actual cost of a relocation or rearrangement of outside plant facilities at a customer request.
4. Buried plant may be substituted for aerial plant at the option of the Company. The rules and charges contained herein apply uniformly to either type of outside plant.
5. The Company reserves the right to waive or reduce construction charges if the constructed facility is potentially of value to the Company in providing service to other customers, or for toll lines, or for any other service.

CONSTRUCTION AND ATTACHMENT CHARGES (cont'd)

C. CONSTRUCTION ON PUBLIC RIGHT-OF-WAY

1. In all cases of plant construction on public highway, ownership of the plant must be vested in either the Telephone Company or some company with which the Telephone Company has a joint use agreement.
2. When local exchange service is desired at a point outside the base rate area but within the exchange area more than 2,640 feet distant from the existing facilities, the applicant therefore may be required to pay for this construction or the use of another company's plant in lieu of such construction as follows:

CONSTRUCTION AND ATTACHMENT CHARGES (cont'd)C. CONSTRUCTION ON PUBLIC RIGHT-OF-WAY (cont'd)

3. A non-recurring charge based on actual cost as determined by the Company will be assessed the customer for main line construction in excess of that furnished without charge. The distance is actual route measure from the end of the initial 1/2 mile of construction to the terminal or pole in the distribution facility from which the customer will be served.
4. Measurement to be restricted to the shortest and most direct route over which the desired point can be reached by following public right-of-way or other vested right-of-way privileges which the Telephone Company may hold by reason of its franchise or charter, including public thoroughfares such as highways, streets and public alleys.
5. Charges paid for construction of distribution facilities will be recalculated if additional customers are added to the line within three years and the customer that originally paid the charge is still served by the line. The construction charge is recalculated on the basis of the total customers that will now be served by the facility in accordance with C.3 above. The difference between the original charge and the recalculated charge is divided among the parties in the same ratio as their original payments were to the total charge collected. Construction charges will be refunded if the Company utilized the facility for toll lines or any other type of service.

D. CONSTRUCTION ON PRIVATE PROPERTY

1. In all cases of plant construction on private property, where the type of construction is selected by the telephone company, the Telephone Company will construct, own and maintain the facilities either wholly or jointly with an electric utility, subject to a construction charge based on route measurement as follows:
2. The Company will construct up to 1,000 feet of terminal facilities on private property without charge to the customer. Additional facility beyond 1,000 feet will be charged to the customer based on actual cost to the Company.

CONSTRUCTION AND ATTACHMENT CHARGES (cont'd)D. CONSTRUCTION ON PRIVATE PROPERTY

3. The terminal facility measurement is the actual route distance from the point of connection with the distribution facility to the drop pole for aerial plant and to the point of entry into the building in which the station is located for buried plant. The point of connection with the distribution facility will be assumed to be on the customer's side of a public road when the distribution system is located on the opposite side of the road.
4. The customer will secure at his expense all rights-of-way permits to assure the Company access for construction, maintenance, inspection, testing or removal of all or any part of the terminal facility. Any expense incurred by the Company to cross railroad tracks, streams, lakes and state and federal lands, in connection with the terminal facility, will be passed on to the customers in the actual amount of such expense.
5. The customer is responsible for all tree trimming required to keep the private right-of-way, in which his terminal facilities are located, clear and unobstructed.
6. When another customer is added to a terminal facility, the part used to serve more than one customer is considered to be a distribution facility and the provisions in C.5. preceding apply to the portion for which an excess construction charges had been paid.

E. MINIMUM CONTRACT

1. New construction will be provided only where service is contracted for a minimum period of one year. Where un-reusable facilities are built to provide service for a short period, the construction charge will be the actual cost of construction, plus the cost of removal less the salvage value of the removed facility.

F. OTHER SPECIAL CONSTRUCTION

1. Where the customer requests a type of construction different from that selected by the Telephone Company, a charge will be made to cover the excess cost of construction above that selected by the telephone company.
2. The Telephone Company shall have access to all facilities at all times for maintenance purposes.

CONSTRUCTION AND ATTACHMENT CHARGES (cont'd)F. OTHER SPECIAL CONSTRUCTION (cont'd)

3. The customer will reimburse the Company for the actual cost of any non-typical construction, such as placement of a buried or underground terminal facility in an area served by aerial facilities.
4. When some special or abnormal installation or arrangement of facilities is desired, such as underground construction or concealed wiring, the applicant may be required to furnish at his own expense all necessary conduits, backboards, manholes, outlets and other fixtures. The Telephone Company will install and maintain its facilities in such conduits and fixtures, provided they are constructed in such a manner as to meet the Telephone Company's needs and approval.
5. Construction of a Type Required by Governmental Authority:  
Where a governmental authority, by legislation or otherwise, requires a type of construction different from that selected by the Telephone Company, the customer shall be charged, in addition to any charge applicable under other sections, and amount based on the excess costs involved, including the excess cost of the facilities included in the construction allowance.  
Where a governmental authority requires that existing facilities be changed to another type of construction, the customer shall be charged an amount based on the costs of the new construction and the removal of the old, if such removal is required.

STARGATE LOCAL SERVICES, LLC

Section 6  
Original Sheet 1MISCELLANEOUS SERVICES (cont'd)CUSTOM CALLING SERVICESA. DESCRIPTION

The following Custom Calling Services are only available on a monthly subscription basis:

1. CALL WAITING - With this service, a subscriber using the phone will be alerted to another incoming call and will be able to switch between the two calls. A deactivation feature allows Call Waiting subscribers to deactivate Call Waiting by dialing a special code. The Call Waiting will automatically be reactivated when the call or call attempt is terminated. There is no additional charge for the deactivation feature.
2. CALL FORWARDING - This service allows the programming of a phone to automatically switch incoming calls to another number. Toll rates apply if forwarded calls are programmed outside the local calling area.
3. SPEED CALLING 8 - Frequently called numbers can be programmed into a phone to call these numbers by simply dialing a one or two digit number. Available in 8 or 30 number capacity.
4. SPEED CALLING 30 - see above
5. THREE-WAY CALLING - With this service, a three-way conversation can be arranged by simply dialing the numbers. In addition, Three Way Calling may be used by a customer who has Call Waiting to deactivate Call Waiting during a call.

MISCELLANEOUS SERVICES (cont'd)CUSTOM CALLING SERVICES (cont'd)A. DESCRIPTION (cont'd)

6. CONTROLLED CALLING - Phones can be programmed to restrict the placing of outgoing calls to the local service area only (no direct-dialed or operator-handled toll). No monthly charge applies.
7. REMOTE CALL FORWARDING - This service allows subscribers to rent a directory telephone number in a remote location. Calls placed to the Remote Call Forwarding number are automatically forwarded via the public switched network to the subscriber's principal number. If Remote Call Forwarding calls are forwarded to a number outside the local calling area, toll rates apply to the forwarded portion of the call and are billed to the Remote Call Forwarding customer. Rates and regulations specified in other sections of this tariff apply to Remote Call Forwarding service. End User Access Charges specified in the National Exchange Carrier Association Tariff F.C.C. No. 5 do not apply to Remote Call Forwarding service. Call Forwarding as described above, is not offered as a feature at the Remote Call Forwarding terminating number.
8. CALL FORWARD BUSY LINE - This service forwards incoming calls to a predesignated directory number when the called line is busy. With Call Forward Busy Line, the subscribers have the flexibility of changing the forward-to number at their discretion, without a service order.

STARGATE LOCAL SERVICES, LLC

Section 6  
Original Sheet 3MISCELLANEOUS SERVICES (cont'd)CUSTOM CALLING SERVICES (cont'd)A. DESCRIPTION (cont'd)

9. CALL FORWARD DON'T ANSWER - This service forwards all incoming calls to a predesignated directory number if the called number is not answered after a specified number of rings. With Call Forward Don't Answer, the subscriber has the flexibility of changing the forward-to number without contacting the telephone company for a new service order.
10. CALL FORWARD REMOTE ACTIVATION - This service allows subscribers to activate or deactivate all types of Call Forward or to change the forward-to destination when they are at a remote location. Call Forward Remote Activation can be accessed from any touch tone telephone simply by dialing the access code and a personal identification number (PIN) assigned by the telephone company. If Call Forwarding is already in effect, the forward-to number can be changed by dialing the access code, the PIN and the new forward-to destination.
11. CALL PICKUP - This service allows a multiline customer to answer calls that are incoming to another line by dialing the call pickup access code and answering the call at a more convenient location.

STARGATE LOCAL SERVICES, LLC

Section 6  
Original Sheet 4MISCELLANEOUS SERVICES (cont'd)CUSTOM CALLING SERVICES (cont'd)A. DESCRIPTION (cont'd)

12. MAKE SET BUSY - Residential subscribers can make their telephone lines appear busy to all incoming calls. The service is activated by dialing an access code, either when the line is idle or during the call. When an incoming call is diverted, the subscriber hears a short ring as a reminder that Make Set Busy is active. A deactivation code is dialed to return the line to idle status. Outgoing calls can still be placed while Make Set Busy is activated.
13. GROUP INTERCOM - This service allows individuals within a designated intercom group to contact each other by using an access code and abbreviated dialing.
14. RESIDENTIAL CALL HOLD - This service allows the subscriber to place a call on hold and then continue the conversation either from the same set or from a more convenient location. Residential Call Hold is activated by flashing the switchhook, dialing an access code and then hanging up. The call is resumed when the handset is picked up.

MISCELLANEOUS SERVICES (cont'd)CUSTOM CALLING SERVICES (cont'd)A. DESCRIPTION (cont'd)

The following services are available on either a monthly subscription basis or through pay-per-use:

15. REPEAT DIAL - Customers may redial the last dialed directory number, by entering an activation code. If the destination line is busy, Repeat Dial monitors the line until it becomes idle and then places the call. The subscriber can continue to originate and receive calls without affecting the Repeat Dial request. Repeat Dial requests can be canceled by dialing the deactivation code. Customers who chose the pay-per-use option are billed per activation, whether or not the attempted call is completed.
  
16. RETURN CALL - Customers have the convenience of recalling the last incoming call without having to know the directory number of that call. Return Call is activated by means of dialing a code. If the called directory number is busy, automatic processing of the call continues until both lines are idle. The customer can continue to originate and receive calls without affecting the Return Call request. Return Call requests can be canceled by dialing the deactivation code. Calls returned outside the local calling area are subject to toll charges. Customers who chose the pay-per-use option are billed per activation, regardless of whether or not the attempted call is completed.

MISCELLANEOUS SERVICES (cont'd)CUSTOM CALLING SERVICES (cont'd)A. DESCRIPTION (cont'd)

17. CALL BLOCK - Customers may selectively program a list of up to six directory numbers from which calls are to be blocked. This program list can consist of a directory number from any exchange having SS7 connectivity which includes all current exchanges of the Company. This service is activated and deactivated by dialing the appropriate access codes. The Call Block list can be modified by using the keypad. Incoming calls from directory numbers on the list are routed to an announcement stating the called party does not wish to receive the call. Customers may either incur a daily usage charge for each day the list is active or subscribe to the service and incur a monthly charge for unlimited use.
  
18. PRIORITY RINGING - With this service, incoming calls from up to six directory numbers can be identified by a distinctive ringing pattern. If the customer is engaged in a conversation and a call from one of the designated directory numbers arrives, a distinctive call-waiting tone (short-long-short) accompanies the incoming call. Calls from all other directory numbers are rung normally. The service is activated and deactivated by dialing the appropriate access code. This program list can consist of a directory number from any exchange having SS7 connectivity which includes all current exchanges of the Company. Customers may either incur a daily usage charge for each day the list is active or subscribe to the service and incur a monthly charge for unlimited use.

MISCELLANEOUS SERVICES (cont'd)CUSTOM CALLING SERVICES (cont'd)A. DESCRIPTION (cont'd)

19. SELECTIVE CALL FORWARD - This service allows incoming calls from up to six directory numbers to be forwarded to another location. Numbers on the Selective Call Forward list, as well as the forward-to directory number, can be changed at any time by using the keypad. Calls from directory numbers that are not on the Selective Call Forward list will be completed as dialed. This program list can consist of a directory number from any exchange having SS7 connectivity which includes all current exchanges of the Company. Customers may either incur a daily usage charge for each day the list is active or subscribe to the service and incur a monthly charge for unlimited use.

The following service is only available on a pay-per-use basis:

20. CALL TRACE -Customers may initiate an automatic trace of the last call received. After receiving a call which is to be traced, the customer dials a code and the traced number is automatically sent to the Telephone Company. The subscriber will receive a recording notifying them the trace was activated. The subscriber will not receive the telephone number of the party who called. The information will be held by the Telephone Company for release to the appropriate law enforcement personnel.

MISCELLANEOUS SERVICES (cont'd)CUSTOM CALLING SERVICES (cont'd)B. NONRECURRING CHARGES

The following nonrecurring charges will apply for the connection of  
*Controlled Calling and Remote Call Forwarding.*

	<u>Residence</u>	<u>Business</u>
Controlled Calling	\$ 15.00	\$ 20.00
Remote Call Forwarding	----	**

\*\* The Business Line Connection Charge applies, as specified in Section 3 of this tariff.

C. MONTHLY RATES (Subscription)

1. The following monthly rates apply to Custom Calling Services:

<u>Services</u>	<u>Residence</u>	<u>Business</u>
Call Waiting	\$ 2.95	\$ 5.00
Call Forwarding	1.95	5.00
Speed Calling - 8 Station	1.50	2.50
Speed Calling - 30 Station	3.50	4.50
Three Way Calling	1.95	3.50
Remote Call Forwarding (1)	----	15.00
Distinctive Ringing	3.00	5.00
Call Forwarding Busy Line (2)	1.95	3.25
Call Forwarding Don't Answer (2)	1.95	3.25
Call Forwarding Remote Activation (3)	.95	1.75
Call Pickup	.95	1.75
Make Set Busy	.95	1.75
Group Intercom	.95	1.75
Residential Call Hold	.95	1.75
Repeat Dial	2.95	4.75
Return Call	3.95	6.25
Call Block	4.95	8.00
Priority Ringing	2.95	4.50
Selective Call Forwarding	3.45	6.00

## NOTES:

- (1) Not offered under Subscription Discount Rates
- (2) Customer may subscribe to one feature or to both features combined. The monthly rate is the same for either one service or both.
- (3) This is an option that can be added to any Call Forward arrangement.

STARGATE LOCAL SERVICES, LLC

Section 6  
Original Sheet 9MISCELLANEOUS SERVICES (cont'd)CUSTOM CALLING SERVICES (cont'd)B. MONTHLY RATES (Subscription) (cont'd)

2. The following Subscription Discount Rate apply, per service, to monthly rates for packages of Custom Calling Services.

	Monthly Subscription Discount Rates	
	<u>Residence</u>	<u>Business</u>
Package, two services, per line	15%	15%
Package, three services, per line	20%	20%
Package, four services, per line	25%	25%
Package, five or more services, per line	30%	30%

C. USAGE RATES

	Usage Rates	
	<u>Residence</u>	<u>Business</u>
Repeat Dial (1)	\$ .50	\$ .50
Return Call (1)	.50	.50
Call Block (2)	.50	.50
Priority Ringing (2) (3)	.50	.50
Selective Call Forward (2)	.50	.50
Call Trace, per successful attempt	1.00	1.00

## NOTES:

- (1) Rate applies per each activation.  
 (2) Rate applies each day list is active.  
 (3) Customers who subscribe to Call Waiting receive a priority call tone on selected calls if priority call screening list is activated.

MISCELLANEOUS SERVICES (cont'd)ADVANCED INTELLIGENT NETWORK (AIN) SERVICES

- A. DESCRIPTION - As facilities permit, the following services will be provided when and where available.

Call Detail Reporting - This service allows subscribers to receive an electronic report detailing either the calls they made (originated), the calls they received (terminated), or both. This detailed report includes the duration of the call, time of day, toll or local and when available, the telephone number of the calling party. If the originating call is Caller ID Blocked the number is marked private.

When a subscriber requests this service, the information is sent monthly, on a diskette using ASCII format. There is a nonrecurring charge associated with implementing the reporting process.

Incoming Call Management - This service permits subscribers to take control over their incoming calls. By using a telephone keypad, the subscriber can designate specific time frames for accepting incoming calls based either on the calling party's telephone number or by issuing a Personal Identification Number (PIN) to select callers. This service will provide the subscriber with "scheduled call forwarding", which forwards calls to a particular location depending on the time of day.

Outgoing Call Management - This service allows subscribers to preselect what type of calls may be placed from their phones. All types of outgoing calls can be restricted from the subscriber's telephone including 900 calls, long distance calls and directory assistance. The outgoing call restriction can also apply to certain telephone numbers or designated area codes. The subscriber may override all restrictions by entering a PIN prior to placing a call.

Personal Number Service - This service allows a fixed telephone number to be forwarded to various locations for round-the-clock accessibility and call control. The subscriber can customize this service to have their Personal Number Service number automatically forward to the pre-determined number(s). Subscribers will have the ability to turn this feature on and off or to make modifications by using the telephone keypad.

Secure Access - This service forces anyone dialing the subscribed telephone number to enter a valid PIN prior to connection to the call. This service may be used to secure computer systems or to secure a conference circuit so that only authorized users may access the system using the valid PIN. For added security the subscriber can alter the PIN as often as every ten minutes.

Single Number Service - This service allows a subscriber with multiple locations to have a single contact number. When the subscriber's Single Number Service number is dialed, the network automatically routes the "geographically independent" phone number to the location nearest the caller. Calls can be routed by location as well as time of day or day of week.

STARGATE LOCAL SERVICES, LLC

Section 6  
Original Sheet 11MISCELLANEOUS SERVICES (cont'd)ADVANCED INTELLIGENT NETWORK (AIN) SERVICES (cont'd)A. DESCRIPTION (cont'd)

TollGuard - This service enables a subscriber to override the Controlled Calling feature by entering a Personal Identification Number (PIN) prior to placing a toll call. The Controlled Calling feature enables customers to block outgoing direct-dialed and outgoing operator-handled calls. The customer retains the ability to receive incoming calls, utilize the local non-toll network and to place calling card, collect, and third number calling service, i.e. sent-paid calls.

B. MONTHLY RATES (Subscription)

<u>Services</u>	<u>Residence</u>	<u>Business</u>
Call Detail Reporting	3.50	3.50
- monthly report/ per account	50.00	50.00
Incoming Call Management	3.50	3.50
Outgoing Call Management	3.50	3.50
Personal Number Service	15.00	15.00
Secure Access	5.00	5.00
Single Number Service	5.00	5.00
TollGuard	3.50	3.50

C. NONRECURRING RATES

<u>Services</u>		
Call Detail Reporting	160.00	160.00
Personal Number Service	30.00	30.00

MISCELLANEOUS SERVICES (cont'd)DISTINCTIVE RINGINGA. DESCRIPTION

Distinctive Ringing Service enables an individual line subscriber to have up to two telephone numbers (referred to as "Dependent" numbers) assigned to one dial tone line in addition to the main number (referred to as the "Master" number). Each number when dialed will result in a distinctive ring which facilitates the ability of the customer to determine which number is being called. Where facilities permit, a distinctive Call Waiting tone for each telephone number will be provided for customers who subscribe to Distinctive Ringing Service and Call Waiting. Distinctive Ringing Service is associated with incoming calls only and does not provide a separate dial tone line to place outgoing calls. Distinctive Ringing Service is only offered on a monthly subscription basis.

