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FEDERAL COMMUNICATIONS COMMISSION
OFFICE OF THE SECRETARY

Magalie Roman-Salas
Secretary
Federal Communications Commission
1919 M Street, NW - Room 222
Washington, DC 20554

Re: Ex Parte CC Docket 96-149

Dear Ms. Roman-Salas:

On November 7, 1997, the United States Telephone Association (USTA) met with members of the FCC's Common Carrier Bureau staff concerning the above referenced proceeding. At that meeting, we indicated that we would submit certain general information about the incumbent local exchange industry and would also survey those members of USTA which had previously indicated to us that they provided interstate long distance service. I am submitting this letter to supply the requested information.

Attached to this letter are 6 copies of the USTA publication "Phone Facts 1997". This publication contains a listing of the 150 largest incumbent local exchange carriers (including holding companies). It also contains a listing of the number of incumbent local exchange carriers providing service in each state.

In the course of preparing USTA's membership directory, we asked USTA's approximately 1200 members whether they provided interstate long distance. In the latest of these surveys, 291 companies among our small and mid-size company group answered in the affirmative. USTA asked each of these companies (plus the remainder of our mid-size members regardless of whether they among the 291 companies on the list or not) about their interstate long distance serving arrangements. Specifically, we asked them whether they offered interstate long distance service as resellers, facilities-based carriers, or a combination of the two. USTA received a total of 116 responses.

USTA considers companies serving under 50,000 lines to be small companies. Thus, all USTA small company members are "rural telephone companies" as defined by the Telecommunications Act of 1996. Among USTA's small company members that were part of the survey, 64 companies indicated that they were resellers only. Eighteen small companies stated that they offered interstate long distance service through a combination of resale and facilities, and those that specified indicated that the facility they had was a switch. Six small companies indicated that they were facilities-based providers of interstate long distance service. USTA is attempting to check with these six companies because it seems unlikely that they do not

OH

Ms. Roman-Salas
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use some resale in their operations. Finally, seven small companies surveyed indicated that they actually did not provide interstate long distance service.

USTA's mid-size company members include companies (e.g. TDS, Horry, Rock Hill) that fit within the definition of "rural telephone company" as defined by the Telecommunications Act of 1996. Others, such as Aliant, Cincinnati Bell, Frontier, Puerto Rico Telephone, SNET, and Anchorage Telephone Utility, are non-rural companies. Although some mid-size members are non-rural, all of these companies serve less than 2% of the nation's access lines. Among USTA's mid-size company group, 21 companies responded to our question, and six of these companies indicated that they do not provide interstate long distance service. Six of the mid-size companies provide interstate long distance service solely through resale. The rest of the responding mid-size companies (nine) stated that they offer interstate long distance service through a combination of resale and their own facilities. The "resale only" group and the "combination" group each included both "rural" and "non-rural" companies.

Another piece of information about the companies that USTA committed to submit was the number of telephone companies who are compensated via the average schedules for their provision of interstate access. The number of average schedule companies is currently 622. Finally, USTA is still working on a way to discover how many of its members have local exchange areas that cross state boundaries. If we are able to ascertain this information, USTA will submit it in a future letter.

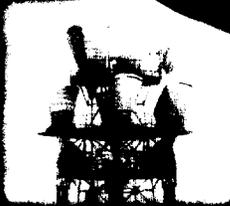
Respectfully submitted,



Mary McDermott
Vice President - Legal & Regulatory Affairs

cc: Don Stockdale
Craig Brown
Andrea Kearney
Joe Welch
Michael Kende

PHONE
FACTS
1997



USTA 1998 EVENTS

Telco Leadership Roundtable

February 15-18

LaQuinta, CA

National Issues Conference

March 1998

Washington, D.C.

Technical Disciplines Conference & Exhibition

April 20-22

Orlando, FL

SUPERCOMM '98

June 7-11

Atlanta, GA

101st Annual Convention & Exhibition

October 11-14

Philadelphia, PA

Billing & Customer Care Issues Conference & Exhibition

November 16-18

Dallas, TX

USTA RESOURCES

TELETIMES

TeleTimes is the innovative, full color magazine published five times a year by the United States Telephone Association. In each issue, *TeleTimes* articles address challenges that face the marketplace, telecommunications reform, telco's roles in their communities, company re-engineering, opportunities in a global marketplace, new technologies and more. (48+ pages)

USTA Member = \$15 (included in dues)

Non-member = \$60

International = \$85

1998 USTA MEMBERSHIP DIRECTORY

The USTA Membership Directory is a comprehensive directory of over 1,200 LEC and other telecommunication companies that comprise our membership. Each full-size page contains valuable information about companies and individuals from all facets of the telecommunications industry. Included is a detailed index for easy cross-referencing by company name, contacts, titles, geographical region, services provided, email, and more. It's a great way to access the telecommunications industry.

Publication and CD-ROM

USTA Member = \$129 (complimentary copies mailed to primary contact)

Non-member = \$399

Publication or CD-ROM

USTA Member = \$99

Non-member = \$350

1998 TECHNICAL MAILING SERVICE

Technical Mailing Services (TMS) provides technical related Dispatches and Technical Information (TIDs) essential for planning activities. As a TMS subscriber, you will automatically receive over 20 Dispatches, (usually under eight pages) that provide a brief

(continued on inside back cover)

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Washington, D.C. 20005-2164

FROM THE PRESIDENT

The history of the United States Telephone Association is as diverse and rich as the member companies it serves. For 100 years, USTA has inspired, educated and advocated a path of continued growth and prosperity for the local exchange carrier industry. From its inception, USTA has strived to represent the interests of its varied member companies and to promote the welfare of the industry.



Across the country, in every city and small town, local telephone companies continue to honor the generations-old commitment of providing reliable, affordable telephone service to every American. This core principle is one of the pillars that has guided the Association and its members and will continue to be one of the cornerstones of the Association. I am proud of the legacy the industry has left behind and the future we are building together.

I am honored to serve as the USTA President and CEO during perhaps the most exciting period in the history of our industry. Today, we have embarked on a new century that will be defined less by bureaucratic and regulatory controls, and driven more by consumer demand and the freedoms that an open, deregulated marketplace provides. Our companies are moving rapidly to take advantage of the opportunities created in the post-Telecommunications Act of 1996-era, and will undoubtedly seize on even greater opportunities when markets are further opened to competition.

