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**NOTICE OF *EX PARTE*
PRESENTATION**

November 22, 2004

Ms. Marlene Dortch
Secretary
Federal Communications Commission
445 12th Street, SW, Room TWA325
Washington, DC 20554

**Re: AT&T Corp. Petition for Declaratory Ruling Regarding Enhanced Prepaid Calling
Card Services, WC Docket No. 03-133**

Dear Ms. Dortch:

The attached written *Ex Parte* Presentation concerning the above-referenced proceeding was sent to the Commissioners, their legal advisors, and the Bureau Chief of the Wireline Competition Bureau by James W. Olson on November 22, 2004, on behalf of the United States Telecom Association (USTA). In accordance with FCC Rule 1.1206(b)(1),¹ this Notice of *Ex Parte* Presentation and a copy of the *Ex Parte* Presentation are being filed with you electronically for inclusion in the public record. Please feel free to contact me at (202) 326-7300 if you have any questions.

Sincerely,

A handwritten signature in cursive script that reads 'Robin E. Tuttle'.

Robin E. Tuttle
Associate Counsel

¹ 47 C.F.R. §1.1206(b)(1).



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November 22, 2004

**EX PARTE PRESENTATION
Via E-mail**

The Honorable Michael K. Powell
Chairman
Federal Communications Commission
445 12th Street, SW, Room 8 B201
Washington, DC 20554

The Honorable Michael Copps
Commissioner
Federal Communications Commission
445 12th Street, SW, Room 8 A302
Washington, DC 20554

The Honorable Kathleen Q. Abernathy
Commissioner
Federal Communications Commission
445 12th Street, SW, Room 8 B115
Washington, DC 20554

The Honorable Jonathan Adelstein
Commissioner
Federal Communications Commission
445 12th Street, SW, Room 8 C302
Washington, DC 20554

The Honorable Kevin Martin
Commissioner
Federal Communications Commission
445 12th Street, SW, Room 8 A204
Washington, DC 20554

**Re: AT&T Corp. Petition for Declaratory Ruling Regarding Enhanced Prepaid Calling
Card Services, WC Docket No. 03-133**

Dear Commissioners:

Earlier this year, on July 28th, USTA and 178 of its members submitted an *ex parte* presentation in the above-referenced docket, addressing AT&T's unlawful and unconscionable avoidance of paying intrastate access charges and of making universal service contributions on certain prepaid calling card services that it offers.¹ At that time, USTA urged the Commission to act quickly to reaffirm that the calling card services that are the subject of AT&T's Petition for Declaratory Ruling² provide telecommunications services on which payment of intrastate access charges is owed when calls made using that service connect parties within a single state and further that AT&T must make universal service fund contributions on interstate revenue derived from calls made using that service.

¹ USTA attaches as Attachment 1 the list of USTA members that signed the *ex parte* letter filed on July 28, 2004.

² In May 2003, AT&T filed a Petition for Declaratory Ruling with the FCC, in which it seeks a declaration that its prepaid calling card service is an information service because calls made using this service link to a recorded advertisement on a service platform in another state before they are completed and accordingly any calls made by subscribers using its prepaid calling card service are interstate in nature and not subject to intrastate access charges.

It has now been 18 months since AT&T filed its Petition, with no resolution from the Commission. Moreover, as evidenced by AT&T's most recent SEC Form 10-Q, AT&T continues to withhold millions of dollars in intrastate access charge payments and universal service contributions, amounts which are growing at astounding rates. By the end of March 2004, as AT&T confessed in its SEC Form 10-Q filing, AT&T had withheld payment of \$215 million in intrastate access charges and had withheld contributions to universal service in the amount of \$140 million.³ In its next SEC Form 10-Q report for the end of June 2004, AT&T admitted that it had withheld payment of \$290 million in intrastate access charges and had withheld contributions to universal service in the amount of \$150 million.⁴ In its most recent SEC Form 10-Q reporting for the period ending September 30, 2004, AT&T further admitted that its withholdings for intrastate access and universal service had grown to \$340 million and \$160 million respectively, for a total of \$500 million improperly withheld.⁵ The Commission cannot allow AT&T to continue to violate its legal obligations and the Commission cannot condone AT&T's self-help actions by addressing this matter prospectively only. To do so would only encourage other carriers to violate the law as a means to maintain competitive viability or to game the system by reaping ill-gotten savings until the Commission forces them to comply with the law.