B. EXPLANATION OF TERMS

## 1. Master Number

Main telephone number provided with the dial tone line and associated with incoming and outgoing calls.

## 2. Dependent Number

Additional telephone number (associated with the Master telephone number) that is used for incoming calls only and cannot be used for outgoing calls.

## 3. Distinctive Ringing and Distinctive Call Waiting Tone

Ring and Call Waiting tone patterns assigned to a Dependent number to distinguish incoming calls from those to the Master number.

C. REGULATIONS

1. Distinctive Ringing Service is furnished only from central offices where facilities are available, as determined by the Telephone Company.

2. Distinctive Ringing Service is provided only where, in the judgment of the Telephone Company, Distinctive Ringing Service is compatible with the type of service with which it is to be associated.

MISCELLANEOUS SERVICES (cont'd)

## DISTINCTIVE RINGING (cont'd)

C. REGULATIONS (cont'd)

3. A customer can select up to two Dependent numbers assigned to the Master number.
4. The ringing and tone patterns associated with the Master and Dependent numbers shall be assigned solely at the discretion of the Telephone Company.
5. When a call is in progress, any incoming calls will receive a busy signal, unless the Distinctive Ringing Service customer also subscribes to Call Waiting.
6. Distinctive Ringing Service subscribers will be entitled to one White Pages directory listing option per Dependent number as part of the basic offering. The subscriber may choose one of the following listing options per Dependent number at no additional charge:
  - . Listed Number
  - . Non-published Number

(Note: Non-published Telephone Number regulations and charges for the Master number are covered in other Sections of this Tariff.)

7. "Collect" and "bill to a third number" calls may be charged to Dependent numbers. Calls charged to Dependent numbers will be billed to the Master telephone number. Additional charges for "collect" and "bill to a third number" will apply, as covered in other Sections of this Tariff and any other toll tariffs in which the Telephone Company may concur.
8. Where a customer subscribes to both Distinctive Ringing and Custom Calling Services, the applicable services are automatically associated with Master and Dependent numbers. Customers do not have the option of associating Custom Calling Service with less than all numbers except as set forth in Paragraph 9 following.
9. Distinctive Ringing Service customers who also subscribe to Call Forwarding must choose one of the following Call Forwarding arrangements at time of subscription:
  - a. Calls to Dependent and Master telephone numbers are forwarded to the same telephone number when Call Forwarding service is activated.

MISCELLANEOUS SERVICES (cont'd)

DISTINCTIVE RINGING (cont'd)

C. REGULATIONS (cont'd)

9. (cont'd)

b. Calls to the Master telephone number only are forwarded when Call Forwarding service is activated. Calls to Dependent number(s) will continue to ring and may be answered at the subscriber's premises.

10. Distinctive Ringing Service will not be provided on lines equipped with Telephone Company-provided hunting arrangements.

11. Distinctive Ringing Service may not be compatible with all types of customer provided telephone equipment.

12. Distinctive Ringing Service charges will be billed to the Master number.

13. All charges associated with Distinctive Ringing Service are the responsibility of the customer of record, including but not limited to "bill to a third number" and "collect" charges.

D. RATES

Rates for Dependent number(s) will be determined by the type of service (e.g. residence or business) of the Master number.

1. Monthly Rates

a. The following monthly rates apply to Distinctive Ringing Service.

		<u>Monthly Rates</u>
(1)	Residence	
	First Dependent Number	\$ 3.00
	Second Dependent Number	3.00
(2)	Business	
	First Dependent Number	5.00
	Second Dependent Number	5.00

MISCELLANEOUS SERVICES (cont'd)Voice Mail Package:

The following features will be offered as a package. These three features are Call Forward Busy, Call Forward Don't Answer and Message Waiting. These features will be offered in conjunction with Voice Mail Services.

Call Forward Busy Fixed (CFB) - This service forwards incoming calls to another (pre-designated) number when the called line is busy. CFB is not activated and deactivated by the end user but is in effect anytime an incoming call encounters a busy line.

Call Forward Don't Answer Fixed (CFDA) - The service forwards all incoming calls to another (pre-designated) number if the called number is not answered after a specified number of rings. CFDA is not activated and deactivated by the end user but is in effect anytime an incoming call is not answered after the designated number of rings.

Message Waiting (MWT) - The service notifies the end user when there are messages queued against the line. When a message is queued, the message indicator, is activated. The message waiting indicator is turned off when the end user has retrieved all the messages queued against the line.

The Voice Mail Package is available only to nonregulated enhanced service providers who desire to integrate it with their own service to offer a single enhanced Voice Mail product. The Voice Mail Package is not available to individual business and residence customers as a stand alone service. The Voice Mail Package is classified as a Business service.

Rates:

There is no nonrecurring charge for the installation of this service. The monthly recurring rates that apply to the three feature package are as follows:

<u>No. of Feature Packages</u>	<u>Monthly Rate/Package</u>
1 - 5, per package	\$ 5.00
6 - 20, " "	\$ 4.75
21 - 50, " "	\$ 4.50
51 - 100, " "	\$ 4.00
101 +, " "	\$ 3.50

MISCELLANEOUS SERVICES (cont'd)A. DESCRIPTION1. CALLER ID SERVICE

Caller ID Service is an optional feature which allows a subscriber to see the telephone number of an incoming call displayed on the customer provided display unit. The telephone number of an incoming call will display between the first and second rings. Caller ID Service works only on calls which originate from and terminate in central offices which are equipped to provide this service or between central offices that are equipped and have SS7 connectivity. Caller ID is available to customers by monthly subscription only, which provides unlimited use of this service.

As facilities permit, Caller ID Service will be provided to the following customers: Residence and Business One-Party Service, PBX Trunks and Centrex Service. For calls originating from a line within a PBX Multi-line hunting group, only the "main" telephone number will be delivered.

The telephone numbers that will be displayed on a Caller ID subscriber's display unit include listed, non-list and nonpublished telephone numbers.

The telephone numbers that will not be displayed to the Caller ID subscriber are: (1) calls from customers who use Per-Call Blocking or subscribe to Per-Line Blocking; (2) calls from customers located in central offices not a part of the SS7 Signaling System; and (3) calls placed through an operator. When these types of calls are received by a Caller ID subscriber their display unit will notify them that the calling telephone number is unavailable.

*In addition to the ability to see the telephone number of incoming calls, Caller ID Service provides a subscriber with the ability to reject calls from customers who have blocked the display of their telephone number on outgoing calls. This feature is called Anonymous Call Rejection (ACR) and can be activated and deactivated by dialing a specific code. This feature is initially provided to the subscriber in the deactivated mode. The ACR will remain either on or off until the subscriber makes a change by dialing the special code. The Caller ID subscriber will hear a confirmation tone when the feature is activated or deactivated. When a caller who has activated the Per-Call Blocking or Per-Line Blocking, calls a Caller ID subscriber that has activated ACR, the caller will hear an announcement that calls from blocked telephone numbers are not being accepted. The Caller ID subscriber's telephone does not ring. There is no additional charge for this feature. Blocked local or long distance calls routed to the Anonymous Call rejection announcement will not be rated as completed calls.*

Caller ID Service, Caller ID Deluxe Service, Per-Call Blocking and Per-Line Blocking can be used by customers with push button or dial pulse(rotary) telephones.

MISCELLANEOUS SERVICES (cont'd)A. DESCRIPTION (cont'd)2. CALLER ID DELUXE SERVICE

Caller ID Deluxe Service is an enhancement of the optional feature Caller ID Service. Caller ID Deluxe allows a subscriber to see the telephone number and name of an incoming call displayed on the customer provided display unit. The telephone number and name of an incoming call will display between the first and second rings. Caller ID Deluxe works only on calls which originate from and terminate in central offices which are equipped to provide this service or between central offices that are equipped and have SS7 connectivity. Caller ID Deluxe is available to customers by monthly subscription only, which provides unlimited use of the service.

As facilities permit, Caller ID Deluxe Service will be provided to the following customers: Residence and Business One-Party Service, PBX Trunks and Centrex Service.

The telephone numbers and names that will be displayed on a Caller ID Deluxe subscriber's display unit include listed, non-list and nonpublished telephone numbers.

The telephone numbers and names that will not be displayed to the Caller ID Deluxe subscriber are: (1) calls from customers who use Per-Call Blocking or subscribe to Per-Line Blocking; (2) calls from customers located in central offices not a part of the SS7 Signaling System, and (3) calls placed through an operator. When these types of calls are received by a Caller ID Deluxe subscriber their display unit will notify them that the calling telephone number and name is unavailable.

In addition to the ability to see the telephone number and name of incoming calls, Caller ID Deluxe Service provides a subscriber with the ability to reject calls from customers who have blocked the display of their telephone number and name on outgoing calls. This feature is called Anonymous Call Rejection (ACR) and can be activated and deactivated by dialing a specific code. This feature is initially provided to the subscriber in the deactivated mode. The ACR will remain either on or off until the subscriber makes a change by dialing the special code. The Caller ID Deluxe subscriber will hear a confirmation tone when the feature is activated or deactivated. When a caller who has activated the Per-Call Blocking or Per-Line Blocking, calls a Caller ID Deluxe subscriber that has activated ACR, the caller will hear an announcement that calls from blocked telephone numbers are not being accepted. The Caller ID Deluxe subscribers telephone does not ring. There is no additional charge for this feature. Blocked local or long distance calls routed to the Anonymous Call rejection announcement will not be rated as completed calls.

MISCELLANEOUS SERVICES (cont'd)A. DESCRIPTION (cont'd)3. CALLER ID AND CALLER ID DELUXE PER-CALL BLOCKING

Per-Call Blocking is automatically available to all customers served by the Company. This blocking option allows the calling party to block the passage of their telephone number and name on outgoing calls. To activate Per-Call Blocking a special code is dialed prior to placing each call.

When this blocking feature is activated by the calling party, and they place a call to a Caller ID or Caller ID Deluxe subscriber, the subscriber's display unit will indicate that the incoming call has been blocked. There is no charge to activate Per-Call Blocking and the service is provided on an unlimited basis. Caller ID Per-Call Blocking does not prevent the delivery of telephone numbers to 911 emergency service providers.

4. CALLER ID AND CALLER ID DELUXE PER-LINE BLOCKING

The calling party may prevent the display of their telephone number and name on a permanent basis by subscribing to Per-Line Blocking. This blocking option automatically prevents the display of the calling number and name for all calls placed from that line to a Caller ID or Caller ID Deluxe subscriber, unless the feature is deactivated. If a subscriber of Per-Line Blocking chooses to deactivate blocking, the calling telephone number and name would be sent for that call only. After the call is completed, the line automatically reverts back to the Per-Line Blocking feature. The deactivation of Per-Line Blocking is completed by dialing a special code prior to placing each call.

The code to deactivate Per-Line Blocking is different than the one used to activate Per-Call Blocking. Caller ID Per-Line Blocking will be available to all customers in the Company serving area.

The Per-Line Blocking option can only be added or removed from a customer's line by placing a service order with the Telephone Company. When this service is removed the line is automatically converted to the Per-Call Blocking capability. Caller ID Per-Line Blocking does not prevent the delivery of telephone numbers to 911 emergency service provider.

MISCELLANEOUS SERVICES (cont'd)A. DESCRIPTION (cont'd)

Customers who use either Per-Call Blocking or Per-Line Blocking will be unable to complete calls to Caller ID and Caller ID Deluxe subscribers that have activated the Anonymous Call Rejection (ACR) feature. When a caller who has blocked the display of his/her telephone number and name calls a Caller ID or Caller ID Deluxe subscriber that has activated ACR, the caller will hear an announcement that the called party does not take anonymous calls. To complete a call to a Caller ID or Caller ID Deluxe subscriber that has activated ACR: (1) place the call by unblocking the telephone number; or (2) place the call through an operator which may involve charges in addition to the cost of the call. The live operator surcharge will be waived for customers of the Stargate Local Services, LLC who are victims of domestic violence, the staffs of domestic violence program agencies (when involved in domestic violence counseling) and emergency services personnel (while in the performance of their jobs). If the operator surcharge cannot be waived when the call is being placed, the Company will, upon notification, credit the live operator surcharge amount to the aforementioned party's telephone bill. Furthermore, should alternative methods become available in the future which permit the aforementioned to access the ACR party without revealing the caller's telephone number, the Company will waive any additional charges associated with such alternative methods.

B. RATES	Monthly Charge (per line)
Caller ID Service	
Residence	\$ 8.00
Business	\$10.00
Centrex	
2-10 lines	\$ 8.00
11-50 lines	\$ 6.00
51 or more lines	\$ 4.00
Caller ID Deluxe Service	
Residence	\$10.00
Business	\$14.00
Centrex	
2-10 lines	\$10.00
11-50 lines	\$ 8.00
51 or more lines	\$ 6.00

MISCELLANEOUS SERVICES (cont'd)

B. <u>RATES(cont'd)</u>	Nonrecurring <u>Charge</u> (per order) (per line)	Monthly <u>Charge</u> (per line)
Caller ID Blocking		
Per Call	-----	-----
Per Line		
Residence	12.00*	-----
Business	18.00*	-----
Centrex	18.00*	-----

\*Initial per line blocking is provided at no charge upon customer request. This nonrecurring charge would only apply for subsequent requests for Caller ID Blocking (Per Line) for the same customer at the same address.

C. PROVISIONS AND REGULATIONS

1. Caller ID Service and Caller ID Deluxe Service will be offered on a monthly basis only. These services are eligible to be included with the Custom Calling Services Discount Rates as described in Section 6, Sheet 3A.2 of this tariff.
2. The nonrecurring charge does not apply to upgrades in service from Caller ID to Caller ID Deluxe.

MISCELLANEOUS SERVICES (cont'd)

DIRECTORY ASSISTANCE SERVICE

1. General

Directory Assistance Service is furnished upon customer request for assistance in determining telephone numbers. The regulations and rates set forth below apply when customers of the Company request assistance in determining telephone numbers with the same Numbering Plan Area designation, which are requested from the Pennsylvania Directory Assistance attendant in the originating Numbering Plan Area.

2. Regulations

a. Per Call Charge

The Telephone Company may apply a charge, not to exceed \$.25, on any Local Directory Assistance call.

b. Exemptions

Charges for Directory Assistance Service are not applicable to the following types of calls to Directory Assistance:

- (1) Calls from patients in hospitals, skilled nursing homes and convalescent homes which have been properly licensed by the Commonwealth of Pennsylvania and which have as their predominant undertaking the surgical, medical and nursing care of the sick and disabled.
- (2) Calls placed from residence telephones where a member of the customer's household has been certified by a registered physician or a designated agency as unable to use a directory because of a visual or physical handicap, or for the business telephone of a certified handicapped customer where assistance is otherwise not available.

STARGATE LOCAL SERVICES, LLC

Section 6  
Original Sheet 22MISCELLANEOUS SERVICES (cont'd)DIRECTORY ASSISTANCE SERVICE (cont'd)

## 2. Regulations (continued)

## c. Multiple Number request

A maximum of two requested telephone numbers per call are permitted.

## 3. Rates

	<u>Per Call</u>
a. Where the customer direct dials Directory Assistance	\$ .35
b. Where the customer places a call to the Directory Assistance attendant via a Telephone Company operator	.35*

\*Plus the applicable operator handled rate

STARGATE LOCAL SERVICES, LLC

Section 6  
Original Sheet 23MISCELLANEOUS SERVICES (cont'd)OPERATOR SERVICESA. LINE STATUS VERIFICATION

Upon customer request, the operator will verify and provide the line status condition subject to a charge of \$.70 for each request.

No charge will apply for a line status verification when a trouble condition is indicated on the line.

B. CALL INTERRUPTION

Upon customer request, the operator will verify the line status condition and interrupt a call in progress to notify the party on the call that another caller is attempting to contact the line. The charge for call interruption is \$1.10 for each request. This charge includes the line status verification and call interruption.

C. OPERATOR CALLS

Calls placed through the operator to a station in the same Local Calling Area, are charged at the following rates:

<u>Calling Card Customer Dialed</u>	<u>Operator Station-to-Station #</u>	<u>All Types Person-to-Person</u>
<u>\$.35</u>	<u>\$.90</u>	<u>\$2.50</u>

#-Includes collect, special billing number, bill-to-a-third number, operator dialed calling card and all Time and Charge request calls. The live operator surcharge will be waived for customers of the Company who are victims of domestic violence, the staffs of domestic violence program agencies (when involved in domestic violence counseling) and emergency services personnel (while in the performance of their jobs). If the operator surcharge cannot be waived when the call is being placed, the Company will, upon notification, credit the live operator surcharge amount to the aforementioned party's telephone bill. Furthermore, should alternative methods become available in the future which permit the aforementioned to access the ACR party without revealing the caller's telephone number and name, the Company will waive any additional charges associated with such alternative methods.

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MISCELLANEOUS SERVICES (cont'd)DATA ACCESS SERVICE

## A. General

Data Access Service is an optional feature which may be added to a Local Exchange Service dial tone line to improve its quality to meet specific data transmission requirements. This service provides for the additional engineering, conditioning, rearrangement, testing and maintenance of facilities that are required to arrange a dial tone line for satisfactory data transmission performance using the public switched telecommunications network and customer provided equipment.

## B. Transmission Requirements

The transmission requirements to which Data Access Service is designed, furnished and maintained are delineated in various technical references commonly adopted as industry standards. Upon request of the customer, the Telephone Company will furnish a copy of the parameters currently being used to rate transmission performance.

## C. Regulations

Data Access Service is limited to the following types of Local Exchange Service: One-party Residence, One-party Business, PBX Trunk and Centrex station lines.

Only customer premises equipment which complies and has been approved within the Registration provisions of Part 68 of the Federal Communications Commission's Rules and Regulations may be connected to a dial tone line arranged with Data Access Service.

Data Access Service is offered only where existing suitable facilities are available. Where such facilities are not available, no special construction will be undertaken by the Telephone Company to provide this service.

Data Access Service is not necessarily identifiable with specific equipment, but rather represents the end results in terms of performance characteristics which may be obtained by various combinations of circuit design, conditioning and rearrangements of facilities. Although the work necessary to provide Data Access Service may vary from application to application, this service will be charged for as a single rate element, consisting of both a nonrecurring charge and a monthly recurring rate.

STARGATE LOCAL SERVICES, LLC

Section 6  
Original Sheet 25MISCELLANEOUS SERVICES (cont'd)DATA ACCESS SERVICE (cont'd)

## C. Regulations (cont'd)

The Telephone Company will make preliminary tests at no charge to the customer to determine if Data Access Service would be beneficial. If no physical conditioning or rearrangement of facilities will benefit the customer, there will be no charge to the customer.

The rates and charges for Data Access Service are in addition to the rates and charges for a Local Exchange Service dial tone line as specified in other sections of this Tariff.

When a customer cancels an order for Data Access Service after the engineering and installation have been started, the non-recurring charge specified below shall apply.