No longer are USTA members providing only basic dialtone service; nearly all have diversified into services tailored to their customers. Video delivery, Long Distance service, Wireless and Internet access, are being offered by hundreds of USTA member companies. And the numbers of members entering these new business opportunities are growing every day. USTA will not rest until all barriers to entry are removed and true competition exists in every sector of the telecommunications marketplace.

Throughout this past year, USTA has worked hard to ensure that competition does arrive in the local marketplace as quickly as possible. Across the country more than 1,000 interconnection agreements opening up the local network to competitors in every state have been signed. USTA has pursued an active role in the interconnection process. We scored a major victory when the 8th Circuit Court of Appeals overturned the Interconnection Rules set forth by the FCC.

The realities of the marketplace dictate that USTA will firmly stand behind our core advocacy role before the Congress, the FCC and in the Courts, that has defined our traditional value to our members, but with an eye on the future.

Sincerely,

Roy M. Neel
President and Chief Executive Officer
United States Telephone Association

**LOCAL EXCHANGE CARRIER
INDUSTRY OVERVIEW: FACTS**

As of December 31, 1996

Access Lines	171,771,851
Companies	1,332
Total Investment in Plant	\$320,011,236,000
New Construction and Equipment Upgrading	\$23,031,380,000

OPERATING REVENUES

Local	\$52,192,172,000
Network Access	34,586,010,000
Long Distance/Toll	10,947,303,000
Miscellaneous	11,982,626,000
Uncollectible	1,514,462,000
TOTAL	\$108,193,649,000

Employees 483,000

Shareholders 7,500,000

Average Business Day Minutes of Use 12,131,899,000

*Telephone Subscribership Nationwide 93.9%

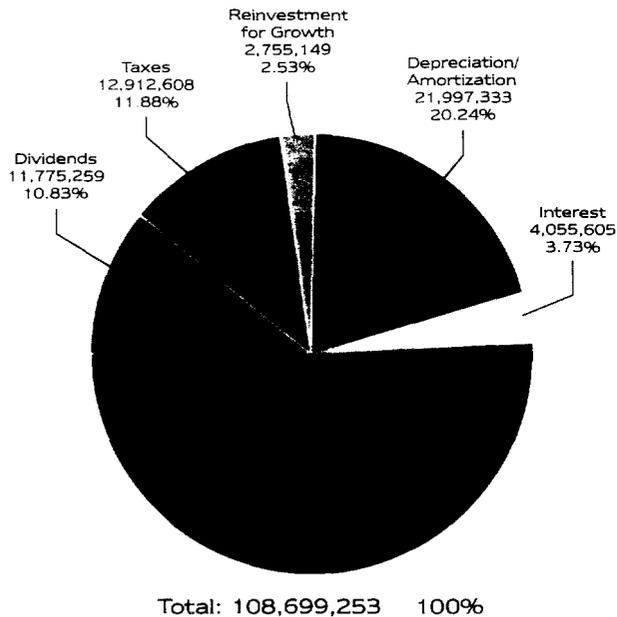
*FCC Industry Analysis Division, Trends in Telephone Service

1997 ESTIMATES - FORECAST FOR THE LOCAL TELEPHONE INDUSTRY

Access Lines	178,000,000
Operating Revenues	\$111,980,426,000
Average Revenue Per Access Line	\$629
Total Investment in Plant	\$331,000,000,000
Average Plant Per Access Line	\$1,860
New Construction and Equipment Upgrading	\$23,866,000,000

(1) Excludes official communications and test lines.

1996 TELEPHONE DOLLAR



FACTOIDS

- 1900 - First coin telephone installed.
- 1951 - First long distance phone call without directory assistance.
- 1968 - First 911 system was introduced in the United States.
- 1971 - First commercially viable answering machine.
- 1985 - Cellular car phones introduced.
- 1988 - Auto-Dialing phone cards introduced.
- 1993 - The White House goes online.

Alexander Graham Bell originally wanted the greeting for the telephone to be "Ahoy," but Thomas Edison voted for "Hello," a word he coined in 1877.

The original name of the telephone was the harmonic telegraph.

It took a year to connect the first line from New York to San Francisco. 14,000 miles of copper wire and 130,000 telephone poles were needed to link the country.

The annual revenue for the telephone industry is \$210 billion, almost 8 times that of television and 23 times the revenue of radio.

Cellular phone service has accounted for a third of the telephone industry's growth for the last four years.

The US telephone wireless and directory market is expected to reach \$211 billion by the year 2001.

FACTOIDS

Globally, about \$1 trillion is spent annually on telecommunications products and services.

One million threads of fiber optic cable can fit in a tube 1/2" in diameter.

The telephone is the most used piece of communication equipment in the world.

The busiest organization in the world is the Pentagon, which has 34,500 lines and gets 1 million calls a day. It received over 1.5 million phone calls on The 50th Anniversary of D-Day.

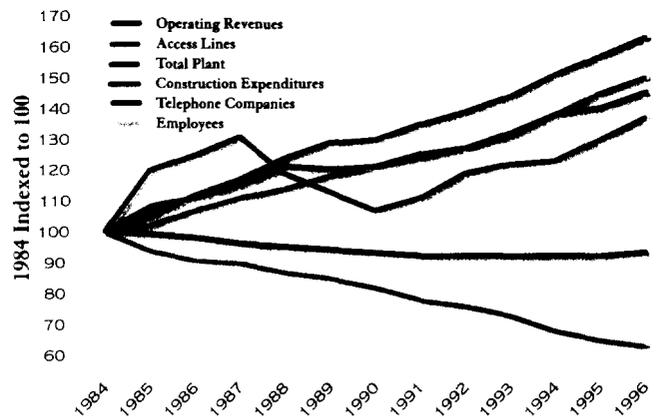
The busiest telephone exchange was by BellSouth at the 1996 Olympic Games, where 100 billion bits of information were transmitted per second.

Sweden is the country with the greatest penetration of telephones. It has 229 phones for every 1,000 people.

The longest phone cable is a submarine cable called FLAG (Fiber-Optic Link Around the Globe). It spans 16,800 miles from Japan to the United Kingdom and can carry 600,000 calls at a time.