AT&T's Self-Help Actions and Their Impact

By its own classification that its prepaid calling card service is an information service and that the calls made using this service are interstate in nature, AT&T has not only inaccurately applied the law, but it has also engaged wrongfully in self-help by withholding intrastate access charge payments to carriers of at least \$340 million since the third quarter of 2002, again by its own admission.⁶ In addition to reporting in its most recent SEC Form 10-Q that it has withheld intrastate access charges on its prepaid calling card services, AT&T has also reported that it has not made contributions to the Universal Service Fund based on revenue received from its prepaid calling card service, amounting to \$160 million in purported savings since the beginning of 1999.

³ AT&T Corporation, SEC Form 10-Q, *Quarterly Report Pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934, for the Quarterly Period Ended March 31, 2004*, at 12 (dated May 7, 2004) (AT&T March 31, 2004 10-Q).

⁴ AT&T Corporation, SEC Form 10-Q, *Quarterly Report Pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934, for the Quarterly Period Ended June 30, 2004*, at 13 (dated Aug. 3, 2004) (AT&T June 30, 2004 10-Q).

⁵ AT&T Corporation, SEC Form 10-Q, *Quarterly Report Pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934, for the Quarterly Period Ended Sept. 30, 2004*, at 16 (dated Nov. 4, 2004) (AT&T September 30, 2004 10-Q). AT&T classifies these amounts as "savings." However, if AT&T truly believed that it did not owe these amounts, there would be no reason to report the amounts as savings. Rather, it would simply report that its costs were lower for its prepaid calling card service. By classifying the amounts as savings, AT&T implies that it has taken some affirmative action to reduce its costs. While reducing costs is a normal business objective, the problem with AT&T's actions – not paying intrastate access charges and not making universal service contributions – is that they violate the law. Not only are AT&T's "savings" against the law, but it also uses the "savings" to undercut the prices of carriers that are complying with the law, thereby creating incentives for other carriers also to avoid paying appropriate access charges and universal service fees in order to compete on an even playing field. As more carriers begin to use the same tactics, the entire access charge regime and universal service system will come under additional strain.

⁶ *Id.*

AT&T's actions in withholding payment of intrastate access charges and contributions to the Universal Service Fund (USF) with regard to its prepaid calling card service are repetitive of those actions it took prior to filing another petition for declaratory ruling, where AT&T claimed that its phone-to-phone Internet protocol telephony services were exempt from access charges applicable to circuit-switched interexchange calls. Importantly, the Commission found there that the service at issue was a telecommunications service, not an information service, and was subject to interstate access charges for calls terminating over the PSTN, pending resolution of related issues in the Intercarrier Compensation and IP-Enabled Services proceedings. The Commission declined to "make any determination at [that] time regarding the appropriateness of retroactive application of [that] declaratory ruling against AT&T or any other party alleged to owe access charges for past periods," maintaining that retroactive collection of access charges should be addressed on a case-by-case basis.⁷ With this second attempt to avoid lawfully owed access charges and USF contributions, and more attempts likely to come, AT&T's actions are clearly those of a recidivist. The Commission cannot allow AT&T to engage in self-help actions and then only order it to pay prospectively what it owes when the Commission determines that AT&T's actions do not comply with the law. Such orders do not provide AT&T with any incentive to comply with the law when it can gain months and even years of withholding payments or contributions that it is never forced to repay.

AT&T's actions in withholding payment of intrastate access charges and contributions to the USF are also likely to have the effect of a snowball rolling down a hill, picking up speed, and becoming the size of a boulder that will crash and cause significant damage to the telecommunications industry by unraveling the universal service program and the access charge regime. If the Commission allows AT&T to break the law⁸ and declines to require retroactive payment, other companies will be forced to either break the law so that they can reduce costs similarly in order to remain competitive and viable or to comply with the law but lose the ability to compete and ultimately go out of business. The negative repercussions on the industry are obvious.