## D. Rates

	<u>Monthly Rate</u>	<u>Nonrecurring Charge</u>
Data Access Service, per line arranged	\$ 5.00	\$ 165.00

MISCELLANEOUS SERVICE (cont'd)"900" Information Service Blocking

## 1. General

Where central office facilities permit, "900" Information Service Blocking provides customers the capability to block origination of direct dialed calls to a "900" Information Service Number (900-NXX-XXXX).

## 2. Regulations

- a. Blocking is available on individual lines for residence and business customers.
- b. When the blocking is activated, direct dialed calls to all "900" Service numbers are blocked.
- c. Initial blocking is provided at no charge upon customer request. Subsequent requests for "900" Information Services Blocking will be provided at the rates listed below.
- d. Blocking can be provided on a Foreign Exchange access line.
- e. Blocking service may not be available with certain multi-line business arrangements.
- f. There is no charge to remove "900" Information Service Blocking.

## 3. Rates

"900" Information Service BlockingService ChargesResidence (per line)

Initial Request	No Charge
Subsequent Request	\$ 10.00

Business

Initial Request	No Charge
Subsequent Request, per order	\$ 15.00
Per Line/Trunk Equipped	\$ 15.00

MISCELLANEOUS SERVICES (cont'd)Pennsylvania Telecommunications Relay Service

## 1. General

The Pennsylvania Telecommunications Relay Service is a relay telecommunication service for the deaf, hearing and/or speech disabled population of the Commonwealth. The service permits telephone communications between deaf, hearing, and/or speech disabled individuals who must use a Text Telephone and individuals with normal hearing and speech as provided in the AT&T Communications of Pennsylvania, Inc. Tariff PA. P.U.C. No. 13.

2. Surcharge

In addition to the charges provided in this tariff and other intrastate toll tariffs in which this Company concurs, a surcharge will apply to all residence and business access lines served by this Company. This surcharge applies regardless of whether or not the access line uses the Pennsylvania Telecommunications Relay Service.

This surcharge serves as the funding vehicle for the operation of the Pennsylvania Telecommunications Relay Service, and shall be calculated by the Pennsylvania Public Utility Commission (the Commission). The Commission shall compute the Pennsylvania Telecommunications Relay Service Surcharge each year and notify local exchange carriers of the surcharge amount to be applied for the twelve month period commencing with July 1 of each year.

The Commission may revise the surcharge more frequently than annually at its discretion.

Tariff revisions will be filed whenever the Commission calculates a new surcharge amount and notifies the Company.

The following surcharge rates apply to all bills issued on or after July 1, 1998.

Per residence access line, per month	\$ .15
Per business access line, per month	\$ .20

Centrex lines will be charged on an equivalency basis as determined by the Commission.

MISCELLANEOUS SERVICES (cont'd)

A. Pennsylvania Telecommunications Relay Service (cont'd)

3. Rates

Local calls will be charged at the applicable local flat rate or local measured service rate.

All intraLATA toll calls, placed through the Pennsylvania Telecommunications Relay Service will be rated according to the Rates Applicable On Messages Place by Certified Speech and/or Hearing Disabled rates in the Pennsylvania Telephone Association Toll Tariff PA. P.U.C. No. 10. This Company concurs in this tariff.

The Company will make available to the Telecommunications Relay Service (TRS) user either a calling card or a prepaid debit card. The rates for either option will not exceed those that would apply to identical calls for non-TRS users of coin-sent-paid service.

Please refer to the appropriate Interexchange Carrier tariff for interstate charges.

MISCELLANEOUS SERVICES (cont'd)Enhanced 911 ServiceA. GENERAL

Enhanced 911 Service, also referred to as E911 Service, is a telephone exchange communication service whereby a Public Safety Answering Point (PSAP), designated by the customer, may receive and answer telephone calls placed by dialing the number 911.

B. TERMS AND CONDITIONS

1. All 911 calls from a specified central office designation must be accepted by the 911 Public Safety Answering Point (PSAP).
2. The PSAP operator is responsible for the dispatch of police, fire ambulance or any other emergency services personnel summoned by the party seeking assistance.
3. E911 Service information consisting of the name, address and telephone numbers of telephone subscribers whose listings are not published in directories or listed in directory assistance offices is confidential and the customer agrees to use such information only for the purpose of responding to emergency E911 Service calls.
4. Any party residing within the serving area of the E911 Service forfeits the privacy afforded by non-listed and non-published service to the extent that the customer's name, telephone number and address associated with the originating station location are furnished to the PSAP.
5. The Telephone Company shall not be liable for any loss or damages arising from errors, interruptions, defects, failures or malfunctions of E911 service. The Telephone Company's liability and obligation to furnish E911 service are limited as set forth in Section 1 of this Tariff and the Public Safety Emergency Telephone Act of the Commonwealth of Pennsylvania.

MISCELLANEOUS SERVICESEnhanced 911 Service (con't)C. DESCRIPTIONBasic E911 Features

1. **Enhanced 911 Service Trunk** - Trunks that connect at the End Central Office, where the 911 call originates, and at the Control Central Office.
2. **Automatic Location Identification(ALI) Maintenance** - The ALI feature will forward the name and address associated with the telephone number from which the call originated to the Public Safety Answering Point for display on associated customer premises equipment. The nonrecurring charge will cover the initial loading of the Company access lines and the monthly charge will cover the daily maintenance of the ALI database.
3. **Automatic Number Identification** - A feature by which the telephone number from which the call originated is forwarded to compatible customer premises equipment.

Optional E911 Features

4. **Control Central Office** - A telephone company switching unit equipped to perform the routing of 911 calls and to terminate 911 dedicated trunks from a central office and/or a Public Safety Answering Point. Includes manual/fixed/selective transfer arrangements and Selective Routing capability.
5. **Enhanced 911 Service Facility Group** - This nonrecurring charge covers the process where the E911 trunks of the various local exchange carriers within the defined serving area are terminated at the Control Central Office of the designated central office providing E911 services to a particular PSAP.

MISCELLANEOUS SERVICES

Enhanced 911 Service (con't)

C. DESCRIPTION (con't)

6. **Public Safety Answering Point Receiving Automatic Location Identification (ALI) Information** - The Telephone Company charge for providing the ALI from all customer records to the Controller at the Public Safety Answering Point.
7. **Selective Routing/Transfer** - The Telephone Company charge for providing the Selective Routing/Transfer of 911 calls to the appropriate county PSAP.
8. a) **Automatic Call Distribution (ACD)** - Automatic Call Distribution is a service which provides fair distribution of queued calls to available call answering positions of the customer; i.e. Agent positions served by the system.
- b) **Management Information System (MIS)** - Management Information System is a service that generates both real-time and historical reports on agent and group performance.

MISCELLANEOUS SERVICESEnhanced 911 Service (con't)D. RATES

<u>Services</u>	<u>Nonrecurring Charge</u>	<u>Monthly Rates</u>
Basic Features:		
1. Enhanced 911, Service Trunk (1) rate per trunk, per central office	\$ 135.00	\$ 11.00
2. Automatic Location Identification Maintenance (2) per 1,000 data entries	2,050.00	30.00
3. Automatic Number Identification	0	0
Optional Features:		
4. Control Central Office	3,000.00	3,622.00
5. Enhanced 911 Service Facility Group rate per facility group, per central office	325.00	-----
6. Public Safety Answering Point receiving Automatic Location Information.	3,000.00	708.00
7. Selective Routing/ Transfer (3) per 1,000 data entries.	430.00	.75

STARGATE LOCAL SERVICES, LLC

Section 6  
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<u>Services</u>	<u>Nonrecurring Charge</u>	<u>Monthly Rates</u>
Optional Features (con't):		
8. Automatic Call Distribution		
ACD Service per agent position	\$ 150.00	\$ 133.50
Management Information System per ACD System	200.00	267.00

Notes:

- (1) This rate is in addition to rates for dedicated Private Line Service Channels as specified in Section 4 of this Tariff.
- (2) These charges apply only for data entries associated with Company service areas. The nonrecurring charge will only apply on the initial data loading of the company access line information.
- (3) The data entry count is rounded upward to the nearest 1,000, and is based upon the number of access lines in the 911 serving area. The nonrecurring charge will only apply on the initial data loading of the counties access lines.

CONNECTION WITH CUSTOMER-PROVIDED EQUIPMENT

GENERAL

- A. Equipment provided by the customer may be permitted to be connected to the facilities furnished by the Telephone Company only under conditions specified in this section of the Tariff.
- B. Where the use of any customer provided terminal equipment involves direct electrical connection to the facilities of the Telephone Company, such connection shall be made through a connecting device furnished and installed by the Telephone Company at charges specified in this tariff.
- C. The customer is not permitted to create additional channels from facilities provided by the Telephone Company, or to resell or share services with another party through extension of customer provided channels, or equipment, except as otherwise provided in this tariff.
- D. If customer provided equipment is used in violation of the provisions of this tariff, the Telephone Company will take such action as it deems necessary for the protection fo the network.

After notification by the Telephone Company of such violation, the customer shall discontinue such use and confirm in writing to the Telephone Company within 10 days that such violation has ceased. Failure of the customer to conform to this requirement shall result in suspension of service.

LIMITATIONS OF RESPONSIBILITY OF THE TELEPHONE COMPANY

- A. The telecommunications network is not represented as being adapted to the use of customer-provided equipment or communications systems and the Telephone Company shall not be responsible for:
  - (1) The through transmission of signals generated by the customer-provided equipment or communications systems or for the quality of or defects in, such transmission;
  - (2) The reception of signals by the customer-provided equipment or communications systems.
- B. The Telephone Company shall not be responsible to the customer if changes in the criteria in this Tariff or changes in any of the facilities or operations or procedures of the Telephone Company render any of the customer-provided equipment or communications system obsolete or require modification of or alteration to such equipment or system or otherwise affect its use or performance.

CONNECTION WITH CUSTOMER - PROVIDED EQUIPMENTOBLIGATIONS OF THE CUSTOMER

- A. The customer will at his expense:
1. Provide and install all wiring from point of connection with the Telephone Company facilities and make the actual connection with it as instructed by the Telephone Company personnel.
  2. Provide power to operate his equipment in conformity with Telephone Company specifications.
  3. Maintain his equipment so that it will operate within the standards set forth in this tariff and by testing, determine if trouble is being caused by his equipment before requesting maintenance service by the Telephone Company.
  4. Replace or modify his equipment, or disconnect and discontinue use of same, upon notice from the Telephone Company that it is obsolete or unusable because of changes in standards, facilities or operating procedures of the Telephone Company.
  5. Be responsible for payment of Premises Work Charges, as specified in Section 3, for visits to his premises by a Telephone Company employee when the visit is necessary to determine that the service difficulty or trouble is not being caused by Telephone Company equipment or facilities.
  6. The customer indemnifies and saves the Telephone Company harmless against claims for libel, slander, or infringement of copyright arising from the improper use of material transmitted over its facilities; against claims for infringement of patents arising from, combining with, or using in connection with facilities of the Telephone Company, apparatus or systems of the customer; and against all other claims arising out of any act or omission of the customer in connection with facilities provided by the Telephone Company.

NETWORK CONTROL SIGNALLING

Satisfactory performance of the telecommunications network requires continuing functional compatibility of the signals used to control the network and the switching equipment involved. Therefore, the network control signalling shall be performed by equipment furnished, installed and maintained by the Telephone Company.

STARGATE LOCAL SERVICES, LLC

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CONNECTION WITH CUSTOMER-PROVIDED EQUIPMENT

BASIS OF CONNECTION

Customer provided equipment may be connected to the facilities of the Telephone Company either by direct electrical connection, as covered in Paragraph B-General Regulations above, or by acoustic or inductive connection.

NETWORK PROTECTION CRITERIA

To protect the network and services furnished to the public by the Telephone Company, the customer provided equipment must comply with minimum network protection criteria which shall be prescribed by the Telephone Company, or Telephone Companies with which this Company interconnect.

CENTREX SERVICE

Centrex Service consists of switching equipment, located on Telephone Company premises, interconnected with customer-provided stations on the customer's premises to provide intercommunication among the stations and station access to the exchange network. This service offering requires special central office equipment and is provided only where such central office equipment is available.

A. GLOSSARY OF TERMSAccount Codes

A station user can enter a cost accounting or client billing code into their SMDR system.

Attendant Camp-On

This feature permits attendant completed calls to busy station to be placed in a waiting (camp on) condition. When the station becomes idle, it is automatically rung and connected to the waiting call.

Attendant Recall

A call that has been extended by a system attendant is automatically returned to an attendant after a specified time period if the caller receives a busy signal or no answer.

Attendant Services

This feature enables the system to provide uniform Attendant Access Code to every station user within a customer group (maximum of eight 8 subgroups numbered zero 0 through seven 7). During the regular working hours, calls from stations are directed to the attendant by dialing the assigned subgroup number (usually 0).

Attendant Speed Call

This feature permits an attendant to dial frequently called numbers by depressing a speed call key and dialing a one or two digit code.

Attendant Transfer

This feature enables an attendant to call and speak to another attendant and/or to transfer a call to another attendant.

Authorization Codes

An authorization code is a specific set of digits assigned to and used by a station user.

CENTREX SERVICE (cont'd)A. GLOSSARY OF TERMS (cont'd)Automatic Identification of Outward Dialing

This feature provides for automatic number identification of the calling station on all completed outgoing long distance calls.

Automatic Line

When this feature is assigned, going off hook causes a connection to be made to a predetermined location with no pulsing required (often called a hotline).

Busy Verification - Station/Trunks

This feature permits the attendant to verify the condition of a station line or trunk within the customer's group as to its busy idle, or out-order state. It allows the attendant to establish a talking connection with any apparently busy trunk, special service access line, or station line to verify that they are busy and in working order. Busy Verification Tone will be provided to the interrupted parties and repeated for as long as the attendant is connected.

Call Forwarding

Allows a station user to forward calls to another telephone number within the customer's system, the local calling area or a foreign exchange. Long distance rates apply where applicable.

Provides electronic digital switching service for intercommunication purposes and for connection through the local and long distance telephone network, and will be furnished where central office equipment and adequate outside plant facilities are available.

Call Park and Retrieve

Allows a station user to "park" or hold one call by a switchhook flash and a code, and can be retrieved from any station by dialing the appropriate code and the directory number against which the call is parked.

Call Pick-Up

Allows a station user to answer calls that come into other stations within an assigned Call Pick-Up, by a code.

CENTREX SERVICE (cont'd)A. GLOSSARY OF TERMS (cont'd)Call Waiting

Informs a station user who is engaged in a phone call, that a second call is waiting by a tone. The user can put the first call on hold and answer the call waiting by a switchhook flash, and alternate between calls by a switchhook flash.

Class of Service Restriction

The Class of Service (COS) feature defines the specific features available to individual stations and attendants within a customer group. Access restrictions are divided into origination restrictions, terminating restriction, and feature restriction. The maximum number of COS per customer group is 256.

Consultation Hold

In conjunction with call transfer, this permits the transferring party to talk privately with the destination before transferring the call.

Dictation Access

The feature provides station access to customer provided dictation recording equipment by dialing an access code.

Direct Inward Dialing

Allows incoming calls to reach a station without attendant assistance, by dialing the directory number of the station.

Direct Outward Dialing

Allows a station user to dial outgoing calls by an access code, waiting for a second dial tone, and dialing the desired outside numbers, subject to class of service restrictions.

Distinctive Ringing

Identifies certain call types by applying a distinctive ringing cadence to calls terminating on Centrex stations in the customer group.

Foreign Exchange Lines & WATS

Lines from a Central Office other than the customers serving Central Office and Wide Area Telephone Service terminating in the customer's system.

CENTREX SERVICE ( cont.)A. GLOSSARY OF TERMS (cont'd)Hold

Allows a station user to place a call on hold by a switchhook flash, keying a code, giving a busy tone and then silence. Then the user hangs up. Every 15 seconds a short burst of ringing will occur as a reminder of the call on hold. The user can be reconnected to the call by picking up the receiver. A user can place another call while holding a call, by a switchhook flash, dial tone, and placing the second call. If a second call results as a busy signal, the user can return to the first call by two switchhook flashes. If the second call goes through, when finished, hang up and the original call will ring shortly afterwards.

Intercommunication

Any station calling any other station in the customer's system.

Last Number Redial

Allows a station user via a code, to automatically dial the last number dialed from that station.

Line Hunting

When a number in the hunt group is dialed, the hunting starts with the first line in the hunt group and ends at the last. The lines are hunted sequentially, and the call is completed to the first idle line in the hunt group.

Lockout

If the lockout and telephone feature is enabled, an attendant may not re-enter a call on a held loop unless either recalled by station user or upon automatic attendant recall.

Meet Me Conference (3-Way)

A station user may set up a conference call for a specified time with the Meet-Me Conference feature. The assigned Meet-Me Conference directory number for the conferees is dialed at the designated time. Each conferee is automatically added to the conference when the Meet-Me Conference number is dialed. As conferees are added, all conferees, including the new arrival, will receive a confirmation tone to indicate that a party has been added.

CENTREX SERVICE (cont'd)A. GLOSSARY OF TERMS (cont'd)Multiple Console Operation

More than one console can be operated by the same customer. Usually due to the number of telephones in the customer group or maybe answering consoles, or group answering consoles within the customer's main station group.

Multiple Listed Directory Numbers

More than one Listed Directory Number (LDN) may be made available to provide access to the attendant of any one customer group.

Paging Access

Permits attendants and station users to have access to loudspeaker paging equipment by dialing an appropriate access code.

Ring Again

Used to automatically ring back a station user who dialed an extension, got a busy signal, and activated ring again.

This is done by doing a switchhook flash, and keying a code. The station user gets a tone and hangs up. When the dialed extension becomes idle the originating station user's telephone will ring; that user picks up the receiver and it rings the station called.

Secrecy

The feature allows the attendant to talk to a called party (destination) without the calling party (source) hearing the conversation.

Serial Call

If a calling party wishes to speak to more than one station the attendant can hold the trunk circuit on the console loop key. The attendant observes the lamps of the loop key to know when the calling party is ready to extend the next call. When the called party has hung up, the calling party is ready for the next connection to be established by the attendant.

Station Controlled Conference

This feature permits 500/2500 Stations (POTS) to establish a conference call consisting of more than three parties without the assistance of the attendant.

Centrex SERVICE (cont'd)A. GLOSSARY OF TERMS (cont'd)Station Line

A main station line is the primary or first termination of a Centrex line to which a particular Centrex Line number is assigned. A bridged line termination is an additional termination of a station assigned to the same station line number.

Station Speed Calling

A station user can assign telephone numbers a one or two digit code by a programming function via a code. From that point on, the digit code is dialed, and the assigned number is automatically dialed. There is no provision for a pause, and only 15 digits can be programmed to a code.

Station to Station Calling

A station user can complete calls within the customer's system by dialing the station number.

Switched Loop Operation

Allows for the attendant position to be released from a call after the connection between the switching equipment and the called station has been established.

System Speed Calling

This feature allows a customer to define a list of network speed calling numbers. These numbers will be assigned when service is installed. They will be available to all telephones within the customer group, and accessed by dialing pre-assigned codes.