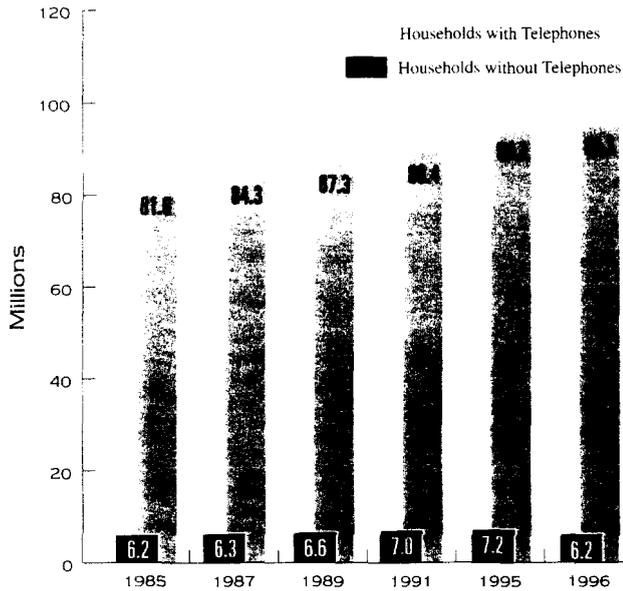
The telephone is the most profitable invention in US history.

PATTERNS OF INDUSTRY GROWTH SINCE DIVESTITURE



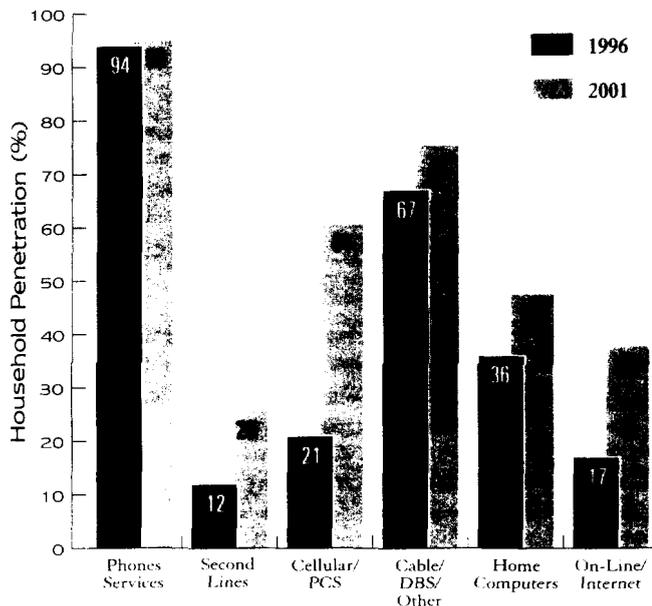
Since divestiture, both revenues and access lines have grown approximately 50%, which reflects the continued expansion of the industry and indicates the stability in average telephone prices. Investment in plant has increased 60% since divestiture which reflects the industry's continued modernization. Construction expenditures grew rapidly through 1987 and have continued to increase for the past several years reflecting the trend to replace obsolete plant with the latest technology. Reductions in the number of companies and employees continue due to consolidation and efforts to increase productivity.

U.S. HOUSEHOLDS WITH TELEPHONES



Source: FCC Industry Analysis Division, Trends in Telephone Service.

HOUSEHOLD PENETRATION OF TECHNOLOGY & SERVICES



Source: The Strategis Group, FCC.

ACCESS LINES BY STATE

As of December 31, 1996

STATE	COMPANIES	ACCESS LINES	STATE	COMPANIES	ACCESS LINES
Alabama	29	2,314,653	Missouri	41	3,775,909
Alaska	24	363,885	Montana	18	486,713
Arizona	14	2,549,194	Nebraska	42	964,563
Arkansas	27	1,443,598	Nevada	14	1,097,651
California	23	21,648,162	New Hampshire	12	824,458
Colorado	27	2,497,733	New Jersey	2	5,851,830
Connecticut	3	2,236,825	New Mexico	15	860,437
District of Columbia	1	874,574	New York	42	13,148,871
Delaware	1	510,782	North Carolina	25	4,401,676
Florida	13	9,954,479	North Dakota	24	392,532
Georgia	37	4,580,003	Ohio	41	6,833,162
Hawaii	1	737,979	Oklahoma	39	2,078,625
Idaho	20	644,240	Oregon	33	1,917,528
Illinois	54	7,718,572	Pennsylvania	35	7,632,856
Indiana	41	3,333,770	Rhode Island	1	663,363
Iowa	150	1,543,926	South Carolina	26	2,031,886
Kansas	39	1,712,189	South Dakota	32	393,776
Kentucky	18	1,989,347	Tennessee	25	3,172,335
Louisiana	20	2,341,687	Texas	57	12,886,298
Maine	19	831,663	Utah	14	1,051,845
Maryland	2	3,334,623	Vermont	9	413,579
Massachusetts	3	4,602,630	Virginia	20	4,132,125
Michigan	38	6,027,622	Washington	21	3,322,183
Minnesota	88	2,804,095	West Virginia	10	910,993
Mississippi	20	1,277,671	Wisconsin	94	3,175,246
			Wyoming	10	273,834
			TOTAL	1,414*	170,568,176**

*Total includes several holding companies more than once, for example, Southwestern Bell Telephone Company operates in five states, therefore, they are counted in each state in which they operate.

**Total represents the United States (50 states and the District of Columbia). Excluded are the Puerto Rico Telephone Authority, Guam Telephone Authority, and the Virgin Islands Telephone Company.