Classifications of AT&T's Service – Requirements of The Communications Act

The Communications Act makes very clear that AT&T's calling card service is not an information service, which is defined as requiring a service provider to offer subscribers the "capability for generating, acquiring, storing, transforming, processing, retrieving, utilizing, or making available information via telecommunications."⁹ The advertisement that is provided in the course of initiating a call while using AT&T's prepaid calling card service is entirely tangential to and in no way alters the primary purpose of the service. AT&T's calling card service offers none of the capabilities of an information service. Rather, it offers a service for which the sole purpose

⁷ *Petition for Declaratory Ruling that AT&T's Phone-to-Phone IP Telephony Services are Exempt from Access Charges*, Order, WC Docket No. 02-361, FCC 04-97 (rel. Apr. 21, 2004).

⁸ AT&T is still breaking the law even if the Commission continues to allow AT&T not to pay intrastate access charges or to make universal service contributions. The Commission's failure to take action in this matter does not change the law.

⁹ 47 U.S.C. §153(20).

is the capability to make a telephone call. AT&T's calling card service is a telecommunications service.¹⁰

As a telecommunications service, calls made using AT&T's prepaid calling card service are subject to access charge payments – either interstate or intrastate depending on the nature of the call. Applying the Commission's end-to-end analysis elaborated on in other cases,¹¹ AT&T's current prepaid calling card service offering is not inherently interstate in nature simply because calls made using the service are linked to a service platform in another state before they are completed. Rather, when a subscriber uses the card to make a call that originates and terminates in the same state, that is an intrastate call on which intrastate access charges are owed. Similarly, interstate access charges are owed when calls made using this service truly are interstate in nature.

Because it is clear that AT&T's prepaid calling card service is a telecommunications service, not an enhanced service as AT&T maintains, the universal service contribution provisions of the Act apply.¹² The Act makes clear that “[e]very telecommunications carrier that provides interstate telecommunications services shall contribute, on an equitable and nondiscriminatory basis, to the specific, predictable, and sufficient mechanisms by the Commission to preserve and advance universal service.”¹³

Prompt FCC Action Is Vital

The Commission should deny AT&T's Petition, finding specifically that its prepaid calling card service is not an information or enhanced service, but that it is a telecommunications service. The Commission should also find that AT&T's prepaid calling card service is not inherently interstate in nature, but that it may be either intrastate or interstate in nature. In light of AT&T's admissions in its SEC Form 10-Q filings that it has withheld payment of intrastate access charges

¹⁰ A telecommunications service is defined as offering subscribers “transmission, between or among points specified by the use, of information of the user's choosing, without change in the form or content of the information as sent and received.” 47 U.S.C. §153(43). *See also* 47 U.S.C. §153(46).

¹¹ *See The Time Machine, Inc., Request for a Declaratory Ruling Concerning Preemption of State Regulation of Interstate 800-Access Debit Card Telecommunications Services*, Memorandum Opinion and Order, 11 FCC Rcd 1186, DA 95-2288 (1995) (Time Machine).

¹² Even if the Commission were to find that the advertisement inserted in the process of making a call using AT&T's prepaid calling card service was a legitimate part of the service offered to AT&T's customers, such a finding would still not allow AT&T to avoid making contributions to the USF on the telecommunications portion of the service. In Time Machine, the Commission found that the enhanced services, such as access to news, weather reports, and currency exchange information, offered by AT&T as part of its Teleticket service were non-regulated, but that the long-distance calling capability provided by the same service was a basic debit card interstate calling capability. Time Machine, ¶39. Similarly, the Commission has rejected previous efforts by AT&T to characterize basic telecommunications services as enhanced based on the addition of an enhanced capability to a basic transmission feature. *See Independent Data Communications Manufacturers Association, Inc., Petition for Declaratory Ruling that AT&T's InterSpan Frame Relay Service Is a Basic Service*, Memorandum Opinion and Order, 10 FCC Rcd 13717, ¶41 (1995) (IDCMA Order). Importantly, in the IDCMA Order, the Commission reaffirmed that carriers have a continuing obligation to make universal service contributions on the basic telecommunications service that is part of their bundled service package, which includes enhanced services, and further that carriers are required to report the revenues for the basic telecommunications services portion of the bundled package to ensure that they are assessed the appropriate universal service contribution amount. *Id.* ¶47-54 and n.146.