Through Dialing

This feature permits the attendant to select the trunk facility for the station and "pass dial tone" to the station user. The station user then dials his called number. This feature is usually used as a manual over-ride of outgoing station restrictions.

Transfer (3-Way)

Allows a station user to transfer incoming calls to another station within the customer's system by a switchhook flash, dialing the desired station number, announcing the call and hanging up.

Two-Way Splitting

This feature permits the attendant to talk privately to either the called party or calling party. The attendant can alternate between the source or destination as required.

Uniform Numbering Plan

Provides uniform numbering to every station within a business group.

CENTREX SERVICE (cont'd)B. GENERAL REGULATIONS

1. Class of Service; Minimum Subscription; Suspension  
Centrex Service is offered only as one-party business service.

The minimum subscription to Centrex Service is two (2) main station lines.

Suspension of Centrex Service at the customer's request is not available

2. Operating; Power and Space  
All operating at the customer's premises is performed at the expense of the customer.

All power and suitable space required on the customer's premises for attendant and station equipment associated with Centrex Service is provided by the customer, at his expense.

3. Compatibility

Customer premises attendant and station equipment must be compatible with the Company's Centrex Service.

4. Centrex Line Connection Charges  
A nonrecurring Connection Charge applies for arranging a Centrex station line between the Telephone Company central office and the rate demarcation point at the customer's premises.

The installation and maintenance of inside wire and customer premises equipment is the responsibility of the customer.

5. Station Line Charges  
The Basic Service portion or the Intercommunication portion of Centrex Station Lines are not offered separately.

The total number of station lines within a Centrex system are priced at the same rate.

The station line rate applies to bridged station lines at premises other than the premises of the associated main station line.

CENTREX SERVICE (cont'd)B. General Regulations (cont'd)6. Inter-Exchange Extension Mileage Charges

Private Line Service Type 2012 Channel charges, as shown in Section 4 of this Tariff, apply to Centrex station lines in exchanges other than that which houses the main switching equipment.

7. Centrex End User Access Charges

Centrex CO End User Access Charges specified in the Exchange Carrier Association Tariff F.C.C. No. 1 apply, per main station line and off premises bridged main station line, in addition to the monthly rates shown in C.2 following.

8. Permissible Interconnections

Station and tie lines connected with a Centrex system and extending to the premises of another customer may not be connected for exchange service. Calls over such lines also may not be connected to other station or tie lines which extend to the premises of another customer.

9. Contract Period

The contract period for Centrex Service including common equipment and main station lines is three years. If a Centrex system is disconnected or moved within a contract period, termination charges will apply as specified in B.11 following.

CENTREX SERVICE (cont'd)B. GENERAL REGULATIONS (cont'd)11. Termination Charges

When a Centrex system is disconnected or moved to a location in a different exchange within the contract period, termination charges will apply, as follows:

- Fifty percent (50%) of the Centrex service monthly rates for common equipment and main station lines in effect at the time the system is disconnected or moved is used to compute the termination charges due for the remainder of the contract period.

When a Centrex system is moved to a location within the same exchange within the contract period, the following options apply:

- The contract may be terminated, with applicable termination charges as specified in the paragraph above; or
- The contract may remain in effect, with the payment of associated relocation costs, as determined by the Telephone Company.

When the number of station lines are increased within a contract period, the additional station lines will be included in the original contract date and will be subject to the same contract termination charges.

12. Other Charges

Charges specified in this or other sections of this Tariff, as appropriate, apply for other telecommunications services used in conjunction with the Company's Centrex Service.

CENTREX SERVICE (cont'd)C. BASIC CENTREX OFFERINGS1. Basic Features - Basic Centrex Service consists of the following features:

- Attendant Service
- Automatic Identification of Outward Dialing
- Automatic Line
- Call Forwarding
  - All Calls
  - Busy
  - No Answer
- Call Park and Retrieve
- Call Pick-Up
- Call Waiting
- Class of Service Restriction
- Consultation Hold
- Direct Inward Dialing (DID)
- Direct Outward Dialing (DOD)
- Distinctive Ringing
- Hold
- Hunting
- Last Number Re-Dial
- Push Button Dialing
- Ring Again
- Station to Station Calling
- System Speed Calling
- Three Way Conference Transfer
  - 3 Way Conference
  - Call Transfer Incoming Calls
  - Call Transfer Outgoing Calls
  - Call Transfer - All Calls
- Uniform Numbering Plan Capability

CENTREX SERVICE (cont'd)C. BASIC CENTREX OFFERINGS (cont'd)2. RatesMONTHLY RATE

<u>STATION LINES</u>	<u>COMMON EQUIP</u>	<u>BASIC SERVICE*</u>	<u>INTER- COMMUNICATION*</u>
2-10	\$30.00	\$7.00 each	\$12.00 each
11-25	35.00	6.00	10.00
26-50	45.00	5.00	8.00
51-100	55.00	4.50	7.00
100 Plus	80.00	4.00	7.00

\* Basic Service and Intercommunication Charges are per line, per premise.

NONRECURRING CONNECTION CHARGE

<u>STATION LINES</u>	<u>COMMON EQUIP.</u>	<u>LINES</u>
2-10	\$350.00	\$55.00 each
11-25	400.00	55.00
26-50	500.00	55.00
51-100	600.00	55.00
100 Plus	800.00	55.00

CENTREX SERVICE (cont'd)E. FEATURE PROCESSING CHARGE

A Feature Processing Charge applies for each service order required to execute a customer's request for any change; i.e. add, drop, change or rearrange features of existing Centrex lines.

	<u>Nonrecurring Charge</u>
Change 6 or less appearances of features on a service order	\$ 75.00
Change more than 6 appearances of features on a service order	150.00

In addition to the Feature Processing Charge, a charge of \$2.00 per line applies for changing the appearances of existing lines in a Centrex System, at the customer's request.

A change of line appearance includes:

- Changes in telephone numbers
- Changes from one pattern of restriction to another
- Change unrestricted to restricted or vice versa
- Changes in hunting arrangements
- Adding features
- Dropping features
- Changing features
- Any combination thereof when the work is performed at the same time on the same line.

Centrex SERVICE (cont'd)D. OPTIONAL CENTREX OFFERINGS1. Enhanced Features I Package used with Attendant Console(s) (3)Nonrecurring Connection Charge - \$650.00Monthly Rate - \$40.00

Attendant Camp-On	Multiple Console
Attendant Recall	Operation
Attendant Speed Calling	Multiple Listed
Attendant Transfer	Directory Numbers
Busy Verification	Secrecy
Call Park and Retrieve	Serial Call
Lockout	Switched Loop Operation
	Through Dialing
	Two-Way Splitting

2. <u>Optional Features</u>	<u>Nonrecurring Connection Charge (1)</u>	<u>Monthly Rate</u>
Account Codes (3)	\$25.00	\$5.00
Authorization Codes (3)	25.00	5.00
Dictation Access	25.00	7.00
Foreign Exchanges, WATS & TIE Lines (2)(3)	60.00	35.00
Loud Speaker/Radio		
Paging Access	25.00	10.00
Meet Me Conference (3)	25.00	15.00
PBX Trunk Termination (3)	25.00	7.00
Station Controlled Conference (3)	25.00	15.00
Station Speed Calling		
8 Per List	10.00	3.00
8 Control Station	--	3.00
Ea. Add'l Station	--	1.50
30 Per List	15.00	4.00
30 Control Station	--	4.00
Ea. Add'l Station	--	3.00

## Notes:

- (1) Applies at the time of installation. Subsequently, the Feature Processing Charge applies as specified in Paragraph E following.
- (2) In addition to all other Tariff charges.
- (3) Not available in the Denver and Manheim exchanges due to equipment limitations.

INTRALATA TOLL USAGE AND MILEAGE CHARGES

## 1. TIMING OF CALLS

- 1.1.1 Unless otherwise indicated, all calls are timed in one minute increments and all calls which are fractions of a minute are rounded up to the next whole minute.
- 1.1.2 For station to station calls, call timing begins when a connection is established between the calling telephone and the called telephone station.
- 1.1.3 For person to person calls, call timing begins when connection is established between the calling person and the particular person, station or mobile unit specified or an agreed alternate.
- 1.1.4 Call timing ends when the calling station "hangs up, thereby releasing the network connection. If the called station "hangs up" but the calling station does not, chargeable time ends when the network connection is released either by automatic timing equipment in the telephone network or by the Company operator.
- 1.1.5 Calls originating in one time period as defined in Section 1.2 and terminating in another will be billed the rates in effect at the beginning of each minute.

INTRALATA USAGE AND MILEAGE CHARGES (cont'd)

1.2 TIME PERIODS DEFINED

Unless otherwise indicated in this Tariff, the following time periods apply.

1.2.1 Peak: 7:00 a.m. to, but not including, 7:00 p.m. - Monday through Friday

1.2.3 Off-Peak: 7:00 p.m. to, but not including, 7:00 a.m. - Sunday through Friday  
All day Saturday and Sunday  
All Holidays

1.2.4 Holidays include Christmas, New Year's Day, Thanksgiving, Independence Day, and Labor Day.

1.2.5 All times refer to local time.

INTRALATA USAGE AND MILEAGE CHARGES (cont'd)

1.3 REGULATIONS AND COMPUTATION OF MILEAGE

Calls for which rates are mileage sensitive are rated on the airline distance between the originating rate center and the terminating rate center.

1.3.1 Originating Rate Center

A customer's primary local exchange number includes an NXX code that is associated with a specific rate center. The originating point of all calls charged to that customer's account shall be the location of the customer's rate center.

1.3.2 Terminating Rate Center

The terminating point for all calls shall be the location of the local rate center associated with the called number.

1.3.3 Calculation of Mileage

Usage charges for all mileage sensitive products are based on the airline distance between serving wire centers associated with the originating and terminating points of the call. The serving wire centers of a call are determined by the area codes and exchanges of the origination and destination points.

The distance between any two rate centers is determined as follows:

INTRALATA USAGE AND MILEAGE CHARGES (cont'd)

## 1.3 REGULATIONS AND COMPUTATION OF MILEAGE (cont'd)

## 1.3.3 Calculation of Mileage (cont'd)

Airline mileage, where mileage is the basis for rating calls, is obtained by using the "V" and "H" coordinates assigned to each rate center and contained in NECA FCC TARIFF NO. 4 or successor tariffs. To determine the airline distance between any two locations, proceed as follows:

- a. Obtain the "V" and "H" coordinates for each location. The "V" coordinate is the first four digits in the "VH" column. The "H" coordinate is the next four digits.
- b. Obtain the difference between the "V" coordinates of each of the locations. Obtain the difference between the "H" coordinates.
- c. Square each difference obtained in step b., above.
- d. Add the square of the "V" difference and the "H" difference obtained in step c., above.
- e. Divide the sum of the square by 10. Round to the next higher whole number if any fraction is obtained.
- f. Obtain the square root of the whole number result obtained above. Round to the next higher whole number if any fraction is obtained. This is the airline mileage.

Formula:

$$\sqrt{\frac{(V_1 - V_2)^2 + (H_1 - H_2)^2}{10}}$$

Section 4 - INTRALATA USAGE AND MILEAGE CHARGES (cont'd)

## 1.4 CALL CHARGES

Rates are based on the duration of the call as measured according to Section 1.1 above, time of day rate period of the call as described in Section 1.2 and the airline mileage between points of the call as described in Section 1.3. In addition, where live or automated operator assistance is required for call completion or billing, a per call service applies.

Charges for all classes of calls may be to the calling station, to the called station when the called party agrees to accept the charges, to an authorized telephone number which is not the called station or the calling station (3rd number billing), or to an authorized calling card.

## 1.4.1 Usage Charges

Minimum:

Rates may be reduced selectively and in varying amounts, down to incremental cost, on one day's notice to customers and the Public Service Commission.

Maximum:

Mileage	Peak		Off-Peak	
	First Minute	Each Additional Minute	First Minute	Each Additional Minute
0 -8	\$0.15	\$0.15	\$0.15	\$0.15
9 -13	0.15	0.15	0.15	0.15
over 13	0.15	0.15	0.15	0.15

STARGATE LOCAL SERVICES, LLC

Section 9  
Original Sheet 6INTRALATA USAGE AND MILEAGE CHARGES (cont'd)

## 1.4 CALL CHARGES (cont'd)

## 1.4.2 Per Call Service Charges

The following service charges apply to intraLATA toll calls for which live or automated operator assistance is provided for call completion and/or billing.

	<u>Minimum</u>	<u>Maximum</u>
Customer Dialed Calling Card	\$0.01	\$0.60
Person to Person	\$0.01	\$3.75
3rd Number Billed	\$0.01	\$1.60
All other Operator Assistance	\$0.01	\$1.25

<u>DOC. TYPE &amp; DATE</u>	<u>RECIPIENT</u>	<u>AUTHOR</u>
Letter Dated May 8, 1997	Jeffrey M. Schlossberg, Esq.	Dolores Kushel
Letter Dated March 24, 1997	Brian S. Cousins Baker & Mckenzie	Jeffrey M. Schlossberg, Esq.
Fax Cover Sheet Confirmation Dated March 24, 1997	Brian S. Cousins Baker & Mckenzie	Jeffrey M. Schlossberg, Esq.
Handwritten Note Dated February 7, 1997	Jack Fok	Dolores Kushel
Handwritten Note Dated January 30, 1997		Jeffrey M. Schlossberg, Esq.
Letter Dated Jan. 23, 1997	Dolores Kushel	Jack Fok, Belford, Inc.
Telephone Message Slip Dated January 22, 1997	Nancy Schess, Esq.	Dolores Kushel
Letter Dated Jan. 15, 1997	Jack Fok, Belford, Inc.	Jeffrey M. Schlossberg, Esq.
Confidential Notes		Jeffrey M. Schlossberg, Esq.
Telephone Message Slip Dated Jan. 14, 1997	Dolores Kushel	Jeffrey M. Schlossberg, Esq.
Handwritten Notes		Dolores Kushel
Handwritten Notes		Nancy Schess, Esq.
Fax Cover Sheet Confirmation Dated Jan. 16, 1997	Dolores Kushel	Jeffrey M. Schlossberg, Esq.
Letter Dated Jan. 15, 1997	Jack Fok, Belford, Inc.	Jeffrey M. Schlossberg, Esq.
Letter Dated Jan. 13, 1997	Dolores Kushel	Jeffrey M. Schlossberg, Esq.
Memo Dated Jan. 13, 1997	Klein Zelman Employees	Patricia Castrovinci

**EXHIBIT 4**



What Internet Service Should Be.™

December 4, 1998

Memorandum to the File:

Stargate Local Services, LLC was organized under a Certificate of Organization dated 11/11/98. Stargate Local Services' tax EIN # is 25-1822528.

This company is a newly formed Subsidiary of Stargate Industries, LLC. Stargate Local services has the full faith and financial backing of Industries LLC, however, does not any financial operating history as it has just been formed. It has not generated any revenues to date, as it has not engaged in any operating activities.

Stargate Industries, LLC

A handwritten signature in black ink, appearing to read "Marcus L. Ruscitto". The signature is fluid and cursive, with a prominent loop at the end.

Marcus L. Ruscitto  
President and CEO



**STAR GATE**  
INDUSTRIES, LLC

**October 1998 Board of Directors Package**

**Financial Information**

**November 20, 1998**

*Privileged and Confidential*

**Stargate Industries, LLC**  
**Balance Sheet-Unaudited**  
As of the month ended, 1998 as indicated

	January 1998	February 1998	March 1998	April 1998	May 1998	June 1998	July 1998	August 1998	September 1998	October 1998
<b>ASSETS</b>										
<b>Current Assets:</b>										
Cash and Cash Equivalents	212,200	329,112	252,692	137,605	116,992	217,393	423,151	180,256	99,984	100,502
Accounts Receivable (net of allowance of \$29,827)	211,252	232,437	270,958	308,311	375,494	420,874	448,473	488,996	548,051	537,501
Stock Receivable from management	-	-	-	-	-	440,000	-	-	-	-
Prepaid Expenses and Other Current Assets	-	10,334	-	-	942	2,156	19,312	6,018	4,265	15,039
<b>Total Current Assets</b>	<b>423,452</b>	<b>571,883</b>	<b>523,650</b>	<b>445,916</b>	<b>493,428</b>	<b>1,080,423</b>	<b>890,936</b>	<b>675,270</b>	<b>652,300</b>	<b>653,042</b>
<b>Long Term Assets:</b>										
Term Deposits ( including escrowed monies)	280,030	52,030	52,030	74,501	116,129	116,129	118,609	121,180	97,322	101,593
<b>Fixed Assets:</b>										
Leasehold Improvements	37,368	37,368	37,368	42,189	100,551	100,729	281,003	283,461	283,792	260,209
Telco Line Installations	5,500	22,350	22,350	22,350	26,550	53,850	56,981	60,507	77,000	88,833
Office Equip, Furniture and Fixtures	32,327	32,327	32,327	32,327	34,535	38,081	55,228	64,703	67,294	47,288
Computer Equipment-Hardware Owned	243,015	248,047	278,626	292,411	298,113	316,040	323,350	333,739	407,386	367,382
Computer Equipment-Software Owned	23,368	23,368	23,368	23,368	23,368	23,998	23,998	24,128	24,128	24,128
Equipment Under Capital Lease	1,288,793	1,293,793	1,293,793	1,700,698	1,816,988	1,816,988	1,816,988	1,587,884	1,587,884	1,665,951
<b>Total PP&amp;E</b>	<b>1,630,371</b>	<b>1,657,253</b>	<b>1,687,832</b>	<b>2,113,343</b>	<b>2,300,105</b>	<b>2,349,686</b>	<b>2,557,548</b>	<b>2,354,292</b>	<b>2,447,484</b>	<b>2,453,791</b>
Accumulated Depreciation	(613,261)	(654,796)	(696,334)	(748,990)	(807,499)	(866,008)	(926,016)	(902,489)	(965,751)	(901,055)
<b>Net PP&amp;E</b>	<b>1,017,110</b>	<b>1,002,457</b>	<b>991,498</b>	<b>1,364,353</b>	<b>1,492,606</b>	<b>1,483,678</b>	<b>1,631,532</b>	<b>1,451,803</b>	<b>1,481,733</b>	<b>1,552,736</b>
Intangible Assets, net of Amortization	3,696,225	3,667,144	3,639,960	3,661,460	3,633,449	3,605,679	3,581,241	3,560,524	3,532,662	3,512,692
<b>TOTAL ASSETS</b>	<b>5,416,817</b>	<b>5,293,514</b>	<b>5,207,138</b>	<b>5,546,230</b>	<b>5,735,612</b>	<b>6,285,909</b>	<b>6,222,318</b>	<b>5,808,777</b>	<b>5,764,037</b>	<b>5,820,063</b>
<b>LIABILITIES</b>										
<b>Current Liabilities:</b>										
Accounts Payable	1,023,291	963,254	930,701	1,021,618	1,148,769	1,052,542	1,011,493	873,075	940,440	914,175
Accrued Liabilities, Equipment Pending Lease & Deferred Revenue	344,376	408,248	455,984	456,299	518,201	510,462	512,534	479,234	478,255	482,511
Notes Payable	148,800	148,800	148,800	148,800	148,880	148,880	148,880	148,880	148,880	148,880
<b>Total Current Liabilities</b>	<b>1,516,467</b>	<b>1,520,302</b>	<b>1,535,485</b>	<b>1,626,717</b>	<b>1,815,850</b>	<b>1,711,884</b>	<b>1,672,907</b>	<b>1,501,189</b>	<b>1,567,575</b>	<b>1,545,566</b>
<b>Long Term Debt:</b>										
Notes Payable	278,200	268,200	255,797	243,514	231,205	218,862	356,498	342,730	328,941	315,130
Capital Lease Obligations	822,193	798,188	774,100	1,143,033	1,228,389	1,189,753	1,155,334	954,411	907,881	995,189
<b>Total Long Term Debt</b>	<b>1,100,393</b>	<b>1,066,388</b>	<b>1,029,897</b>	<b>1,386,547</b>	<b>1,459,594</b>	<b>1,408,615</b>	<b>1,511,832</b>	<b>1,297,141</b>	<b>1,236,822</b>	<b>1,310,319</b>
<b>Equity:</b>										
Capital	5,073,121	5,073,121	5,073,121	5,073,121	5,073,121	5,864,901	5,864,901	5,864,901	5,864,901	5,867,060
Retained Deficit	(2,273,164)	(2,366,297)	(2,431,365)	(2,540,155)	(2,612,953)	(2,699,491)	(2,827,322)	(2,854,454)	(2,905,261)	(2,902,882)
<b>Total Equity</b>	<b>2,799,957</b>	<b>2,706,824</b>	<b>2,641,756</b>	<b>2,532,966</b>	<b>2,460,168</b>	<b>3,165,410</b>	<b>3,037,579</b>	<b>3,010,447</b>	<b>2,959,640</b>	<b>2,964,178</b>
<b>TOTAL LIABILITIES AND EQUITY</b>	<b>5,416,817</b>	<b>5,293,514</b>	<b>5,207,138</b>	<b>5,546,230</b>	<b>5,735,612</b>	<b>6,285,909</b>	<b>6,222,318</b>	<b>5,808,777</b>	<b>5,764,037</b>	<b>5,820,063</b>