TOTAL INDUSTRY REVENUE BY STATE

STATE	TOTAL (IN MILLIONS)	STATE	TOTAL (IN MILLIONS)
Alabama	\$2,767	Nebraska	\$1,338
Arizona	2,909	Nevada	3,226
Arkansas	1,548	New Hampshire	1,005
California	22,850	New Jersey	7,159
Colorado	3,214	New Mexico	1,152
Connecticut	2,843	New York	15,592
Delaware	501	North Carolina	5,705
District of Columbia	922	North Dakota	503
Florida	11,849	Ohio	8,387
Georgia	5,796	Oklahoma	2,039
Hawaii	805	Oregon	2,280
Idaho	800	Pennsylvania	8,189
Illinois	8,175	Rhode Island	703
Indiana	3,903	South Carolina	2,736
Iowa	1,917	South Dakota	492
Kansas	1,857	Tennessee	3,581
Kentucky	2,729	Texas	13,204
Louisiana	2,809	Utah	1,137
Maine	886	Vermont	476
Maryland	3,869	Virginia	5,173
Massachusetts	5,127	Washington	4,159
Michigan	6,586	West Virginia	1,180
Minnesota	3,142	Wisconsin	3,354
Mississippi	1,645	Wyoming	370
Missouri	3,794	Alaska and other territories	1,977
Montana	646	TOTAL	\$199,005

Source: TRS Fund Worksheets and Staff Estimates.

TELECOMMUNICATIONS REVENUE RECEIVED BY TYPE OF SERVICE

(Dollar Amounts Shown in Millions)

	1993	1994	1995
Local Exchange Service	\$40,176	\$42,245	\$45,188
Local Private Line Service	1,088	1,138	1,226
Cellular, PCS, Paging & Other Mobile	10,237	14,293	18,698
Alternative Access and Other	8,002	8,302	10,428
Total Local Revenues	59,503	65,977	75,540
Interstate Access	22,476	23,938	24,828
Intrastate Access	8,356	8,820	9,067
Total Access Revenues	30,832	32,759	33,895
Operator Service, Pay Telephone & Card	10,772	10,539	11,164
Non-operator Switched Toll Service	58,294	60,819	64,385
Long Distance Private Line Service	8,067	9,043	9,718
All Other Long Distance	5,392	4,078	4,303
Total Toll Revenues	82,525	84,478	89,570
Total Carrier Revenue	172,860	183,214	199,005

Source: FCC Industry Analysis Division, Trends in Telephone Service.

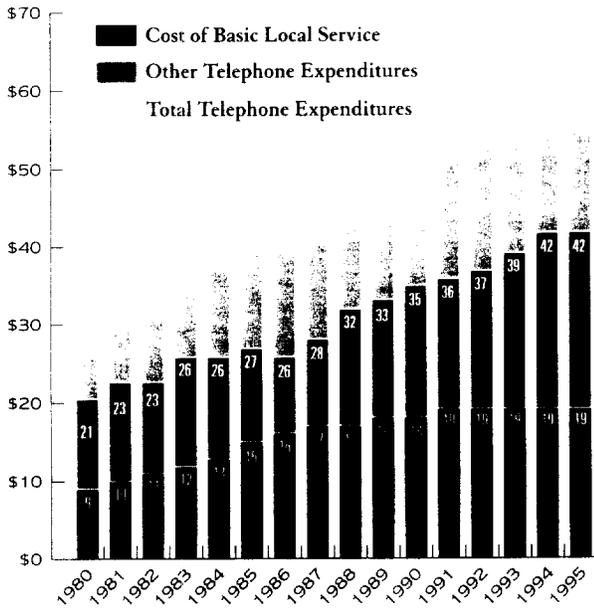
TELECOMMUNICATIONS REVENUE RECEIVED BY TYPE OF CARRIER

(Dollar Amounts Shown in Millions)

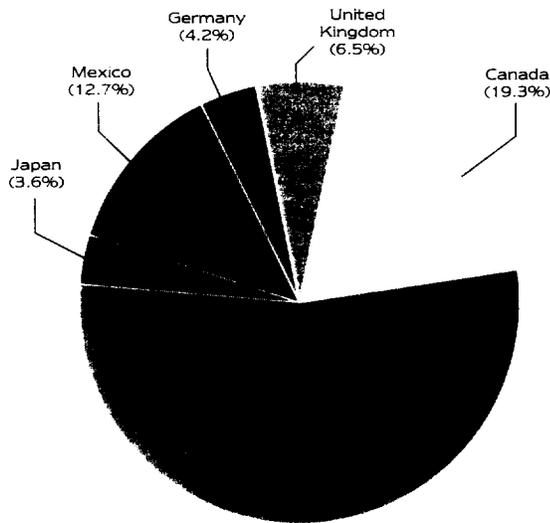
	1995
Regional Bell Operating Companies (RBOCs)	\$75,038
Independent Local Exchange Carriers	27,782
Local Exchange Carriers (LECs)	102,820
Competitive Access Providers (CAPs)	637
Cellular and PCS Carriers	17,209
Paging and Other Mobile Service Carriers	1,507
Wireless Carriers	18,716
Access Carriers	122,173
Big Four: AT&T, LDDS, MCI and Sprint	67,539
Interexchange Carriers Other than the Big Four	3,402
Resellers Including Prepaid Card	4,236
Operator Service Providers (OSPs)	511
Satellite and Other Common Carriers	1,141
Toll Carriers	76,832
All Carriers	199,005

Source: FCC Industry Analysis Division, Trends in Telephone Service.

MONTHLY TELEPHONE SERVICE EXPENDITURES



U.S. BILLED MINUTES BY COUNTRY



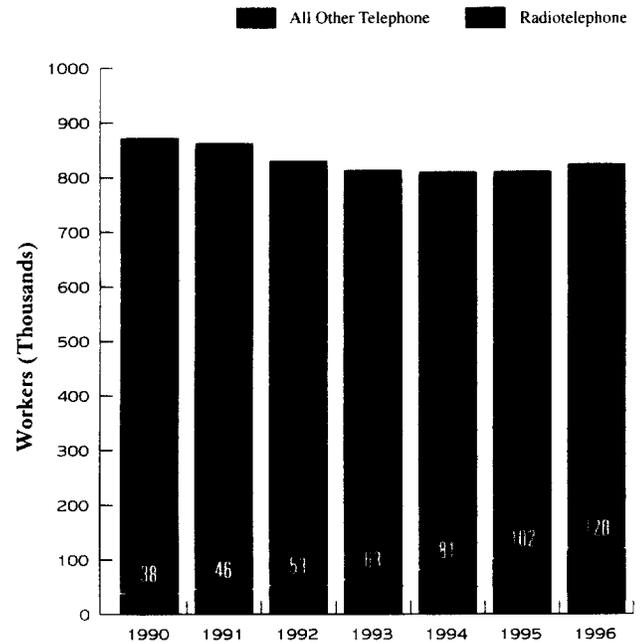
Five Markets: Canada, Mexico, the United Kingdom, Germany and Japan currently account for about half of the international calls billed in the United States.