¹³ 47 U.S.C. §254(d). *See also* 47 C.F.R. §54.706.

for intrastate telephone calls made using its prepaid calling card service and that it has withheld payment of USF contributions owed to the Universal Service Administrative Company on interstate telephone calls made using the same service, the Commission should demand that AT&T provide a full accounting of the access charges it has avoided and the universal service contributions it has withheld.

The Commission should require AT&T to make *intrastate access* charge payments prospectively and retroactively (*i.e.*, the \$340 million in intrastate access charge “savings” cited to by AT&T in its most recent SEC Form 10-Q filing)¹⁴ on calls made by subscribers using AT&T’s prepaid calling card service. Retroactive payment of the money that AT&T owes for intrastate access charges is necessary to make other carriers whole. Similarly, if the Commission finds that AT&T failed to pay any *interstate access* charges, it should reinforce now that AT&T is required to make prospective interstate access charge payments on calls that originate in one state and terminate in another state, and it should also require AT&T to make retroactive payments of such interstate access charges, subject to any applicable penalties provided by Title V of the Act if the Commission finds that AT&T knowingly withheld payments it should have made.

The Commission should require AT&T to make *USF contributions* prospectively and retroactively (*i.e.*, the \$160 million in USF contribution savings cited to by AT&T in its SEC Form 10-Q filing)¹⁵ on the interstate revenue received from subscribers using AT&T’s prepaid calling card service. Requiring AT&T to make payment of USF contributions on interstate revenue received from its prepaid calling card service is a critically important factor in keeping the contribution factor from rising into the double digits, particularly so given the recent actions of the Universal Service Administrative Company to address the FCC’s interpretation of the AntiDeficiency Act. Retroactive amounts owed for USF contributions should also be subject to any applicable penalties provided by Title V of the Act, again if the Commission finds that AT&T knowingly withheld contributions it should have made.

Law Favors Retroactive Payment of Access Charges and USF Contributions

As discussed above, retroactive payment of access charges and USF contributions should be required because it would be patently unfair to permit AT&T to profit from what it knew, or should have known, was an erroneous, self-proclaimed classification of its prepaid calling card service and because there is well-established legal precedent to compel retroactivity. The courts have favored retroactive application of a rule or order to make parties whole.¹⁶ The D.C. Court of Appeals has specifically stated that “[i]n cases in which there are ‘new applications of existing law, clarifications, and additions,’ the courts start with a presumption in favor of retroactivity. (citations omitted) However, retroactivity will be denied ‘when to apply the new rule to past conduct or to prior events would work a ‘manifest injustice.’”¹⁷

¹⁴ See AT&T September 30, 2004 10-Q at 16.

¹⁵ *Id.*

¹⁶ See *Exxon Co., USA v. FERC*, 182 F.3d 30, 49 (D.C. Cir. 1999) (“There is also a strong equitable presumption in favor of retroactivity that would make the parties whole.”)

¹⁷ *Verizon Tel. Cos. v. FCC*, 269 F.3d 1098, 1109 (D.C. Cir. 2001) (citations omitted). See also *Williams Natural Gas Co. v. FERC*, 3 F.3d 1544, 1554 (D.C. Cir. 1993) (“[T]here has emerged “[a] basic distinction between (1) new

With regard to AT&T's self-help actions, the law is clear and has not changed. AT&T's prepaid calling card service is not an information service and is not inherently interstate in nature, but rather is a telecommunications service, which can be either intrastate or interstate in nature or both.