**Stargate Industries, LLC**  
**Income Statement-Unaudited**  
**For month and month period ended as indicated, 1998**

	January	February	March	1st Quarter	April	May	June	2nd Quarter	July	August	September	3rd Quarter	October
<b>Revenue:</b>													
Residential Dial-Up Accounts	100,270	245,617	261,738	607,625	264,924	274,093	282,923	821,940	299,931	310,306	316,894	927,131	333,715
Dedicated Accounts	20,287	50,729	48,191	119,207	55,402	64,638	60,533	180,573	64,202	80,658	68,281	213,141	77,373
Web Packages	15,965	22,934	24,416	63,315	27,368	31,449	35,410	94,227	36,180	34,575	40,211	110,966	45,760
Commercial Accounts	15,941	50,590	58,908	125,439	64,273	80,350	79,394	224,017	82,279	83,441	92,080	257,800	98,369
Domain Hosting, etc.	4,874	6,379	6,828	18,031	7,563	8,113	8,611	24,287	8,668	8,746	9,433	26,847	8,442
One Time Charges, Dial-up	950	4,763	20,553	26,266	31,597	11,733	21,995	65,325	16,545	26,670	40,511	83,726	32,320
One Time Charges, Commercial	6,500	41,584	16,429	64,513	32,864	17,354	22,646	72,864	43,219	36,039	59,539	138,797	68,671
<b>Total Revenue</b>	<b>164,787</b>	<b>422,596</b>	<b>437,063</b>	<b>1,024,446</b>	<b>483,991</b>	<b>487,730</b>	<b>511,512</b>	<b>1,483,233</b>	<b>551,024</b>	<b>580,435</b>	<b>626,949</b>	<b>1,758,408</b>	<b>664,650</b>
<i>Recurring Commercial as a % Growth Over Previous Month</i>	<i>35%</i>	<i>31%</i> <i>156%</i>	<i>31%</i> <i>1%</i>	<i>32%</i>	<i>32%</i> <i>11%</i>	<i>38%</i> <i>1%</i>	<i>36%</i> <i>5%</i>	<i>35%</i>	<i>35%</i> <i>8%</i>	<i>36%</i> <i>5%</i>	<i>33%</i> <i>8%</i>	<i>35%</i>	<i>35%</i> <i>6%</i>
<b>Costs and Expenses:</b>													
Cost of Revenue	279,462	369,976	366,929	1,016,367	419,223	405,222	412,337	1,236,782	428,705	413,872	447,519	1,290,096	468,900
<b>Gross Profit</b>	<b>(114,675)</b>	<b>52,620</b>	<b>70,134</b>	<b>8,079</b>	<b>64,768</b>	<b>82,508</b>	<b>99,175</b>	<b>246,451</b>	<b>122,319</b>	<b>166,563</b>	<b>179,430</b>	<b>468,312</b>	<b>195,750</b>
<b>Selling, General and Administrative</b>													
Sales and Marketing	118,982	55,232	45,627	219,841	84,825	56,472	91,660	232,957	144,248	97,565	125,111	366,924	183,419
General and Administrative	38,129	45,545	42,278	125,952	45,119	59,831	52,384	157,334	60,481	56,198	61,763	178,442	69,575
<b>Total SG&amp;A</b>	<b>157,111</b>	<b>100,777</b>	<b>87,905</b>	<b>345,793</b>	<b>129,944</b>	<b>116,303</b>	<b>144,044</b>	<b>390,291</b>	<b>204,729</b>	<b>153,763</b>	<b>186,874</b>	<b>545,366</b>	<b>252,994</b>
<b>Loss from operations</b>	<b>(271,786)</b>	<b>(48,157)</b>	<b>(17,771)</b>	<b>(337,714)</b>	<b>(65,176)</b>	<b>(33,795)</b>	<b>(44,869)</b>	<b>(143,840)</b>	<b>(82,410)</b>	<b>12,800</b>	<b>(7,444)</b>	<b>(77,054)</b>	<b>(57,244)</b>
Interest Income	-	-	-	-	-	-	-	-	-	-	-	-	-
Interest Expense	13,600	15,504	18,348	47,452	14,378	10,171	11,755	36,304	16,125	10,955	15,266	42,346	16,027
Other Income	(1,772)	(138)	(512)	(2,422)	(90)	(1,216)	(4,109)	(5,415)	(1,089)	(1,243)	(1,633)	(3,965)	(2,573)
Other Expense	281	335	186	802	51	338	4,313	4,702	675	510	20	1,205	19
<b>Loss Before Goodwill Amortization</b>	<b>(283,895)</b>	<b>(63,856)</b>	<b>(35,793)</b>	<b>(383,546)</b>	<b>(79,515)</b>	<b>(43,088)</b>	<b>(56,828)</b>	<b>(179,431)</b>	<b>(98,121)</b>	<b>2,578</b>	<b>(21,097)</b>	<b>(116,640)</b>	<b>(70,717)</b>
Amortization of Goodwill	-	29,275	29,275	58,550	29,275	29,710	29,710	88,695	29,710	29,710	29,710	89,130	29,825
<b>Net Loss</b>	<b>(283,895)</b>	<b>(93,133)</b>	<b>(65,068)</b>	<b>(442,096)</b>	<b>(108,790)</b>	<b>(72,798)</b>	<b>(86,538)</b>	<b>(268,126)</b>	<b>(127,831)</b>	<b>(27,132)</b>	<b>(50,807)</b>	<b>(205,770)</b>	<b>(100,542)</b>
<b>EBITDA</b>	<b>(237,060)</b>	<b>(6,321)</b>	<b>23,765</b>	<b>(219,616)</b>	<b>(12,517)</b>	<b>24,713</b>	<b>13,639</b>	<b>25,835</b>	<b>(16,513)</b>	<b>76,063</b>	<b>55,819</b>	<b>115,369</b>	<b>4,054</b>

**Stargate Industries, LLC**  
**Statement of Cash Flows-Unaudited**  
**For the Month Ended October 31, 1998**

Cash Flows From Operating Activities		
Net Loss		(100,542)
Add items not affecting cash		
Depreciation	61,297	
Amortization	29,825	
Change in reserve for bad debts	997	
Increase in Accounts Receivable	(5,919)	
Decrease in Accounts Payable	(8,991)	
Effect of 1997 Audit Adjustments on Assets	(100,369)	
Effect of 1997 Audit Adjustments on Liabilities	(467)	
Effect of 1997 Audit Adjustments on Retained Earnings	102,921	
Increase in Prepaid Expenses	(10,560)	
Increase in Other Payables	(19,628)	
<i>Total Adjustments</i>	<u>49,106</u>	
Net Cash Provided by Operating Activities		<u>(51,436)</u>
Cash Flows From Investing Activities		
Capital Expenditures and deposits	(17,365)	
Increase in Intangible assets	(13,414)	
Net Cash Used in Investing Activities		<u>(30,779)</u>
Cash Flows From Financing Activities		
New Capital Lease & Other Equipment Financing	138,510	
Principal Repayments On Notes	(13,811)	
Repayment of Principal Portion of Capital Leases	(41,966)	
Net Cash Provided by Financing Activities		<u>82,733</u>
Increase in Cash and Cash Equivalents		518
Cash and Cash Equivalents at the Beginning of the Month		<u>99,984</u>
Cash and Cash Equivalents at the End of the Month		<u><u>100,502</u></u>

Expenses	January 1998	February 1998	March 1998	Quarter #1 1998	April 1998	May 1998	June 1998	July 1998	August 1998	September 1998	October 1998	November 1998	December 1998	1998 YTD
Subcontractor Expenses	-	1,052	-	1,052	10,488	263	5,330	2,659	334	6,745	7,424	-	-	34,295
Direct Expenses	-	985	-	985	-	-	-	-	-	-	780	-	-	1,765
Alliance Partners - ACS & CT	255	260	275	790	285	295	295	305	205	-	285	-	-	2,460
Alliance Partners - Washor	-	-	-	-	-	-	-	-	-	-	-	-	-	-
Memberships	1,887	1,590	385	3,862	169	290	84	251	310	385	75	-	-	5,426
Advertising Expense	93,233	8,793	16,850	118,876	29,862	24,733	62,444	80,303	61,351	87,273	99,538	-	-	564,380
Advertising Expense-Trade Spots	3,347	3,347	3,866	10,560	3,866	3,866	5,816	4,535	5,896	7,206	6,745	-	-	48,490
Subscriptions	37	39	-	76	-	-	18	-	-	-	94	-	-	94
Salos Salaries	21,131	40,564	22,713	84,408	44,146	24,359	20,457	58,794	28,676	29,032	72,944	-	-	363,218
A/R write-offs, Credits & Bad Debts	5,000	5,000	5,000	15,000	5,000	5,000	8,319	6,149	8,290	12,500	16,600	-	-	76,858
Interest Expense	13,045	15,369	17,578	45,992	13,586	8,026	11,722	15,252	10,955	15,066	15,853	-	-	137,452
Bank Charges	555	135	710	1,400	792	1,145	33	873	-	200	174	-	-	4,677
Insurance Expense	8,467	4,139	130	12,736	-	3,286	472	54	3,365	969	1,933	-	-	22,815
Customer Equipment Passthrough	-	-	-	-	-	20,982	9,956	15,150	11,094	32,073	16,719	-	-	105,974
Credit Card discount Expense	-	-	1,016	1,016	11,347	6,515	8,136	12,530	12,560	12,500	12,939	-	-	83,633
Depreciation Expense	34,726	41,516	41,536	117,778	52,657	58,508	58,508	60,008	63,263	63,263	61,298	-	-	535,305
Discounts Taken	-	-	-	-	-	-	-	-	-	-	-	-	-	-
Employee benefits	23,541	13,699	12,218	49,458	15,430	13,954	14,472	23,979	17,493	18,177	27,892	-	-	160,855
Miscellaneous Expenses	-	-	-	-	151	3,482	195	1,360	128	458	5,399	-	-	11,173
News Feed	-	-	214	214	-	100	-	-	-	-	1,107	-	-	1,321
Shipping costs products/customers	68	-	622	690	-	-	-	-	-	-	-	-	-	1,317
Postage, Fed-Ex, UPS, etc	1,534	142	1,341	3,017	1,112	1,275	1,284	2,504	1,603	2,094	1,987	-	-	15,163
Office Supplies	2,305	3,343	3,403	9,051	3,734	2,208	2,490	3,928	4,301	3,025	2,654	-	-	31,391
Printing and copy expense	456	1,213	1,403	3,072	2,274	3,890	1,484	317	1,497	1,600	1,030	-	-	14,439
Rent Expense	4,500	12,434	10,314	27,248	9,063	10,741	13,156	13,156	13,156	14,005	13,156	-	-	113,707
Rent Other	-	6,800	-	6,800	-	-	-	-	-	400	(400)	-	-	-
Salaries expense	33,046	89,183	88,037	210,266	162,262	109,667	120,001	122,885	124,951	123,828	145,056	-	-	1,058,886
Electric expense	1,507	944	1,272	3,723	1,720	1,753	4,174	3,634	2,691	2,866	2,712	-	-	23,286
Consultants	10,840	6,664	12,032	29,536	14,369	24,950	12,432	13,083	15,351	13,083	9,083	-	-	131,587
Financial advisors	-	-	-	-	-	-	-	-	-	-	-	-	-	-
Domain registration Network Solutions/InterNIC	3,204	3,050	440	6,694	-	-	35	-	-	-	70	-	-	6,755
Income Taxes	-	300	-	300	-	-	-	5,889	-	-	-	-	-	6,189
PA Corporate taxes	-	-	-	-	-	-	-	-	-	-	-	-	-	-
Telephone and fax expense	133,461	175,185	165,225	473,871	170,496	153,725	166,109	161,951	153,696	159,136	158,148	-	-	1,567,413
Telephone Spots	34	-	-	34	686	950	910	1,624	1,910	1,020	1,404	-	-	8,538
UN/Nat monthly charges	18,605	18,342	11,766	48,713	19,659	21,362	13,861	11,435	9,680	7,269	6,680	-	-	141,659
TCG Curtail charges	12,024	13,460	11,340	36,824	11,340	11,340	11,340	11,340	11,340	11,340	11,340	-	-	116,204
Business development	758	777	965	2,500	1,983	-	1,459	-	145	-	1,107	-	-	7,194
Trade shows and conferences	55	-	125	180	2,417	(376)	-	295	-	-	2,055	-	-	4,571
Travel expense	-	138	-	138	-	-	-	-	-	-	-	-	-	138
Parking	-	-	430	430	277	-	-	4	-	-	711	-	-	1,442
Hotels	-	-	-	-	-	-	-	-	-	-	-	-	-	-
Sales promotion and publicity	-	-	-	-	-	-	-	-	-	-	-	-	-	-
Utilities expense	524	681	519	1,724	402	286	17	386	101	30	51	-	-	2,997
Building security	72	72	72	216	76	151	-	78	76	76	76	-	-	742
Vehicle Expense	200	-	200	200	-	1,236	-	-	-	-	-	-	-	1,436
Operating lease expense	4,917	6,517	2,952	14,386	5,017	3,079	1,606	1,200	2,994	7,086	6,118	-	-	41,486
Equipment maintenance	5,439	-	928	6,367	1,686	295	558	1,772	-	2,590	4,281	-	-	17,549
Offices Maintenance	475	677	99	1,251	506	308	731	899	672	1,417	1,818	-	-	7,600
Penalties and interest	-	-	-	-	-	30	-	1,055	1,630	-	-	-	-	2,715
Late Charges	316	884	41	1,241	310	596	3,137	-	-	-	-	-	-	5,284
Payroll expense	180	310	241	731	37	158	-	352	238	-	1,997	-	-	1,997
Sales tax paid	1,956	2,325	3,106	7,387	3,296	2,714	3,154	2,195	2,182	2,526	5,328	-	-	28,782
Expense report-other expenses	1,604	4,067	1,670	7,341	2,966	2,458	913	2,676	2,049	4,851	6,572	-	-	31,826
Char Contribs/Pass through equipment charges	428	828	23,048	24,304	16,787	125	-	662	250	300	42,438	-	-	42,438
Other income	(1,772)	(138)	(512)	(2,422)	(90)	(1,216)	(4,109)	(1,089)	(1,243)	(1,633)	(2,573)	-	-	(14,375)
Other Expenses	281	335	186	802	51	338	4,313	675	510	20	19	-	-	6,728
Legal Fees	4,443	(987)	1,687	5,143	1,436	965	1,028	1,039	2,057	3,270	2,409	-	-	18,247
Amortization of Goodwill	-	29,275	29,275	58,550	29,275	29,710	29,710	29,710	29,710	29,710	29,825	-	-	268,200
Accounting and auditing	2,000	2,000	2,000	6,000	2,000	2,000	2,000	2,000	2,000	2,000	2,000	-	-	20,000
General clearing account	-	-	-	-	-	2	-	-	-	-	-	-	-	2
<b>Total Expenses</b>	<b>448,682</b>	<b>\$15,729</b>	<b>502,131</b>		<b>592,781</b>	<b>560,528</b>	<b>598,050</b>	<b>678,655</b>	<b>607,567</b>	<b>677,756</b>	<b>765,192</b>	-	-	<b>5,047,271</b>
<b>Net Income / loss</b>	<b>(283,895)</b>	<b>(83,133)</b>	<b>(65,068)</b>		<b>(106,790)</b>	<b>(72,788)</b>	<b>(88,538)</b>	<b>(127,831)</b>	<b>(27,132)</b>	<b>(50,807)</b>	<b>(100,542)</b>	-	-	<b>(1,024,415)</b>