CELLULAR TELEPHONE SUBSCRIBERS

Year	NUMBER OF SYSTEMS	NUMBER OF SUBSCRIBERS
1984	32	91,600
1985	102	340,213
1986	166	681,825
1987	312	1,230,855
1988	517	2,069,441
1989	584	3,508,944
1990	751	5,283,055
1991	1,252	7,557,148
1992	1,506	11,032,753
1993	1,529	16,009,461
1994	1,581	24,134,421
1995	1,627	33,785,661
1996	1,740	44,042,992

Source: Cellular Telecommunications Industry Association.

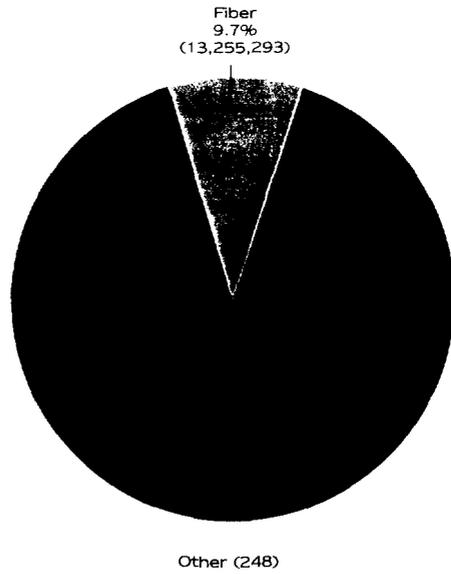
ANNUAL AVERAGE NUMBER OF EMPLOYEES IN THE TELEPHONE COMMUNICATIONS INDUSTRY



Since 1990, employment in the telephone communications industry has grown modestly. Most of the growth in employment over this period is the result of substantial increases in the radiotelephone (cellular, beepers, paging, etc.) industry, which grew at an annual average growth rate of approximately 20%.

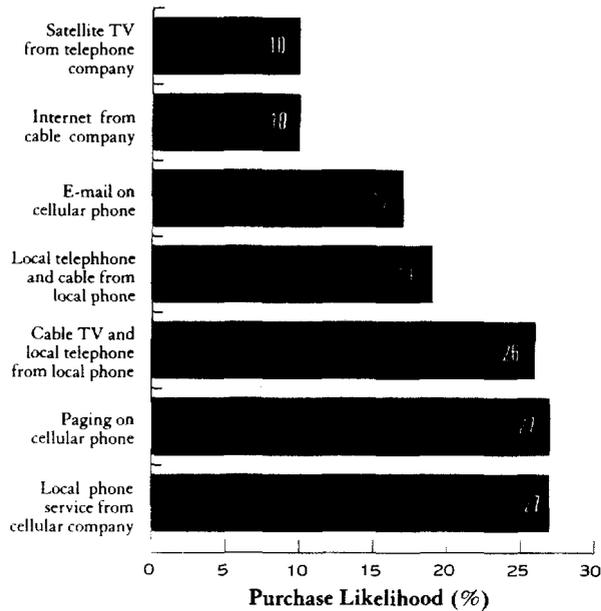
Source: Bureau of Labor Statistics.

**WORKING TELECOMMUNICATIONS CHANNELS
YEAR-END 1995**



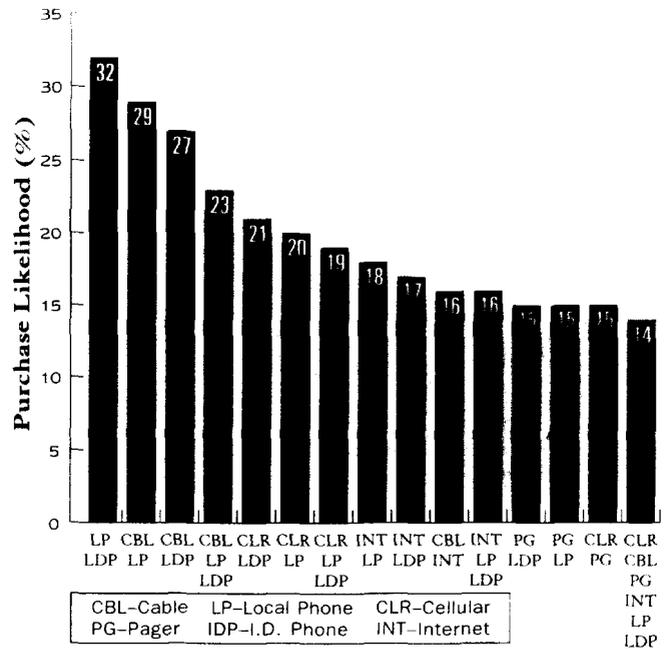
Source: Arnis 43-07 Report

**TELECOMMUNICATIONS PURCHASE LIKELIHOOD
OF SERVICE OFFERS**



Source: The Strategis Group

PURCHASE LIKELIHOOD OF VARIOUS BUNDLES



Source: The Strategis Group

**MARKETPLACE VALUE OF TELECOMMUNICATIONS
MARKETPLACE (%)**

EQUIPMENT	Value (%)	SERVICES	Value (%)
Network Equipment	16.6	Local Network Services	7.6
Public Payphone Equipment	5.6	Network Access	3.8
PBX	11.0	Toll Service	6.2
KTS/Hybrid	13.3	800/888 Services	13.7
Voice Processing Equipment	14.1	900/976 Services	4.4
Facsimile Equipment	9.0	Public Payphone Services	-0.5
Data Communications and Internetworking Equipment (excludes Frame Relay, ATM, Multiplexers)	16.4	Centrex	10.9
Emerging Technology Equipment (includes Frame Relay, ATM, Multiplexers, Fiber Optic Equipment)	20.0	Voice Processing Services	7.1
In-building Wireless/Mobile Communications Equipment	32.0	Wireless Communications Service	23.3
ISDN	138.1	Emerging Services	59.4
Teleconferencing Equipment	29.5	Total Services	9.0
CTI Software	44.0	Industry Total	11.1
CTI Hardware	52.4		
Total Equipment	17.5		