Applying existing law to the facts requires that when such calls are made using AT&T's calling card service and they originate and terminate within a state, regardless of any intermediary processing that may occur outside of that state, intrastate access charges must be assessed by AT&T and paid to the appropriate carrier. Similarly, when calls originate within one state and terminate within another state then interstate access charges must be assessed by AT&T and paid to the appropriate carrier. Finally, AT&T must contribute to the USF based on any interstate revenues derived from its calling card service.

Because existing law applies here, there should be a presumption that AT&T is subject to retroactive payments of applicable intrastate access charges. There is no manifest injustice in requiring retroactive payment of access charges or USF contributions because there is no rule or decision that AT&T could have reasonably or detrimentally relied upon as support for its interpretation that its prepaid calling card service is either an information service or that it is interstate in nature. Nor is there any support for AT&T's actions engaging in self-help.¹⁸

USTA reiterates its call to the Commission to take prompt action in this matter and to reaffirm that AT&T's prepaid calling card service is a telecommunications service on which payment of intrastate and interstate access charges is owed and universal service fund contributions must be made. USTA also urges the Commission not to condone AT&T's unlawful

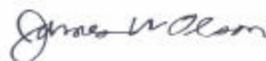
applications of law, clarifications, and additions, and (2) substitutions of new law for old law that was reasonably clear. (citations omitted) In the latter situation, which may give rise to questions of fairness, it may be necessary to deny retroactive effect to a rule announced in an agency adjudication in order to protect the settled expectations of those who had relied on the preexisting rule. (citation omitted) By contrast, retroactivity in the former case is 'natural, normal, and necessary,' (citation omitted) a corollary of an agency's authority to develop policy through case-by-case adjudication rather than rulemaking.")

¹⁸ The courts are clear that in order to show manifest injustice, the party claiming the injustice must demonstrate that it reasonably and detrimentally relied on a previously established rule or agency decision. *See Garvey v. NTSB*, 190 F.3d 571, 584-85 (D.C. Cir. 1999) (the issue of manifest injustice "boils down to the question of whether the regulated party reasonably and detrimentally relied on a previously established rule.")

FCC Commissioners
November 22, 2004

behavior, but rather require AT&T to make retroactive intrastate access charge payments (and interstate access charge payments if AT&T has not made them) and USF contributions.

Sincerely,



James W. Olson

Vice President Law & General Counsel

cc: Bryan Tramont
Christopher Libertelli
Matthew Brill
Daniel Gonzalez
Jessica Rosenworcel
Scott Bergmann
Jeffrey Carlisle