<u>Oct-98</u>	<i>Plan</i>	<i>Actual</i>	<i>Diff</i>
<b>TOTAL REVENUE</b>	<b>676,590</b>	<b>664,650</b>	<b>(11,940)</b>
Expenses:			
Subcontractor Expenses	3,518	7,424	3,907
Direct Expenses	670	780	110
Alliance Partners - ACS & CT	338	285	(53)
Alliance Partners - Wasnor	-	-	-
Memberships	385	75	(310)
Advertising Expense	127,375	99,538	(27,837)
Advertising Expense-Trade Spots	3,866	6,745	2,879
Subscriptions	-	-	-
Sales Salaries	89,095	72,944	(16,151)
A/R write-offs / Bad Debts	5,000	16,600	11,600
Interest Expense	16,888	15,853	(1,035)
Bank Charges	385	174	(211)
Insurance Expense	9,500	1,933	(7,567)
Customer Equipment Passthrough	21,000	16,719	(4,281)
Credit Card discount Expense	7,934	12,939	5,005
Depreciation Expense	81,311	61,298	(20,013)
Discounts Taken	-	-	-
Employee benefits	22,810	27,892	5,083
Miscellaneous Expenses	-	5,399	5,399
News Feed	-	-	-
Shipping costs-products/customers	1,066	1,107	41
Postage, Fed-Ex, UPS, etc.	242	1,987	1,745
Office Supplies	5,832	2,654	(3,178)
Printing and copy expense	1,321	1,030	(291)
Rent Expense	15,000	13,156	(1,844)
Rent-Other	-	(400)	(400)
Salaries expense	139,000	145,056	6,056
Electric expense	1,800	2,712	912
Consultants	12,032	9,083	(2,949)
Financial advisors	-	-	-
Domain registration-Network Solutions/ Internic	-	70	70
Income Taxes	-	-	-
PA Corporate taxes	-	-	-
Telephone and fax expense	152,347	158,148	5,801
Telephone-lpass	-	1,404	1,404
UNet monthly charges	15,000	9,680	(5,320)
TCG CurfNet charges	14,340	11,340	(3,000)
Business development	1,358	1,107	(251)
Trade shows and conferences	125	2,055	1,930
Travel expense	500	-	(500)
Parking	-	-	-
Hotels	500	-	(500)
Sales promotion and publicity	-	-	-
Utilities expense	730	51	(679)
Building security	-	76	76
Vehicle Expense	-	-	-
Operating lease expense	4,800	6,118	1,318
Equipment maintenance	1,141	4,281	3,140
Offices Maintenance	122	1,818	1,696
Penalties and interest	-	-	-
Late Charges	47	-	(47)
Pagers expense	442	481	39
Sales tax paid	4,422	5,328	906
Expense reports	2,935	8,572	5,637
Pass through equipment charges	-	-	-
Other Income	(512)	(2,573)	(2,061)
Other Expenses	232	19	(213)
Legal Fees	2,075	2,409	334
Amortization of Good will	29,275	29,825	550
Accounting and auditing	2,000	2,000	-
General clearing account	-	-	-
<b>Total Expenses</b>	<b>798,247</b>	<b>765,192</b>	<b>(33,055)</b>
<b>Net Income / loss</b>	<b>(121,657)</b>	<b>(100,542)</b>	<b>(21,115)</b>

	<u>Oct-98</u> YTD Plan	<u>Oct-98</u> YTD Actual	<u>Oct-98</u> YTD Diff
<b>TOTAL REVENUE</b>	<b>4,909,109</b>	<b>4,930,737</b>	<b>21,628</b>
Expenses:			
Subcontractor Expenses	26,300	34,295	7,996
Direct Expenses	5,056	1,765	(3,291)
Alliance Partners - ACS & CT	2,960	2,460	(500)
Alliance Partners - Wasnor	-	-	-
Memberships	6,557	5,426	(1,131)
Advertising Expense	581,950	558,680	(23,270)
Advertising Expense-Trade Spots	37,622	48,490	10,868
Subscriptions	76	94	18
Sales Salaries	384,985	363,218	(21,767)
A/R write-offs / Bad Debts	50,000	76,858	26,858
Interest Expense	156,838	134,889	(21,949)
Bank Charges	3,770	4,677	907
Insurance Expense	66,757	25,378	(41,379)
Customer Equipment Passthrough	151,637	148,112	(3,525)
Credit Card discount Expense	44,614	83,633	39,019
Depreciation Expense	630,909	535,305	(95,604)
Discounts Taken	-	-	-
Employee benefits	170,783	180,855	10,073
Miscellaneous Expenses	-	11,173	11,173
News Feed	214	314	100
Shipping costs-products/customers	6,684	1,797	(4,887)
Postage, Fed-Ex, UPS, etc.	3,176	15,163	11,987
Office Supplies	41,844	31,391	(10,453)
Printing and copy expense	9,423	14,439	5,016
Rent Expense	134,637	113,707	(20,930)
Rent-Other	8,600	6,800	(1,800)
Salaries expense	1,105,369	1,058,886	(46,483)
Electric expense	14,664	23,286	8,622
Consultants	138,760	131,587	(7,173)
Financial advisors	-	-	-
Domain registration-Network Solutions/ Internic	6,700	6,755	55
Income Taxes	300	6,189	5,889
PA Corporate taxes	-	-	-
Telephone and fax expense	1,508,900	1,597,413	88,513
Telephone-ipass	34	8,538	8,504
UUNet monthly charges	144,342	141,659	(2,683)
TCG CurtNet charges	133,684	116,204	(17,480)
Business development	10,750	7,194	(3,556)
Trade shows and conferences	1,055	4,571	3,516
Travel expense	3,638	138	(3,500)
Parking	1,430	711	(719)
Hotels	3,500	-	(3,500)
Sales promotion and publicity	-	-	-
Utilities expense	6,161	2,997	(3,164)
Building security	360	747	387
Vehicle Expense	200	1,436	1,236
Operating lease expense	46,375	41,486	(4,889)
Equipment maintenance	13,691	17,549	3,858
Offices Maintenance	2,032	7,600	5,568
Penalties and interest	-	2,715	2,715
Late Charges	1,552	5,284	3,732
Pagers expense	3,488	1,997	(1,491)
Sales tax paid	33,016	28,782	(4,234)
Expense report-other expenses	25,080	37,526	12,446
Pass through equipment charges	707	300	(407)
Other Income	(6,006)	(14,375)	(8,369)
Other Expenses	2,297	6,728	4,431
Legal Fees	18,457	18,247	(210)
Amortization of Good will	263,475	266,200	2,725
Accounting and auditing	20,000	20,000	-
General clearing account	-	-	-
<b>Total Expenses</b>	<b>6,029,403</b>	<b>5,947,269</b>	<b>(82,134)</b>
<b>Net Income / loss</b>	<b>(1,120,294)</b>	<b>(1,016,532)</b>	<b>(103,762)</b>

MODEL #1

- NO ACQUISITIONS
- NO BANK FACILITIES

**Stargate Industries, LLC**  
**Projected Balance Sheets**

	Jan-99	Feb-99	Mar-99	Apr-99	May-99	Jun-99	Jul-99	Aug-99	Sep-99	Oct-99	Nov-99	Dec-99
<b>ASSETS</b>												
<b>Current Assets:</b>												
Cash and Cash Equivalents	75,000	75,000	75,000	75,000	105,000	105,000	167,890	267,131	388,937	515,365	687,681	891,992
Accounts Receivable	636,334	646,797	679,164	707,549	732,608	752,193	800,666	839,665	871,683	925,946	967,357	1,002,415
Prepaid Expenses and Other Current Assets	15,039	15,039	15,039	15,039	15,039	15,039	15,039	15,039	15,039	15,039	15,039	15,039
<b>Total Current Assets</b>	<b>726,373</b>	<b>736,836</b>	<b>769,203</b>	<b>797,588</b>	<b>852,647</b>	<b>872,232</b>	<b>983,595</b>	<b>1,121,835</b>	<b>1,275,659</b>	<b>1,456,350</b>	<b>1,670,077</b>	<b>1,909,446</b>
<b>Long Term Assets:</b>												
Term Deposits	117,397	121,290	125,183	136,538	146,270	149,514	154,381	168,979	172,872	178,549	185,038	186,984
<b>Fixed Assets:</b>												
Fixed Assets, Including Equipment Under Capital Lease	2,933,791	3,053,791	3,173,791	3,523,791	3,823,791	3,923,791	4,073,791	4,523,791	4,643,791	4,818,791	5,018,791	5,078,791
<b>Total PP&amp;E</b>	<b>2,933,791</b>	<b>3,053,791</b>	<b>3,173,791</b>	<b>3,523,791</b>	<b>3,823,791</b>	<b>3,923,791</b>	<b>4,073,791</b>	<b>4,523,791</b>	<b>4,643,791</b>	<b>4,818,791</b>	<b>5,018,791</b>	<b>5,078,791</b>
Accumulated Depreciation	(845,141)	(923,514)	(1,005,737)	(1,093,553)	(1,190,884)	(1,293,272)	(1,400,079)	(1,512,852)	(1,635,822)	(1,763,615)	(1,892,646)	(2,026,509)
<b>Net PP&amp;E</b>	<b>2,088,650</b>	<b>2,130,277</b>	<b>2,168,054</b>	<b>2,430,238</b>	<b>2,632,907</b>	<b>2,630,519</b>	<b>2,673,712</b>	<b>3,010,939</b>	<b>3,007,969</b>	<b>3,055,176</b>	<b>3,126,145</b>	<b>3,052,282</b>
Intangible Assets, net of Amortization	3,423,142	3,392,142	3,361,142	3,330,142	3,299,142	3,268,142	3,237,142	3,206,142	3,175,142	3,144,142	3,113,142	3,082,142
<b>TOTAL ASSETS</b>	<b>6,355,562</b>	<b>6,380,545</b>	<b>6,423,583</b>	<b>6,694,506</b>	<b>6,930,967</b>	<b>6,920,407</b>	<b>7,048,830</b>	<b>7,507,895</b>	<b>7,631,643</b>	<b>7,834,217</b>	<b>8,094,402</b>	<b>8,230,855</b>
<b>LIABILITIES</b>												
<b>Current Liabilities:</b>												
Accounts Payable	1,185,229	1,180,052	1,170,210	1,136,946	1,139,278	1,077,558	1,107,702	1,125,237	1,142,267	1,189,682	1,201,715	1,203,788
Other Accrued Liabilities	482,511	482,511	482,511	482,511	482,511	482,511	482,511	482,511	482,511	482,511	482,511	482,511
Notes Payable and Term Debt-Current Portion	148,880	148,880	138,880	128,880	118,880	108,880	98,880	88,880	78,880	68,880	58,880	48,880
<b>Total Current Liabilities</b>	<b>1,816,620</b>	<b>1,811,443</b>	<b>1,791,601</b>	<b>1,748,337</b>	<b>1,740,669</b>	<b>1,668,949</b>	<b>1,689,093</b>	<b>1,696,628</b>	<b>1,703,658</b>	<b>1,741,073</b>	<b>1,743,106</b>	<b>1,735,179</b>
<b>Long Term Debt:</b>												
Notes Payable and Term Debt	294,130	287,130	280,130	273,130	266,130	259,130	252,130	245,130	238,130	231,130	224,130	217,130
Capital Lease Obligations, including current portion	1,286,859	1,330,601	1,371,390	1,633,726	1,838,727	1,841,088	1,889,598	2,227,082	2,231,299	2,285,913	2,360,288	2,292,711
<b>Total Long Term Debt</b>	<b>1,580,989</b>	<b>1,617,731</b>	<b>1,651,520</b>	<b>1,906,856</b>	<b>2,104,857</b>	<b>2,100,218</b>	<b>2,141,728</b>	<b>2,472,212</b>	<b>2,469,429</b>	<b>2,517,043</b>	<b>2,584,418</b>	<b>2,509,841</b>
<b>Equity:</b>												
Capital	5,867,060	5,867,060	5,867,060	5,867,060	5,867,060	5,867,060	5,867,060	5,867,060	5,867,060	5,867,060	5,867,060	5,867,060
Retained Deficit	(2,909,107)	(2,915,668)	(2,886,599)	(2,827,747)	(2,781,619)	(2,715,820)	(2,649,050)	(2,528,004)	(2,408,504)	(2,290,959)	(2,100,182)	(1,881,225)
<b>Total Equity</b>	<b>2,957,953</b>	<b>2,951,392</b>	<b>2,980,461</b>	<b>3,039,313</b>	<b>3,085,441</b>	<b>3,151,240</b>	<b>3,218,010</b>	<b>3,339,056</b>	<b>3,458,556</b>	<b>3,576,101</b>	<b>3,766,878</b>	<b>3,985,835</b>
<b>TOTAL LIABILITIES AND EQUITY</b>	<b>6,355,562</b>	<b>6,380,546</b>	<b>6,423,582</b>	<b>6,694,506</b>	<b>6,930,967</b>	<b>6,920,407</b>	<b>7,048,830</b>	<b>7,507,895</b>	<b>7,631,643</b>	<b>7,834,217</b>	<b>8,094,402</b>	<b>8,230,855</b>

Stargate Industries Projections

	January <u>1999</u>	February <u>1999</u>	March <u>1999</u>	April <u>1999</u>	May <u>1999</u>	June <u>1999</u>	July <u>1999</u>	August <u>1999</u>	September <u>1999</u>	October <u>1999</u>	November <u>1999</u>	December <u>1999</u>	YTD <u>1999</u>
Revenue:													
<b>Total Revenue</b>	788,431	828,044	864,919	910,875	954,806	991,594	1,046,662	1,093,912	1,151,269	1,201,969	1,254,300	1,315,387	12,402,168
<i>Recurring Commercial as a %</i>													
Costs and Expenses:													
<b>Cost of Revenue</b>	427,642	454,511	465,934	490,340	515,677	527,688	551,411	568,308	594,036	615,095	623,598	637,441	6,471,680
<b>Gross Profit</b>	360,789	373,533	398,985	420,535	439,129	463,906	495,251	525,604	557,233	586,874	630,702	677,946	5,930,488
Selling, General and Administrative													
Sales and Marketing	166,509	148,927	131,977	120,577	142,077	143,827	168,981	139,531	163,578	189,478	154,978	163,228	1,833,670
General and Administrative	169,335	177,223	182,783	184,257	191,109	193,047	197,102	200,989	207,130	211,695	216,886	226,621	2,358,180
<b>Total SG&amp;A</b>	335,844	326,150	314,761	304,835	333,187	336,875	366,083	340,520	370,708	401,173	371,864	389,849	4,191,850
<b>Profits from operations</b>	24,945	47,382	84,224	115,701	105,942	127,031	129,168	185,084	186,525	185,701	258,838	288,097	1,738,638
Net Interest Expense	19,898	21,259	22,441	24,168	27,146	28,577	29,757	31,411	34,413	35,559	35,481	36,577	346,687
Net Other Income / Expense	1,716	1,705	1,693	1,681	1,668	1,655	1,641	1,627	1,612	1,596	1,580	1,563	19,739
<b>Income Before Goodwill Amortization</b>	3,330	24,419	60,080	89,851	77,128	96,799	97,770	152,046	150,500	148,545	221,777	249,957	1,372,212
Amortization of Goodwill	31,000	31,000	31,000	31,000	31,000	31,000	31,000	31,000	31,000	31,000	31,000	31,000	372,000
<b>NET INCOME</b>	(27,670)	(6,581)	29,090	58,851	46,128	65,799	66,770	121,046	119,500	117,545	190,777	218,957	1,000,212
<b>EBITDA</b>	100,081	126,805	167,197	204,267	204,023	230,169	236,725	298,607	310,245	314,244	388,619	422,710	3,003,692

Stargate Industries Projections

	January 1999	February 1999	March 1999	April 1999	May 1999	June 1999	July 1999	August 1999	September 1999	October 1999	November 1999	December 1999	YTD 1999
<b>Total Revenue</b>	<b>788,431</b>	<b>828,044</b>	<b>864,919</b>	<b>910,875</b>	<b>954,806</b>	<b>991,594</b>	<b>1,048,662</b>	<b>1,093,912</b>	<b>1,151,269</b>	<b>1,201,969</b>	<b>1,254,300</b>	<b>1,315,367</b>	<b>12,402,168</b>
<b>Expenses:</b>													
Subcontractor Expenses ( 98 placement fees)	4,000	4,000	4,000	4,500	4,500	4,500	5,000	5,000	5,000	5,500	5,500	5,500	57,000
Placement Fees	3,500	3,500	3,500	3,500	3,500	3,500	3,500	3,500	3,500	3,500	3,500	3,500	42,000
Alliance Partners - ACS & CT	364	379	394	409	426	443	461	479	498	518	539	560	5,489
Sales Salaries	50,259	68,527	68,527	68,527	68,527	68,527	72,181	72,181	74,228	74,228	74,228	74,228	834,170
Memberships	385	405	405	405	405	405	405	405	405	405	405	405	4,840
Advertising Expense	109,250	73,400	56,450	45,050	66,550	68,300	89,800	60,350	82,350	108,250	73,750	82,000	915,500
Advertising Expense-Trade Spots	7,000	7,000	7,000	7,000	7,000	7,000	7,000	7,000	7,000	7,000	7,000	7,000	84,000
Subscriptions	15	15	15	15	15	15	15	15	15	15	15	15	180
A/R write-offs / Bad Debts (1.58% of Rev Run)	12,457	13,083	13,666	14,392	15,086	15,667	16,537	17,284	18,190	18,991	19,818	20,793	195,954
Interest Expense	19,498	20,842	22,008	23,718	26,677	28,090	29,250	30,884	33,865	34,989	34,889	35,960	340,671
Bank Charges	400	416	433	450	468	487	507	527	548	570	593	616	6,016
Insurance Expense	3,750	3,750	3,750	3,750	3,750	3,750	3,750	3,750	3,750	3,750	3,750	3,750	45,000
Customer Equipment Passthrough	25,000	25,000	25,000	30,000	30,000	30,000	37,500	37,500	37,500	37,500	37,500	37,500	390,000
Credit Card discount Expense	15,769	16,561	17,298	18,218	19,096	19,832	20,933	21,878	23,025	24,039	25,086	26,308	248,043
Depreciation Expense	74,086	78,373	82,223	87,816	97,331	102,388	106,807	112,773	122,970	127,793	129,030	133,863	1,255,454
Payroll Taxes	17,304	19,607	20,301	20,520	21,335	21,335	21,752	22,017	22,750	23,015	23,148	23,281	256,384
Employee Benefits	9,318	10,557	10,931	11,049	11,488	11,488	11,713	11,856	12,250	12,393	12,464	12,536	138,042
Shipping costs-products/customers	1,200	1,248	1,298	1,350	1,404	1,460	1,518	1,579	1,642	1,708	1,776	1,847	18,028
Postage, Fed-Ex, UPS, etc.	1,560	1,622	1,687	1,755	1,825	1,898	1,974	2,053	2,135	2,220	2,309	2,402	23,440
Office Supplies	3,467	3,605	3,750	3,900	4,056	4,218	4,386	4,562	4,744	4,934	5,132	5,337	52,089
Printing and copy expense	1,516	1,577	1,640	1,705	1,773	1,844	1,918	1,995	2,075	2,158	2,244	2,334	22,779
Rent Expense	13,200	13,200	13,200	13,200	13,200	13,200	13,200	13,200	13,200	13,200	13,200	13,200	158,400
Rent-Other (trade)	600	600	600	600	600	600	600	600	600	600	600	600	7,200
Salaries expense	171,587	182,841	191,743	194,543	204,994	204,994	206,694	210,094	217,440	220,840	222,541	224,241	2,452,552
Electric expense	3,000	3,000	3,000	3,000	3,000	3,000	3,000	3,000	3,000	3,000	3,000	3,000	36,000
Consultants	5,000	5,000	5,000	2,500	2,500	2,500	2,500	2,500	2,500	2,500	2,500	2,500	37,500
Financial advisors	9,700	9,700	9,700	9,700	9,700	9,700	9,700	9,700	9,700	9,700	9,700	9,700	116,400
Income Taxes (Municipal Privilage Tax)	750	750	750	750	750	750	750	750	750	750	750	750	9,000
PA Corporate taxes	300	300	-	-	-	-	-	-	-	-	-	-	600
Telephone and fax expense	165,539	178,669	184,730	191,964	199,699	205,999	211,799	219,697	228,997	238,297	244,097	251,299	2,520,785
Telephone-lpass	1,560	1,622	1,687	1,755	1,825	1,898	1,974	2,053	2,135	2,220	2,309	2,402	23,440
UUNet monthly charges	11,680	11,680	11,680	13,680	13,880	13,680	15,680	15,680	15,680	17,680	17,680	17,680	176,180
TCG CurtNet charges	11,340	11,340	11,340	13,340	13,340	13,340	15,340	15,340	15,340	17,340	17,340	17,340	172,080
Travel expense	1,664	1,731	1,800	1,872	1,947	2,025	2,105	2,190	2,277	2,368	2,463	2,562	25,003
Expense report-other expenses (Entertainment)	3,624	3,769	3,920	4,077	4,240	4,410	4,586	4,769	4,960	5,159	5,365	5,580	60,480
Utilities expense	775	775	775	775	775	775	775	775	775	775	775	775	9,300
Building security	75	75	75	75	75	75	75	75	75	75	75	75	900
Vehicle Expense	-	-	-	-	-	-	-	-	-	-	1,800	1,800	3,600
Operating lease expense	9,500	9,500	4,500	4,500	4,500	4,500	4,500	4,500	4,500	4,500	4,500	4,500	64,000
Equipment maintenance	1,500	1,500	1,500	1,500	1,500	1,500	1,500	1,500	1,500	1,500	1,500	1,500	18,000
Offices Maintenance	1,000	1,000	1,000	1,000	1,000	1,000	1,000	1,000	1,000	1,000	1,000	1,000	12,000
Penalties and interest	-	-	-	-	-	-	-	-	-	-	-	-	-
Late Charges	-	-	-	-	-	-	-	-	-	-	-	-	-
Pagers expense	250	260	260	260	260	260	260	260	260	260	260	260	3,110
Sales tax paid	5,546	5,940	6,291	6,802	7,676	8,128	8,519	9,051	9,973	10,390	10,469	10,883	99,669
Charitable Contributions	347	361	375	390	406	422	439	456	474	493	513	534	5,209
Other Income	(532)	(554)	(576)	(599)	(623)	(648)	(674)	(701)	(729)	(758)	(788)	(820)	(6,001)
Other Expenses	2,249	2,259	2,269	2,289	2,291	2,303	2,315	2,328	2,341	2,354	2,368	2,383	27,740
Legal Fees	2,250	2,340	2,434	2,531	2,632	2,737	2,847	2,961	3,079	3,202	3,331	3,464	33,808
Amortization of Good will	31,000	31,000	31,000	31,000	31,000	31,000	31,000	31,000	31,000	31,000	31,000	31,000	372,000
Accounting and auditing	2,500	2,500	2,500	2,500	2,500	2,500	2,500	2,500	2,500	2,500	2,500	2,500	30,000
General clearing account	-	-	-	-	-	-	-	-	-	-	-	-	-
<b>Total Expenses</b>	<b>816,101</b>	<b>834,825</b>	<b>835,829</b>	<b>852,024</b>	<b>908,678</b>	<b>925,795</b>	<b>979,892</b>	<b>972,866</b>	<b>1,031,769</b>	<b>1,064,424</b>	<b>1,063,523</b>	<b>1,096,430</b>	<b>11,401,956</b>
<b>Net Income / loss</b>	<b>(27,670)</b>	<b>(6,581)</b>	<b>29,090</b>	<b>58,851</b>	<b>46,128</b>	<b>65,799</b>	<b>68,770</b>	<b>121,046</b>	<b>119,500</b>	<b>117,545</b>	<b>190,777</b>	<b>218,957</b>	<b>1,000,212</b>
<b>EBITDA</b>	<b>100,081</b>	<b>126,805</b>	<b>167,197</b>	<b>204,267</b>	<b>204,023</b>	<b>230,189</b>	<b>236,725</b>	<b>288,607</b>	<b>310,245</b>	<b>314,244</b>	<b>388,619</b>	<b>422,710</b>	<b>3,003,692</b>