Source: Multimedia Telecommunications Association

THE TOP 150

50. SRT Communications, Inc., Minot, North Dakota	30,244	\$15,183,320
51. Atlantic Telephone Membership Corp., Shallote, North Carolina	30,084	14,715,886
52. Lexcom Communications, Lexington, North Carolina	29,867	N/A
53. Ben Lomand Rural Telephone Coop., Inc., McMinnville, Tennessee	29,765	19,135,196
54. Skyline Telephone Membership Corp., West Jefferson, North Carolina	29,635	14,348,776
55. Fort Bend Telephone Co., Inc., Rosenburg, Texas	28,568	21,641,170
56. St. Joseph Telephone & Telegraph Co., Port St. Joe, Florida	28,431	20,957,480
57. Wood County Telephone Co., Wisconsin Rapids, Wisconsin	28,188	13,574,118
58. Smithville Telephone Co., Inc., Ellettsville, Indiana	27,770	17,215,314
59. Guadalupe Valley Telephone Coop., Inc., New Braunfels, Texas	26,359	23,232,439
60. Great Plains Communications, Inc., Blair, Nebraska	25,998	21,982,900
61. Eastex Telephone Coop., Inc., Henderson, Texas	25,486	21,719,285
62. Yadkin Valley Telephone Membership Corp., Yadkinville, North Carolina	25,183	13,874,750
63. Warwick Valley Telephone Co., Warwick, New York *	24,341	15,126,788
64. Taconic Telephone Corp., Chatham, New York	24,215	17,182,002
65. South Central Rural Telephone Coop. Corp., Inc., Glasgow, Kentucky	24,100	15,930,496
66. Brandenburg Telephone Co., Inc., Brandenburg, Kentucky	23,237	13,305,821
67. Millington Telephone Co., Inc., Millington, Tennessee	22,979	12,656,103
68. Rhinelander Telecommunications, Inc., Rhinelander, Wisconsin *	22,919	17,486,390
69. Ellensburg Telephone Co., Inc., Ellensburg, Washington *	22,691	14,058,897
70. Highland Telephone Coop., Inc., Sunbright, Tennessee	21,841	12,216,036
71. Ogden Telephone Co., Spencerport, New York	21,147	10,412,624
72. Utilities, Inc., Standish, Maine	20,887	14,371,596
73. Shenandoah Telephone Co., Edinburg, Virginia	20,673	15,117,420
74. The Woodbury Telephone Co., Woodbury, Connecticut *	20,180	14,853,048
75. Kerrville Telephone Co., Kerrville, Texas	20,012	N/A

THE TOP 150

76. Grand River Mutual Telephone Corp., Princeton, Missouri	19,855	\$14,815,180
77. Vermont Telephone Co., Inc., Springfield, Vermont	19,817	15,057,180
78. Sierra Telephone Co., Inc., Oakhurst, California	19,209	29,310,426
79. Selectronics Corp., Waitsfield, Vermont	19,096	18,807,688
80. Ace Telephone Assn., Houston, Minnesota	19,048	13,829,042
81. West River Telecommunications Coop., Hazen, North Dakota	18,023	10,782,698
82. North Central Telephone Coop., Inc., Lafayette, Tennessee	17,735	10,144,824
83. Harrisonville Telephone Co., Waterloo, Illinois	17,197	13,300,000
84. Citizens Telephone Co., Brevard, North Carolina	17,197	11,964,176
85. DeKalb Telephone Coop., Inc., (d/b/a DTC Comm.) Alexandria, Tennessee	17,193	12,968,686
86. Farmers Telephone Coop., Inc., Rainesville, Alabama	17,082	10,945,076
87. Triangle Telephone Coop. Assn., Inc., Havre, Montana	16,819	16,848,741
88. East Otter Tail Telephone Co., Perham, Minnesota	16,778	10,910,730
89. West Kentucky Rural Telephone Coop. Corp., Inc., Mayfield, Kentucky	16,389	10,560,119
90. Star Telephone Membership Corp., Clinton, North Carolina	16,023	10,395,632
91. Three Rivers Telephone Coop., Inc., Fairfield, Montana	15,974	16,003,222
92. Fail, Inc., Bay Springs, Mississippi	15,694	9,588,228
93. West River Telecom, Hazen, North Dakota	15,597	N/A
94. Crow-Kan Telephone Coop., Inc., Girard, Kansas	15,464	12,244,949
95. Chester Telephone Co., Chester, South Carolina	15,300	10,923,297
96. Brookings Telephone Co., Brookings, South Dakota	14,518	9,037,061
97. Garden Valley Telephone Co., Erskine, Minnesota	14,499	10,669,356
98. New Ulm Telecommunications, Inc., New Ulm, Minnesota	14,591	7,628,915
99. Pioneer Telephone Assn., Inc., Ulysses, Kansas	14,426	18,336,547
100. Fidelity Telephone Co., Sullivan, Missouri	14,353	13,515,597
101. MCT Telecom, Coontocook, New Hampshire	14,325	14,239,273