Attachment

ATTACHMENT 1

3-Rivers Telephone Coop. Inc.
Fairfield, MT

ACI
Joshua, TX

Albany Mutual Telephone Assn.
Albany, MN

All West Communications
Kamas, UT

ALLTEL
Little Rock, AR

ATC Communications
Albion, ID

Beggs Telephone Co.
Beggs, OK

Bentleyville Telephone Co.
Bentleyville, PA

Berkshire Telephone Corporation
Kinderhook, NY

Big Bend Telephone Co., Inc.
Alpine, TX

Blue Earth Valley Communications
Blue Earth, MN

Brazoria Telephone Co.
Brazoria, TX

Cameron Communications Corporation
Sulphur, LA

Carnegie Telephone Co., Inc.
Carnegie, OK

Carr Telephone Co.
Branch, MI

Casey Mutual Telephone Co.
Casey, IA

CC Communications
Fallon, NV

Center Junction Telephone Co., Inc.
Center Junction, IA

Central Montana Communications, Inc.
Havre, MT

Central Oklahoma Telephone
Davenport, OK

CenturyTel, Inc.
Monroe, LA

Champaign Telephone Co.
Urbana, OH

Cherokee Telephone Co.
Calera, OK

Chester Telephone Co.
Chester, SC

Cimarron Telephone Co.
Mannford, OK

Citizens Communications
Rochester, NY

Citizens Telephone Company of Kecksburg
Mammoth, PA

Clear Lake Independent Telephone Company
Clear Lake, IA

Clear Lake Telephone Co.
Clear Lake, WI

Colton Telephone Co.
Colton, OR

Commonwealth Telephone Enterprises, Inc.
Dallas, PA

Comporium
Rock Hill, SC

Connections, ETC
Big Lake, MN

Consolidated Communications
Mattoon, IL

Consolidated Telephone Co.
Brainerd, MN

Craigville Telephone Corporation
Craigville, IN

Cross Telephone Co.
Warner, OK

CT Communications, Inc.
Concord, NC

Cumby Telephone Coop.
Cumby, TX

Cunningham Telephone & Cable Company
Glen Elder, KS

Darien Telephone Co., Inc.
Darien, GA

Doylestown Telephone Co.
Doylestown, OH

Dubois Telephone Exchange
Dubois, WY

Duo County Telephone Coop. Corp.
Jamestown, KY

Easton Telephone Co.
Blue Earth, MN

Eckles Telephone
Blue Earth, MN

Empire Telephone Corporation
Prattsburgh, NY

Epic Touch Co.
Elkhart, KS

FairPoint Communications, Inc.
Charlotte, NC

Farmers Cooperative Telephone Co.
Dysart, IA

Farmers Mutual Telephone Co.
Okolona, OH

Fidelity Telephone Co.
Sullivan, MO

Fishers Island Telephone Corp
Fishers Island, NY

Granby Telephone & Telegraph Co., Inc.
Granby, MA

Grand Telephone Co. Inc
Jay, OK

Granite State Telephone Inc
Weare, NH

Gridley Telephone Co.
Gridley, IL

Guadalupe Valley Telephone Cooperative, Inc.
New Braunfels, TX

Hamilton Telecommunications
Aurora, NE

Heartland Telecommunications Co of Iowa
Homestead, IA

HickoryTech Corporation
Mankato, MN

Hinton Telephone Co.
Hinton, OK

Home Telephone Co.
Saint Jacob, IL

Home Telephone Co. Inc
Moncks Corner, SC

Hood Canal Telephone Co
Union, WA

Horizon Chillicothe Telephone
Chillicothe, OH

Hospers Telephone Co. Inc.
Hospers, IA

Humboldt Telephone Co.
San Francisco, CA

Hutchinson Telephone Co.
Hutchinson, MN

Industry Telephone Co.
Industry, TX

InterBel Telephone Coop., Inc.
Eureka, MT

Iowa Telecom
Newton, IA

Jefferson Telephone Co.
Jefferson, IA

Kalama Telephone Co.
Kalama, WA

Kalona Coop. Telephone Co.
Kalona, IA

Kaplan Telephone Co.
Kaplan, LA

Kerman Telephone Co.
Kerman, CA

Keystone Arthur Telephone Co
Ogallala, NE

Kinsman Mutual Telephone
Kinsman, IL

Lakedale Communications
Annandale, MN

LEXCOM Telephone Company
Lexington, NC

Lincolnton Telephone Co
Lincolnton Center, ME

Lockhart Telephone Co.
Lockhart, SC

Madison River Communications-LTD
Mebane, NC

Mankato Citizens Telephone Co
Mankato, MN

Margaretville Telephone Co
Margaretville, NY

Marseilles Telephone Co.
Metamora, IL

McDonald County Telephone Co
Pineville, MO

Metamora Telephone Co.
Metamora, IL

MGW Telephone Co.
Williamsville, VA