**Stargate Industries, LLC**  
**Projected Balance Sheets**

	Jan-00	Feb-00	Mar-00	Apr-00	May-00	Jun-00	Jul-00	Aug-00	Sep-00	Oct-00	Nov-00	Dec-00
<b>ASSETS</b>												
<b>Current Assets:</b>												
Cash and Cash Equivalents	1,081,674	1,304,463	1,544,909	1,756,143	1,994,366	2,270,587	2,524,448	2,792,270	3,099,469	3,420,966	3,758,013	4,116,491
Accounts Receivable	1,046,476	1,074,202	1,092,447	1,139,894	1,174,799	1,186,395	1,250,589	1,290,014	1,314,688	1,340,070	1,366,648	1,393,446
Prepaid Expenses and Other Current Assets	15,039	15,039	15,039	15,039	15,039	15,039	15,039	15,039	15,039	15,039	15,039	15,039
<b>Total Current Assets</b>	<b>2,143,189</b>	<b>2,393,704</b>	<b>2,652,395</b>	<b>2,911,076</b>	<b>3,184,204</b>	<b>3,482,021</b>	<b>3,790,056</b>	<b>4,097,323</b>	<b>4,429,196</b>	<b>4,776,077</b>	<b>5,139,700</b>	<b>5,524,976</b>
<b>Long Term Assets:</b>												
Term Deposits	198,339	202,232	206,124	217,479	227,211	230,455	235,322	249,920	253,813	259,490	265,979	267,925
<b>Fixed Assets:</b>												
Fixed Asstes, Including Equipment Under Capital Lease	5,428,791	5,548,791	5,668,791	6,018,791	6,318,791	6,418,791	6,568,791	7,018,791	7,138,791	7,313,791	7,513,791	7,573,791
<b>Total PP&amp;E</b>	<b>5,428,791</b>	<b>5,548,791</b>	<b>5,668,791</b>	<b>6,018,791</b>	<b>6,318,791</b>	<b>6,418,791</b>	<b>6,568,791</b>	<b>7,018,791</b>	<b>7,138,791</b>	<b>7,313,791</b>	<b>7,513,791</b>	<b>7,573,791</b>
Accumulated Depreciation	(2,161,296)	(2,299,317)	(2,440,652)	(2,585,378)	(2,733,578)	(2,885,334)	(3,040,733)	(3,199,661)	(3,362,809)	(3,529,667)	(3,700,530)	(3,875,493)
<b>Net PP&amp;E</b>	<b>3,267,495</b>	<b>3,249,474</b>	<b>3,228,139</b>	<b>3,433,413</b>	<b>3,585,213</b>	<b>3,533,457</b>	<b>3,528,058</b>	<b>3,818,930</b>	<b>3,775,982</b>	<b>3,784,124</b>	<b>3,813,261</b>	<b>3,698,298</b>
Intangible Assets, net of Amortization	3,051,142	3,020,142	2,989,142	2,958,142	2,927,142	2,896,142	2,865,142	2,834,142	2,803,142	2,772,142	2,741,142	2,710,142
<b>TOTAL ASSETS</b>	<b>8,660,165</b>	<b>8,865,551</b>	<b>9,075,801</b>	<b>9,520,110</b>	<b>9,923,771</b>	<b>10,142,075</b>	<b>10,418,578</b>	<b>11,000,315</b>	<b>11,262,134</b>	<b>11,591,833</b>	<b>11,960,082</b>	<b>12,201,341</b>
<b>LIABILITIES</b>												
<b>Current Liabilities:</b>												
Accounts Payable	1,245,722	1,288,175	1,313,634	1,336,149	1,359,653	1,385,006	1,416,090	1,448,423	1,476,315	1,504,554	1,535,102	1,570,254
Other Accrued Liabilities	482,511	482,511	482,511	482,511	482,511	482,511	482,511	482,511	482,511	482,511	482,511	482,511
Notes Payable and Term Debt-Current Portion	38,880	28,880	28,880	28,880	28,880	28,880	28,880	28,880	28,880	28,880	28,880	28,880
<b>Total Current Liabilities</b>	<b>1,767,113</b>	<b>1,799,566</b>	<b>1,825,025</b>	<b>1,847,540</b>	<b>1,871,044</b>	<b>1,896,397</b>	<b>1,927,481</b>	<b>1,959,814</b>	<b>1,987,706</b>	<b>2,015,945</b>	<b>2,046,493</b>	<b>2,081,645</b>
<b>Long Term Debt:</b>												
Notes Payable and Term Debt	210,130	203,130	196,130	189,130	182,130	175,130	168,130	161,130	154,130	147,130	140,130	133,130
Capital Lease Obligations, including current portion	2,506,805	2,487,970	2,466,182	2,665,942	2,808,366	2,748,150	2,734,083	3,008,990	2,950,631	2,942,668	2,954,466	2,824,313
<b>Total Long Term Debt</b>	<b>2,716,935</b>	<b>2,691,100</b>	<b>2,662,312</b>	<b>2,855,072</b>	<b>2,990,496</b>	<b>2,923,280</b>	<b>2,902,213</b>	<b>3,170,120</b>	<b>3,104,761</b>	<b>3,089,798</b>	<b>3,094,596</b>	<b>2,957,443</b>
<b>Equity:</b>												
Capital	5,867,060	5,867,060	5,867,060	5,867,060	5,867,060	5,867,060	5,867,060	5,867,060	5,867,060	5,867,060	5,867,060	5,867,060
Retained Deficit	(1,690,942)	(1,492,175)	(1,278,596)	(1,049,561)	(804,829)	(544,662)	(278,176)	3,321	302,607	619,029	951,933	1,295,193
<b>Total Equity</b>	<b>4,176,118</b>	<b>4,374,885</b>	<b>4,588,464</b>	<b>4,817,499</b>	<b>5,062,231</b>	<b>5,322,398</b>	<b>5,588,884</b>	<b>5,870,381</b>	<b>6,169,667</b>	<b>6,486,089</b>	<b>6,818,993</b>	<b>7,162,253</b>
<b>TOTAL LIABILITIES AND EQUITY</b>	<b>8,660,165</b>	<b>8,865,551</b>	<b>9,075,801</b>	<b>9,520,110</b>	<b>9,923,771</b>	<b>10,142,075</b>	<b>10,418,578</b>	<b>11,000,315</b>	<b>11,262,134</b>	<b>11,591,833</b>	<b>11,960,082</b>	<b>12,201,341</b>

Stargate Industries Projections

	January <u>2000</u>	February <u>2000</u>	March <u>2000</u>	April <u>2000</u>	May <u>2000</u>	June <u>2000</u>	July <u>2000</u>	August <u>2000</u>	September <u>2000</u>	October <u>2000</u>	November <u>2000</u>	December <u>2000</u>	YTD <u>2000</u>
Revenue:													
<b>Total Revenue</b> <i>Recurring Commercial as a %</i>	1,344,863	1,385,369	1,426,919	1,468,688	1,513,313	1,558,981	1,605,896	1,653,848	1,703,573	1,754,573	1,807,848	1,861,510	19,085,378
Costs and Expenses:													
Cost of Revenue	659,620	678,778	695,003	712,110	729,735	747,884	776,076	795,327	815,156	835,580	856,621	878,291	9,180,181
<b>Gross Profit</b>	685,243	706,591	731,916	756,577	783,578	811,097	829,820	858,521	888,416	918,993	951,226	983,219	9,905,197
Selling, General and Administrative													
Sales and Marketing	186,244	191,611	197,117	202,651	208,564	214,615	220,831	227,185	233,773	240,531	247,590	254,700	2,625,413
General and Administrative	239,063	245,596	249,616	252,273	256,624	261,591	266,685	272,900	277,268	282,771	290,255	303,539	3,198,182
<b>Total SG&amp;A</b>	425,308	437,208	446,733	454,924	465,188	476,206	487,517	500,085	511,042	523,302	537,845	558,239	5,823,595
<b>Profits from operations</b>	259,935	269,383	285,183	301,653	318,390	334,891	342,303	358,436	377,375	395,690	413,382	424,980	4,081,602
Net Interest Expense	37,009	37,907	38,827	39,770	40,735	41,725	42,738	43,776	44,840	45,929	47,046	48,190	508,492
Net Other Income / Expense	1,643	1,709	1,777	1,848	1,922	1,999	2,079	2,162	2,249	2,339	2,432	2,530	24,691
<b>Income Before Goodwill Amortization</b>	221,283	229,767	244,579	260,035	275,732	291,167	297,486	312,498	330,286	347,422	363,903	374,261	3,548,419
Amortization of Goodwill	31,000	31,000	31,000	31,000	31,000	31,000	31,000	31,000	31,000	31,000	31,000	31,000	372,000
<b>NET INCOME</b>	190,283	198,767	213,579	229,035	244,732	260,167	266,486	281,498	299,286	316,422	332,903	343,261	3,176,419
<b>EBITDA</b>	401,746	414,632	433,652	453,723	474,156	494,442	505,731	525,834	548,840	571,321	593,284	609,251	6,026,613

Stargate Industries Projections

	January 2000	February 2000	March 2000	April 2000	May 2000	June 2000	July 2000	August 2000	September 2000	October 2000	November 2000	December 2000	YTD 2000
<b>Total Revenue</b>	<b>1,344,863</b>	<b>1,385,369</b>	<b>1,426,919</b>	<b>1,468,688</b>	<b>1,513,313</b>	<b>1,558,981</b>	<b>1,605,896</b>	<b>1,653,848</b>	<b>1,703,573</b>	<b>1,754,573</b>	<b>1,807,848</b>	<b>1,861,510</b>	<b>19,085,378</b>
<b>Expenses:</b>													
Subcontractor Expenses ( 98 placement fees)	6,000	6,000	6,000	6,500	6,000	6,000	6,000	7,000	6,000	6,000	6,000	7,500	75,000
Placement Fees	4,200	4,200	4,200	4,200	4,200	4,200	4,200	4,200	4,200	4,200	4,200	4,200	50,400
Alliance Partners - ACS & CT	561	583	606	631	656	682	709	738	767	798	830	863	8,424
Sales Salaries	80,692	83,122	85,615	88,121	90,799	93,539	96,354	99,231	102,214	105,274	108,471	111,681	1,145,123
Memberships	421	438	456	474	493	512	533	554	576	599	623	648	6,329
Advertising Expense	97,533	100,439	103,452	106,468	109,715	113,026	116,427	119,904	123,509	127,207	131,069	134,959	1,383,890
Advertising Expense-Trade Spots	8,050	8,050	8,050	8,050	8,050	8,050	8,050	8,050	8,050	8,050	8,050	8,050	96,600
Subscriptions	25	25	25	25	25	25	25	25	25	25	25	25	300
A/R write-offs / Bad Debts (1.58% of Rev Run)	21,249	21,889	22,545	23,205	23,910	24,632	25,373	26,131	26,916	27,722	28,564	29,412	301,549
Interest Expense	36,392	37,266	38,160	39,076	40,014	40,974	41,958	42,965	43,996	45,052	46,133	47,240	499,226
Bank Charges	617	641	667	694	721	750	780	812	844	878	913	949	9,267
Insurance Expense	4,500	4,500	4,500	4,500	4,500	4,500	4,500	4,500	4,500	4,500	4,500	4,500	54,000
Customer Equipment Passthrough	42,000	42,000	42,000	42,000	42,000	42,000	47,500	47,500	47,500	47,500	47,500	47,500	537,000
Credit Card discount Expense	26,897	27,707	28,538	29,374	30,266	31,180	32,118	33,077	34,071	35,091	36,157	37,230	381,708
Depreciation Expense	134,787	138,022	141,334	144,726	148,200	151,757	155,399	159,128	162,947	166,858	170,863	174,963	1,848,984
Payroll Taxes	24,127	25,030	25,549	26,122	26,715	27,322	27,942	28,575	29,224	29,888	30,571	31,264	332,328
Employee Benefits	12,991	13,478	13,757	14,065	14,385	14,712	15,046	15,386	15,736	16,094	16,461	16,835	178,946
Shipping costs-products/customers	1,848	1,922	1,999	2,079	2,162	2,248	2,338	2,432	2,529	2,630	2,735	2,845	27,768
Postage, Fed-Ex, UPS, etc.	2,403	2,499	2,599	2,703	2,811	2,923	3,040	3,162	3,288	3,420	3,557	3,699	38,104
Office Supplies	5,340	5,553	5,775	6,006	6,246	6,496	6,756	7,026	7,307	7,600	7,904	8,220	83,200
Printing and copy expense	2,335	2,428	2,526	2,627	2,732	2,841	2,954	3,073	3,196	3,323	3,456	3,595	36,085
Rent Expense	19,800	19,800	19,800	19,800	19,800	19,800	19,800	19,800	19,800	19,800	19,800	19,800	237,600
Rent-Other (trade)	600	600	600	600	600	600	600	600	600	600	600	600	7,200
Salaries expense	228,627	237,772	241,933	246,771	251,707	256,741	261,876	267,113	272,456	277,905	283,463	289,132	3,115,494
Electric expense	4,200	4,200	4,200	4,200	4,200	4,200	4,200	4,200	4,200	4,200	4,200	4,200	50,400
Consultants	5,000	5,000	5,000	5,000	5,000	5,000	5,000	5,000	5,000	5,000	5,000	5,000	37,500
Financial advisors	9,700	9,700	9,700	9,700	9,700	9,700	9,700	9,700	9,700	9,700	9,700	9,700	116,400
Income Taxes (Municipal Privilege Tax)	6,724	6,927	7,135	7,343	7,567	7,795	8,029	8,269	8,518	8,773	9,039	9,308	95,427
PA Corporate taxes	300	300	-	-	-	-	-	-	-	-	-	-	600
Telephone and fax expense	259,238	268,311	277,702	287,422	297,482	307,894	318,670	329,823	341,367	353,315	365,681	378,480	3,785,385
Telephone-lpass	2,403	2,499	2,599	2,703	2,811	2,923	3,040	3,162	3,288	3,420	3,557	3,699	36,104
UUNet monthly charges	20,332	20,332	20,332	20,332	20,332	20,332	22,332	22,332	22,332	22,332	22,332	22,332	258,984
TCG CurNet charges	20,332	20,332	20,332	20,332	20,332	20,332	22,332	22,332	22,332	22,332	22,332	22,332	258,984
Travel expense	1,864	1,731	1,800	1,872	1,947	2,025	2,105	2,190	2,277	2,368	2,463	2,562	26,003
Expense report-other expenses (Entertainment)	3,624	3,769	3,920	4,077	4,240	4,410	4,586	4,769	4,960	5,159	5,365	5,580	60,460
Utilities expense	950	950	950	950	950	950	950	950	950	950	950	950	11,400
Building security	75	125	125	125	125	125	125	125	125	125	125	125	1,450
Vehicle Expense	-	-	-	-	-	-	-	-	-	-	1,800	1,800	3,600
Operating lease expense	4,500	4,500	4,500	4,500	4,500	4,500	4,500	4,500	4,500	4,500	4,500	4,500	54,000
Equipment maintenance	1,500	1,500	1,500	1,500	1,500	1,500	1,500	1,500	1,500	1,500	1,500	1,500	18,000
Offices Maintenance	1,000	1,000	1,000	1,000	1,000	1,000	1,000	1,000	1,000	1,000	1,000	1,000	12,000
Penalties and interest	-	-	-	-	-	-	-	-	-	-	-	-	-
Late Charges	-	-	-	-	-	-	-	-	-	-	-	-	-
Pagers expense	250	260	270	281	292	304	316	329	342	356	370	385	3,756
Sales tax paid	10,648	10,904	11,165	11,433	11,708	11,989	12,277	12,571	12,873	13,182	13,498	13,822	146,070
Charitable Contributions	534	555	578	601	625	650	676	703	731	760	790	822	8,023
Other Income	(820)	(853)	(887)	(923)	(959)	(998)	(1,038)	(1,079)	(1,122)	(1,167)	(1,214)	(1,263)	(12,323)
Other Expenses	2,483	2,562	2,684	2,771	2,882	2,997	3,117	3,242	3,371	3,506	3,646	3,792	37,014
Legal Fees	3,498	3,533	3,569	3,604	3,640	3,677	3,714	3,751	3,788	3,826	3,864	3,903	44,369
Amortization of Good will	31,000	31,000	31,000	31,000	31,000	31,000	31,000	31,000	31,000	31,000	31,000	31,000	372,000
Accounting and auditing	3,500	3,500	3,500	3,500	3,500	3,500	3,500	3,500	3,500	3,500	3,500	3,500	42,000
General clearing account	-	-	-	-	-	-	-	-	-	-	-	-	-
<b>Total Expenses</b>	<b>1,164,580</b>	<b>1,186,602</b>	<b>1,213,340</b>	<b>1,239,652</b>	<b>1,268,580</b>	<b>1,298,814</b>	<b>1,339,410</b>	<b>1,372,350</b>	<b>1,404,286</b>	<b>1,438,150</b>	<b>1,474,944</b>	<b>1,518,249</b>	<b>15,908,959</b>
<b>Net Income / loss</b>	<b>190,283</b>	<b>198,767</b>	<b>213,579</b>	<b>229,035</b>	<b>244,732</b>	<b>260,167</b>	<b>266,486</b>	<b>281,498</b>	<b>299,286</b>	<b>318,422</b>	<b>332,903</b>	<b>343,261</b>	<b>3,176,419</b>
<b>EBITDA</b>	<b>401,746</b>	<b>414,632</b>	<b>433,652</b>	<b>453,723</b>	<b>474,156</b>	<b>494,442</b>	<b>505,731</b>	<b>525,834</b>	<b>548,840</b>	<b>571,321</b>	<b>593,284</b>	<b>609,251</b>	<b>6,026,613</b>