THE TOP 150

102. Interstate Telephone Co., West Point, Georgia	14,268	\$9,109,878
103. LaFourche Telephone Co., Inc., LaRose, Louisiana	13,897	18,665,930
104. Golden West Telecommunications Coop., Inc., Wall, South Dakota	13,812	12,069,775
105. Pioneer Telephone Coop., Philomath, Oregon	13,745	8,616,354
106. Interstate Telephone Co., Inc., West Point, Georgia	13,645	9,113,520
107. Pond Branch Telephone Co., Inc., Gilbert, South Carolina	13,283	11,528,546
108. Scott-Rice Telephone Co., Prior Lake, Minnesota	13,250	7,580,988
109. Mountain Rural Telephone Coop. Corp., Inc., West Liberty, Kentucky	13,225	9,001,087
110. Foothills Rural Telephone Coop. Corp., Inc., Staffordsville, Kentucky	13,075	8,116,330
111. Sandhill Telephone Coop., Inc., Jefferson, South Carolina	12,901	7,030,650
112. Surry Telephone Membership Corp., Dobson, North Carolina	12,639	6,411,522
113. Churchill County Telephone., Fallon, Nevada	12,381	9,433,314
114. Hill Country Telephone Coop., Ingram, Texas	12,369	11,903,516
115. Vista-United Telecommunications, Lake Buena Vista, Florida	12,321	20,378,848
116. South Central Utah Telephone Assn., Inc., Escalante, Utah	12,078	8,460,020
117. Etex Telephone Coop., Inc., Glimer, Texas	12,005	9,061,091
118. Brindlee Mountain Telephone Co., Arab, Alabama	11,987	N/A
119. Piedmont Rural Telephone Coop., Inc., Laurens, South Carolina	11,794	7,536,503
120. Palmetto Rural Telephone Coop., Inc., Walterboro, South Carolina	11,599	8,042,442
121. Lakedale Telephone Co., Annandale, Minnesota	11,588	7,984,868
122. E.N.M.R. Telephone Coop., Clovis, New Mexico	11,528	33,133,777
123. Ringgold Telephone Co., Ringgold, Georgia	11,420	7,735,409
124. Souris River Telecommunications Coop., Minot, North Dakota	11,371	10,037,611
125. Pineland Telephone Coop., Inc., Metter, Georgia	11,314	7,512,878
126. Palmerton Telephone Co., Palmerton, Pennsylvania	11,158	N/A
127. Wilkes Telephone & Electric Co., Washington, Georgia	11,074	6,865,356

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128. The North-Eastern Pennsylvania Tel. Co., Forest City, Pennsylvania	11,069	\$8,464,607
129. Duo County Telephone Coop., Corp., Inc., Jamestown, Kentucky	11,031	7,077,531
130. The Champaign Telephone Co., Urbana, Ohio	11,027	9,208,936
131. Chautauqua & Erie Telephone Corp., Westfield, New York	10,946	6,729,426
132. Hutchinson Telephone Co., Hutchinson, Minnesota	10,871	N/A
133. Whidbey Telephone Co., Langley, Washington	10,513	N/A
134. West Carolina Rural Telephone Coop., Inc., Abbeville, South Carolina	10,786	7,578,945
135. Clay County Rural Telephone Coop., Inc., Cloverdale, Indiana	10,706	7,400,000
136. Public Service Telephone Co., Reynolds, Georgia	10,594	12,935,960
137. Peoples Telephone Coop., Inc., Quitman, Texas	10,565	7,681,520
138. Ellijay Telephone Co., Ellijay, Georgia	10,550	11,008,239
139. Community Service Telephone Co., Winthrop, Maine	10,424	6,065,437
140. Yelm Telephone Co., Yelm, Washington	10,297	7,446,461
141. Mid-Rivers Telephone Coop., Inc., Circle, Montana	10,119	14,295,340
142. Evans Telephone Co., Turlock, California	10,092	11,341,203
143. Ketchikan Public Utilities, Ketchikan, Alaska	10,042	7,927,363
144. Canby Telephone Assn., Canby, Oregon	9,906	N/A
145. Wilkes Telephone Membership Corp., Millers Creek, North Carolina	9,655	7,133,097
146. Roanoke & Botetourt Telephone Co., Daleville, Virginia	9,484	6,604,678
147. The Volcano Telephone Co., Pine Grove, California	9,403	13,673,170
148. Triangle Telephone Coop. Assn., Inc., Harve, Montana	9,348	8,202,514
149. Telephone Service Co., Wapakoneta, Ohio	9,183	6,319,461
150. Plant Telephone Co., Tifton, Georgia	9,057	8,877,430

1. Access line and operating revenue figures for holding companies are based on data published in the USTA 1997 Holding Company Report.

2. Excludes company official and test lines.

• Company or parent listed on New York Stock Exchange.

† Company or parent listed on American Stock Exchange.

‡‡ Bell Atlantic Corp. merged with NYNEX Corp. 8/15/97. Total access lines 39 million, total operating revenue \$29.2 billion.

* Over-the-counter Market.

** Company or parent listed on NASDAQ.

INDUSTRY TECHNICAL FORUMS

ATIS
Alliance for Telecommunication
Industry Solutions

AINWG*
AIN Work Group

CIGRR
Common Interest Group on
Rating & Routing

CLC
Carrier Liaison Committee

ENV S/C*
Environmental Subcommittee

GC S/C*
Government Communication
Subcommittee

IITC
Internetwork Interoperability
Test Coordination

INC
Industry Numbering Committee

INF
Intelligent Network Forum

NANC
North American Numbering
Council

NANPA
North American Numbering
Plan Administration

NISMEG
Numbering Issues Subject Matter
Expert Group

NIIF
Network Interconnection/
Interoperability Forum

NIIF-NIA
Network Interconnection/
Interoperability Forum
Network Interconnection/
Architecture

NIIF-NIM
Network Interconnection/
Interoperability Forum
Network Installation &
Maintenance