Mid-Communications Inc
Mankato, MN

Minnesota Lake Telephone Co
Blue Earth, MN

Moapa Valley Telephone Co.
Overton, NV

Monon Telephone Co.
Monon, IN

Monroe Telephone Company
Monroe, OR

Montezuma Mutual Telephone Co
Montezuma, IA

Montrose Mutual Telephone Co.
Dieterich, IL

Moultrie Independent Tel Co
Lovington, IL

Mount Angel Telephone Co.
Mount Angel, OR

Mount Horeb Telephone Co.
Mount Horeb, WI

Nemont Telephone Coop Inc
Scobey, MT

New Ulm Telecom Inc
New Ulm, MN

Newport Telephone Co.
Newport, NY

Nortex Communications
Muenster, TX

North Penn Telephone Co.
Prattsburgh, NY

North Pittsburgh Telephone Co
Gibsonia, PA

North State Communications
High Point, NC

Northern Arkansas Telephone Co.
Chattaroy, WA

Northern Telephone Co.
Wawina, MN

Ogden Telephone Company
Ogden, IA

Olin Telephone Co Inc
Olin, IA

Oneida County Rural Tel. Co.
Holland Patent, NY

Onslow Coop Telephone Assn
Onslow, IA

Oregon Farmers Mutual Tel. Co.
Oregon, MO

Oregon-Idaho Utilities Inc.
San Francisco, CA

Palmetto Rural Telephone Coop. Inc.
Walterboro, SC

Park Region Mutual Telephone Co.
Underwood, MN

Pattersonville Telephone Co.
Rotterdam Junction, NY

Paul Bunyan Telephone Cooperative
Bemidji, MN

Peace Valley Telephone
Peace Valley, MO

Pennsylvania Telephone Co
Jersey Shore, PA

Piedmont Rural Tel Coop. Inc.
Laurens, SC

Pine Belt Telephone Co. Inc.
Arlington, AL

Pine Tree Telephone & Telegraph
Bar Mills, ME

Pinnacles Telephone Co.
Paicines, CA

Pioneer Communications
Ulysses, KS

Ponderosa Telephone Co.
O'Neals, CA

Pottawatomie Telephone Co.
Earlsboro, OK

Preston Telephone Co.
Preston, IA

Price County Telephone Co.
Phillips, WI

Range Telephone Coop Inc
Forsyth, MT

Ridgeway Telephone Co.
Ridgeway, SC

Rochester Telephone Co.
Rochester, IN

Saco River Telephone & Telegraph
Bar Mills, ME

Sandwich Isles Communications
Honolulu, HI

Scranton Telephone Co.
Scranton, IA

Shell Rock Telephone Co.
Shell Rock, IA

Shenandoah Telecommunications
Edinburg, VA

Sherwood Mutual Tel. Assn., Inc.
Sherwood, OH

Silver Star Communications
Freedom, WY

Smithville Telephone Company, Inc.
Ellettsville, IN

South Canaan Telephone Co.
South Canaan, PA

Southern Montana Telephone Company
Wisdom, MT

Southwest Arkansas Telephone Coop.
Texarkana, AR

Southwest Texas Telephone Co
Rocksprings, TX

Spring Grove Cooperative Tel. Co.
Spring Grove, MN

SureWest Communications
Roseville, CA

Sycamore Telephone Co.
Sycamore, OH

TDS Telecom
Madison, WI

Telephone Service Co.
Wapakoneta, OH

Tenino Telephone Co.
Tenino, WA

The Middleburgh Telephone Co.
Middleburgh, NY

The North-Eastern Pennsylvania Telephone Co.
Forest City, PA

The Nova Telephone Co.
Nova, OH

The Rainier Group
Eatonville, WA

Tidewater Telecom
Nobleboro, ME

Triangle Telephone Cooperative Association, Inc.
Havre, MT

Tularosa Basin Telephone Co.
Tularosa, NM

Twin Valley Telephone
Miltonvale, KS

United Utilities, Inc.
Anchorage, AK

UniTel, Inc.
Unity, ME

Valley Telecommunications, Inc.
Scobey, MT

Valley Telephone Co.
Underwood, MN

Valor Telecom
Irving, TX

Van Horne Co-op Telephone Co.
Van Horne, IA

Ventura Telephone Co., Inc
Clear Lake, IA

Volcano Telephone Co.
Pine Grove, CA

Waitsfield-Fayston Telephone Co., Inc.
Waitsfield, VT

Waldron Telephone Co.
Waldron, MI

War Telephone Co.
War, WV

West Carolina Rural Tel Coop Inc
Abbeville, SC

WesTel Systems
Remsen, IA

Western New Mexico Telephone Co., Inc.
Silver City, NM

Westphalia Telephone Co.
Westphalia, MI

Wilderness Valley
Wawina, MN

Wilkes Telephone & Electric Co.
Washington, GA

Willard Telephone Co.
Merino, CO

Yukon-Waltz Telephone Co.
Yukon, PA