Stargate Industries Projections

	<i>2001</i>	<i>2002</i>	<i>2003</i>	<i>2004</i>
Revenue:				
<b>Total Revenue</b>	<b>26,322,432</b>	<b>34,248,854</b>	<b>42,027,685</b>	<b>50,249,063</b>
<i>Recurring Commercial as a %</i>				
Costs and Expenses:				
Cost of Revenue	12,475,643	16,232,408	19,919,222	23,815,784
<b>Gross Profit</b>	<b>13,846,790</b>	<b>18,016,446</b>	<b>22,108,463</b>	<b>26,433,280</b>
Selling, General and Administrative				
Sales and Marketing	3,604,934	4,690,480	5,755,814	6,881,755
General and Administrative	4,254,173	5,535,224	6,792,421	8,121,142
<b>Total SG&amp;A</b>	<b>7,859,107</b>	<b>10,225,704</b>	<b>12,548,234</b>	<b>15,002,897</b>
<b>Profits from operations</b>	<b>5,987,683</b>	<b>7,790,743</b>	<b>9,560,228</b>	<b>11,430,383</b>
Net Interest Expense	685,139	891,454	1,093,927	1,307,919
Net Other Income / Expense	(9,419)	(12,255)	(15,038)	(17,980)
<b>Income Before Goodwill Amortization</b>	<b>5,311,963</b>	<b>6,911,543</b>	<b>8,481,340</b>	<b>10,140,444</b>
Amortization of Goodwill	436,812	568,349	697,436	833,867
<b>NET INCOME</b>	<b>4,875,150</b>	<b>6,343,195</b>	<b>7,783,904</b>	<b>9,306,577</b>
<b>EBITDA</b>	<b>8,607,593</b>	<b>11,199,581</b>	<b>13,743,305</b>	<b>16,431,745</b>

Stargate Industries Projections

	2001	2002	2003	2004
<b>Total Revenue</b>	<b>26,322,432.40</b>	<b>34,248,854.24</b>	<b>42,027,684.62</b>	<b>50,249,063.44</b>
<b>Expenses:</b>				
Subcontractor Expenses (* 98 placement fees)	94,642.67	123,142.22	151,111.12	180,671.20
Placement Fees	61,153.72	79,568.82	97,641.03	116,741.39
Alliance Partners - ACS & CT	12,089.84	15,730.43	19,303.23	23,079.29
Sales Salaries	1,579,345.94	2,054,931.25	2,521,661.08	3,014,943.81
Memberships	9,082.76	11,817.84	14,501.99	17,338.64
Advertising Expense	1,908,376.35	2,483,041.93	3,047,007.14	3,643,057.10
Advertising Expense-Trade Spots	117,211.30	152,506.91	187,145.31	223,754.33
Subscriptions	364.01	473.62	581.20	694.89
A/R write-offs / Bad Debts (1.58% of Rev Run)	415,894.43	541,131.90	664,037.42	793,935.20
Interest Expense	671,840.38	874,150.34	1,072,693.25	1,282,531.55
Bank Charges	13,298.82	17,303.47	21,233.55	25,387.22
Insurance Expense	65,521.85	85,252.31	104,615.39	125,080.06
Customer Equipment Passthrough	691,619.49	899,885.49	1,104,273.54	1,320,289.51
Credit Card discount Expense	526,448.65	684,977.08	840,553.69	1,004,981.27
Depreciation Expense	2,488,297.71	3,237,593.86	3,972,937.98	4,750,116.84
Payroll Taxes	445,145.13	579,190.80	710,740.51	849,774.27
Employee Benefits	239,693.53	311,871.97	382,706.43	457,570.76
Shipping costs-products/customers	39,850.40	51,850.48	63,627.11	76,073.73
Postage, Fed-Ex, UPS, etc	51,813.59	67,416.11	82,728.11	98,911.23
Office Supplies	115,141.30	149,813.57	183,840.24	219,802.73
Printing and copy expense	50,351.29	65,513.48	80,393.34	96,119.74
Rent Expense	288,296.12	375,110.16	460,307.71	550,352.26
Rent-Other (trade)	8,736.25	11,366.97	13,948.72	16,677.34
Salaries expense	4,127,642.89	5,370,591.80	6,580,396.77	7,879,596.14
Electric expense	61,153.72	79,568.82	97,641.03	116,741.39
Consultants	36,401.03	47,362.39	58,119.66	69,488.92
Financial advisors	141,235.98	183,766.09	225,504.28	269,817.02
Income Taxes (Municipal Privilege Tax)	131,612.16	171,244.27	210,138.42	251,245.32
PA Corporate taxes	-	-	-	-
Telephone and fax expense	5,326,565.98	6,930,544.22	8,504,656.09	10,168,321.36
Telephone-IPass	51,813.59	67,416.11	82,728.11	98,911.23
UNet monthly charges	325,163.08	423,076.79	519,171.30	620,730.64
TCG Cur/Net charges	325,163.08	423,076.79	519,171.30	620,730.64
Travel expense	35,882.52	46,687.76	57,291.79	68,499.11
Expense report-other expenses (Entertainment)	107,279.40	139,584.23	171,287.54	204,794.50
Utilities expense	13,832.39	17,997.71	22,065.47	26,405.79
Building security	1,820.05	2,368.12	2,905.98	3,474.45
Vehicle Expense	17,472.49	22,733.95	27,897.44	33,354.68
Operating lease expense	65,521.85	85,252.31	104,615.39	125,080.06
Equipment maintenance	21,840.62	28,417.44	34,871.80	41,693.35
Offices Maintenance	14,560.41	18,944.96	23,247.86	27,795.57
Penalties and interest	-	-	-	-
Late Charges	-	-	-	-
Pagers expense	5,391.00	7,014.39	8,607.54	10,291.33
Sales tax paid	196,575.52	255,769.91	313,862.10	375,259.23
Charitable Contributions	11,514.13	14,981.36	18,384.02	21,980.27
Other Income	(17,685.70)	(23,011.36)	(28,237.86)	(33,761.70)
Other Expenses	8,267.15	10,756.61	13,199.73	15,781.84
Legal Fees	56,269.40	73,213.70	89,842.48	107,417.31
Amortization of Good will	436,812.31	568,348.73	697,435.92	833,867.06
Accounting and auditing	50,961.44	66,307.35	81,367.52	97,284.49
General clearing account	-	-	-	-
<b>Total Expenses</b>	<b>21,447,282</b>	<b>27,905,659</b>	<b>34,243,761</b>	<b>40,942,487</b>
<b>Net Income / loss</b>	<b>4,875,150</b>	<b>6,343,195</b>	<b>7,783,904</b>	<b>9,306,577</b>
<b>EBITDA</b>	<b>8,607,593</b>	<b>11,199,581</b>	<b>13,743,305</b>	<b>16,431,745</b>

ORIGINAL

TC&F

TELECOM CERTIFICATION & FILING, INC.  
485 MADISON AVENUE  
NEW YORK, NEW YORK 10022-5803  
TEL (212) 546-9090  
FAX (212) 753-8101  
e-mail: dklein@telfile.com

A-310802

March 1, 1999

040383

Ms. Doreen D. Trout  
Commonwealth of Pennsylvania  
Pennsylvania Public Utilities Commission  
North and Commonwealth  
Harrisburg, PA 17105

DOCUMENT  
FOLDER

Re: Stargate Local Services, LLC

Dear Ms. Trout:

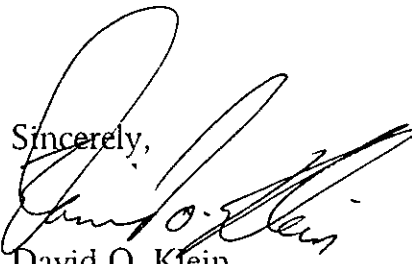
Per our conversation, enclosed please find:

1. Certificate of Filing
2. Certificate of Acknowledgment.
3. Certificate of Service of Application.

RECEIVED  
SECRETARY'S BUREAU

99 MAR -4 AM 10:47

Thank you for your prompt attention to this matter.

Sincerely,  
  
David O. Klein

DOCKETED

Enc.  
18684/2112

MAR 11 1999

PENNSYLVANIA DEPARTMENT OF STATE  
CORPORATION BUREAU  
ROOM 308 NORTH OFFICE BUILDING  
P.O. BOX 8722  
HARRISBURG, PA 17105-8722

145

STARGATE LOCAL SERVICES, L.L.C.

THE CORPORATION BUREAU IS HAPPY TO SEND YOU YOUR FILED DOCUMENT.  
PLEASE NOTE THE FILE DATE AND THE SIGNATURE OF THE SECRETARY OF THE  
COMMONWEALTH. THE CORPORATION BUREAU IS HERE TO SERVE YOU AND WANTS  
TO THANK YOU FOR DOING BUSINESS IN PENNSYLVANIA. IF YOU HAVE ANY  
QUESTIONS PERTAINING TO THE CORPORATION BUREAU, CALL (717) 787-1057.

RECEIVED

MAR 04 1999

PA PUBLIC UTILITY COMMISSION  
SECRETARY'S BUREAU

DOCKETED

MAR 11 1999

ENTITY NUMBER: 2847988

MICROFILM NUMBER: 09886

1237-1237

R V KLINK  
ZEGARELLI ASSOCIATES  
ALLEGHENY BLDG 11TH FL  
PITTSBURGH PA 15219-1616

DOCUMENT  
FOLDER

2847988

STATE OF PA NOV 30 1998

FILED

ACTING Secretary of the Commonwealth

CERTIFICATE OF ORGANIZATION

OF

STARGATE LOCAL SERVICES, L.L.C.

In compliance with the requirements of Section 8913 of the Pennsylvania Limited Liability Company Law of 1994 (15 Pa. C.S.A. Section 8913), the undersigned, desiring to organize as a limited liability company, hereby certifies that:

1. Name. The name of the company is:

STARGATE LOCAL SERVICES, L.L.C.

(the "Company").

- 2. Registered Office. The address of the initial registered office of the Company in the Commonwealth of Pennsylvania is: The Crane Building, Suite 300, 24th Street, Pittsburgh, PA 15222, USA.
3. Sole Organizer. The name and address of the Sole Organizer is Gregg R. Zegarelli, 1100 Allegheny Building, Pittsburgh, Allegheny County, PA 15219, USA.
4. Certificated Interests. Certificates shall evidence interests of members of the Company. Separate classes of interests, and classes of shares evidencing such interests, may be created if and to the extent provided in the Company's Operating Agreement.
5. Managers. The management of the Company shall be vested exclusively in managers. The number of managers and the manner in which they are selected shall be as prescribed in the Company's Operating Agreement.
6. Transfer Restrictions. No member may sell, assign, transfer, or otherwise dispose of an interest in the Company, except to the extent specifically provided in the Company's Operating Agreement.
7. Authority of Members. No member of the Company shall have the power to bind the Company while acting solely in such capacity.

In testimony whereof, the Sole Organizer has signed this Certificate of Organization this 24th day of November, 1998.

DOCKETED

MAR 11 1999

2-P0NY0TARDLDCWEDRFORCETORQ WPO Wednesday Nov-25-98 10:26

Gregg R. Zegarelli Sole Organizer

RECEIVED

MAR 04 1999

DOCUMENT FILED

PA Dept. of State

PA PUBLIC UTILITY COMMISSION SECRETARY'S BUREAU

AFFIDAVIT OF SERVICE

STATE OF NEW YORK )  
: ss.:  
COUNTY OF NEW YORK )

SHAREEMA PADMORE, being duly sworn says: I am over 18 years of age and reside in BROOKLYN, NEW YORK

On March 1, 1999, I caused to be served a true copy of the annexed APPLICATION for FACILITIES-BASED LOCAL EXCHANGE AUTHORITY in the following manner.

by mailing the same in a sealed envelope, with postage prepaid thereon, in a post office official depository of the U.S. Postal Service within the State of New York, addressed to the last known address of the address of the addressee(s) as indicated below:

by delivering the same personally to the persons and at the addresses indicated below:

by facsimile and federal express mail to the last known facsimile number(s) of the person(s) at the address(es) and facsimile number(s) indicated below:

Other:

John O Dudley, Regional Director  
External Affairs  
GTE North, INC  
212 Locust Street, Suite 600  
P.O. Box 12060  
Harrisburg, PA 17108

RECEIVED

MAR 04 1999

Julia A Conover, Esquire  
BELL ATLANTIC - PA  
Floor 32N, 1717 Arch Street  
Philadelphia, PA 19103

PA PUBLIC UTILITY COMMISSION  
SECRETARY'S BUREAU

Michael P Sharry, Regulatory Manager  
Commenwealth Telephone Company  
100 Center Drive  
Dallas, PA 18612-9774

DOCUMENT  
FOLDER

DOCKETED

MAR 11 1999


[Illegible stamp]

John G Short, Esquire  
Sprint/United  
1201 Walnut Bottom Road  
P.O. Box 1201  
Carlisle, PA 17013

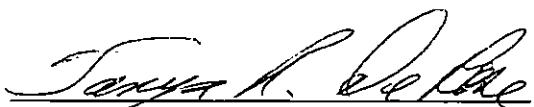
Irwin A. Popowsky  
Consumer Advocate  
1425 Strawberry Square  
Harrisburg, PA 17120

Bernard A. Ryan, Jr.  
Small Business Advocate  
Commerce Building, Suite 1102  
300 North Second Street  
Harrisburg, PA 17120

Pennsylvania Public Utility Commission  
P.O. Box 3265  
Harrisburg, PA 17105-3265

  
SHAREEMA PADMORE

Sworn to before me this  
1st day of March, 1999

  
Notary Public

**TANYA R. DeROSE**  
Notary Public, State of New York  
No. 03-4973858  
Qualified in New York County  
Commission Expires Nov. 19, 2000

COMMONWEALTH OF PENNSYLVANIA

DATE: March 11, 1999

SUBJECT: A-310802

TO: Office of Special Assistants

FROM: James J. McNulty, Secretary

LAF

We attach hereto a copy of the application of Stargate Local Services, L.L.C. for approval to provide telecommunication services as a Competitive Local Exchange Carrier to the public in the Commonwealth of Pennsylvania, which has been captioned and docketed to the above number.

The protest period for this application expired on or about December 30, 1998.

Since no protests have been received within the time period, this matter is being referred to your Office to schedule it for consideration by the Commission at Public Meeting.

Attachment

cc: Bureau of Fixed Utility Services

DOCKETED

MAR 11 1999

DOCUMENT  
FOLDER

COMMONWEALTH OF PENNSYLVANIA  
PENNSYLVANIA PUBLIC UTILITY COMMISSION  
P.O. BOX 3265, HARRISBURG, PA 17105-3265

In Reply Please  
Refer to Our File  
A-310802

March 11, 1999

**DOCKETED**

MAR 11 1999

DAVID O KLEIN  
TELECOM CERTIFICATION AND FILING INC  
485 MADISON AVE  
NEW YORK NY 10022-5803

Dear Sir/Madam:

Please be advised that the Application of Stargate Local Services, L.L.C., to provide telecommunications services as a Competitive Local Exchange Carrier to the public in the Commonwealth of Pennsylvania, has been reviewed and found to be in compliance with the filing requirements of the Commission's Opinion and Order entered June 3, 1996, at Docket Number M-00960799.

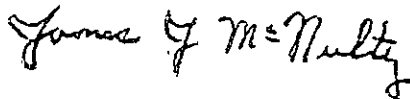
The protest period for this application expired on or about December 30, 1998.

Since no protests have been received within the time period, this matter is being referred to the Office of Special Assistants to schedule it for consideration by the Commission at Public Meeting.

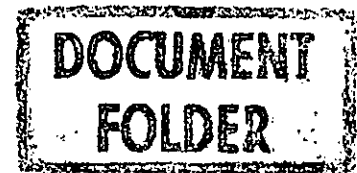
Please be advised that you now have provisional authority to do business in Pennsylvania.

Should you have any further questions regarding this matter, please do not hesitate to contact me.

Very truly yours,



James J. McNulty  
Secretary



JJM:laf

PENNSYLVANIA PUBLIC UTILITY COMMISSION

RECEIPT

DOCKETED

MAR 16 1999

The addressee named here has paid the PA P.U.C. for the following bill:

TELECOM CERTIFICATION & FILING INC  
ATTN DAVID O KLEIN  
485 MADISON AVE  
NEW YORK, NY 10022-5803

DATE 3/11/99  
RECEIPT # 195422

DOCUMENT  
FOLDER

Application fees for STARGATE LOCAL SERVICES LLC

Docket Number A-310802..... \$250.00

REVENUE ACCOUNT: 001780-017601-102

CHECK NUMBER: 1025  
CHECK AMOUNT: \$250.00

C. Joseph Meisinger  
(for Department of Revenue)

042541

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SECRETARY'S BUREAU  
99 MAR 16 AM 8:17

SRB