NSAC*
National Services Advisory
Committee

NPL*
Network Planning Subcommittee

NRIC
Network Reliability and
Interoperability Council

NRAC
Numbering Resources
Availability Subcommittee

NRRIC
Network Rating & Routing
Industry Committee

NSTAC
National Security Telecommu-
nication Advisory Committee

NCC
National Coordinating Center
for Telecommunications

OBF
Ordering & Billing Forum

OPR S/C*
Operations Subcommittee

OSV S/C*
Operator Services Subcommittee

SIF
SONET Interoperability Forum

TMC*
Technical Management Committee

TFPC*
Toll Fraud Prevention
Subcommittee

AREA CODES IN USE THROUGH 1997

ALABAMA	CAYMAN ISLANDS	INTERNATIONAL INBOUND	NEBRASKA	807	903
205	345	456	308	905	915
334	345	456	402	OREGON	940
ALASKA	CNMI670	IOWA	NEVADA	503	956
907	COLORADO	319	702	541	972
ALBERTA	303	515	NEWFOUNDLAND	PAID 800	TRINIDAD/ TOBAGO
403	719	712	709	Svc880	
780	720	JAMAICA	NEW	PAID 888	868
ANGUILLA	970	876	BRUNSWICK	Svc881	TURKS & CAICOS
264	CONNECTICUT	KANSAS	506	PENNSYLVANIA	649
809	203	316	NEW	215	
ANTIGUA	860	785	HAMPSHIRE	412	U.S.
268	DELAWARE	913	603	610	GOVERNMENT
ARIZONA	302	KENTUCKY	NEW JERSEY	717	710
520	DISTRICT OF COLUMBIA	502	201	724	US VIRGIN ISLANDS
602	202	606	609	814	340
ARKANSAS	DOMINICA	LOUISIANA	732	PERSONAL COMM. SERVICES	UTAH
501	767	318	908	500	435
870	FLORIDA	504	973	PUERTO RICO	801
BAHAMAS	305	MAINE	NEW MEXICO	787	VERMONT
242	352	207	505	802	802
BARBADOS	407	MANITOBA	NEW YORK	QUEBEC	VIRGINIA
246	407	204	212	418	540
BERMUDA	561	MARYLAND	315	450	703
441	813	240	516	514	757
BRITISH COLUMBIA	850	301	518	819	804
250	904	410	607	RHODE ISLAND	WASHINGTON
604	941	443	716	401	206
604	954	MASSACHUSETTS	718	SASKATCHEWAN	253
BRITISH VIRGIN ISLANDS	GEORGIA	413	914	306	360
404	404	508	917	NORTH CAROLINA	425
706	706	617	NORTH CAROLINA	803	509
678	678	781	704	843	WEST VIRGINIA
284	678	978	910	864	304
CALIFORNIA	770	MICHIGAN	919	NORTH DAKOTA	SOUTH DAKOTA
209	912	248	313	701	605
213	GRENADA	313	517	NORTHERN MARINAS	ST. KITTS/NEVIS
310	473	616	616	670	869
323	GUAM	734	810	NOVA SCOTIA	ST. LUCIA
408	671	810	906	902	758
415	HAWAII	810	MINNESOTA	DRID	ST. VINCENT/ GRENADINES
510	808	906	218	216	784
530	IC SVCS	902	320	330	TENNESSEE
562	700	902	507	419	423
619	IDAHO	218	612	440	615
626	208	320	MISSISSIPPI	513	901
650	ILLINOIS	507	228	614	931
707	217	612	601	740	TEXAS
714	309	MISSISSIPPI	708	937	210
805	312	228	909	OKLAHOMA	214
818	618	601	773	405	254
831	630	MISSOURI	815	580	281
909	708	314	847	918	409
916	773	417	808	816	512
925	815	573	949	INDIANA	416
949	815	660	219	219	416
CANADA/SERVICES	317	816	CANADA/SERVICES	317	416
600	765	MONTANA	600	765	519
CARIBBEAN	812	664	CARIBBEAN	812	613
809			809		705

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Bold typed are new area codes provided in 1997.

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ABOUT USTA

MISSION:

To promote the general welfare of the telephone industry, to collect and disseminate industry information and to provide a forum for the discussion and resolution of issues of mutual concern to our member companies.

In its 100th year, the United States Telephone Association (USTA) is the largest network of local exchange carriers and telecommunication companies with more than 1,200 members nationwide.

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overview of industry topics, and TIDs, which supply more detailed information. You will also receive upon request any previous technical documents that were published prior to your subscription. TMS mailings are also available on diskette in ASCII/DOS or WordPerfect format.

For more information or to order a specific report, contact USTA's Anna Brewster at (202) 326-7299 or abrewstr@usta.

USTA Member = \$120 (subscription) or 50 cents per page
Non-member = \$240 (subscription) or \$1 per page

1997 STATISTICS OF THE LOCAL EXCHANGE CARRIERS

This popular annual report contains valuable statistics on 547 telephone operating companies for a two-year period. Published during the third quarter of each year, it's everything you wanted to know about local exchange carriers in one convenient volume. Composite industry data, subdivided by Regional Holding Company (or RBOC) and independent companies, along with specific data is provided. Statistics include: income statement and balance sheet, investment in telecommunications plant by type, business and residential access lines, annual construction expenditures, number of central offices and percent digital, fiber cable percentages, and complete mailing addresses of each reporting carrier. Also provided is "The Top 150" which ranks the industry's largest companies by number of access lines. (293 pages)

USTA Member = \$275 (book) / \$500 (diskette)
Non-member = \$550 (book) / \$1000 (diskette)

1997 HOLDING COMPANY REPORT

This comprehensive report provides information on 23 of the LEC industry's largest holding companies and includes data such as number of access lines, exchanges, employees and stockholder, investment in plant, annual operating revenues and construction expenditures. Also in the updated 1997 version is a detailed listing of other affiliates owned by the holding company, their location and company description. (48 pages)

USTA Member = \$75
Non-Member = \$125

105TH GOVERNMENT GUIDE FOR THE TELEPHONE INDUSTRY

This publication should be titled "Everything You Always Wanted To Know About Congress But Were Afraid To Ask." This handy guide contains an alphabetized listing of all U.S. Senators and Representatives (including addresses, phone and fax numbers, and key staffers), all Senate and House committees and subcommittees, a glossary of legislative terms and a map of Capitol Hill. In addition, there is also listings for the FCC, NTIA, REA, NARUC, USTA and national and state telephone associations. (190 pages)

USTA Member = \$15 (Complimentary copy to primary contact)
Non-member = \$55

USTA MEMBERSHIP MAILING LABELS

This list is offered in mailing label format only and can be printed on either pressure sensitive or Cheshire labels. The list can be zip- or alpha-sorted for your convenience.

List #1 - All U.S. local exchange carriers (including USTA full member companies). Approximately 1,133.

Member: \$350 Non-member: \$500

List #2 - USTA associate members (includes service providers, publishers, manufacturers, equipment suppliers, and consultants). Approximately 200.

Member: \$75 Non-member: \$150

List #3 - USTA associate members and international members (international service providers). Approximately 210.

Member: \$85 Non-member: \$160

List #4 - A combination of lists 1, 2, 3, which includes all U.S. local exchange carriers, plus all USTA associate and international members.

Member: \$375 Non-member: \$575

For more information on USTA resources, contact Tammy Camp at (202) 326-7278 or tcamp@usta.org

You can also check out USTA's Web site at www.usta.org or try the new Fax-on-Request service, where important information on USTA is available to you 24 hours a day: (888) 682-INFO