

**BEFORE THE PUBLIC SERVICE COMMISSION
OF THE STATE OF MISSOURI**

Application of Orchard Farm Telephone)
Company for Approval of an Amendment)
To the Traffic Termination Agreement)
with New Cingular Wireless, LLC and its)
Operating Affiliates d/b/a AT&T Mobility)

Case No. _____

APPLICATION

Comes now Orchard Farm Telephone Company (hereinafter "Company"), pursuant to 47 U.S.C. 252 and 4 CSR 240-3.513(6)(C), and hereby requests that the Commission approve an amendment to the existing Traffic Termination Agreement, or interconnection agreement, between Company and New Cingular Wireless, LLC and its Operating Affiliates d/b/a AT&T Mobility ("AT&T"). In support of this Application, Company states as follows:

1. Company is an incumbent local exchange telecommunications company (ILEC), properly certificated and doing business in Missouri. The name and address of its principal contact for this case is as follows:

Paul Pederson
Manager of Government & Regulatory Affairs
TDS Telecom Inc.
P.O. Box 5158
Madison, WI 53705-0158
(608) 664-4180 voice
(608) 664-2897 fax

2. Copies of all pleadings, orders, and other filings in this docket should be served upon the following contact and counsel for Company:

Linda Robinson
TDS Telecom
Manager – Carrier Relations
10025 Investment Drive, Suite 200

Knoxville, TN 37932
linda.lowrance@tdstelecom.com

W.R. England, III
Brian T. McCartney
Brydon, Swearengen & England P.C.
312 East Capitol Avenue
P.O. Box 456
Jefferson City, MO 65102-0456
(573) 635-7166 voice
(573) 634-7431 fax

3. AT&T is a Delaware limited liability company authorized to do business in the state of Missouri. Copies of filings made in this proceeding can be served upon the following contact for AT&T:

Sheila M. Paananen
Lead Carrier Relations Manager
National Access Management
AT&T Services, Inc.
26019 NE 34th Street
Redmond, WA 98053
(908) 234-6108

4. This Commission by Order of November 10, 2005 in Case No. TK-2006-0154, approved the wireless Traffic Exchange Agreement currently in effect between Company and AT&T.

5. In an Order released November 18, 2011,¹ the FCC directed that forward-looking cost based reciprocal compensation rates for intraMTA traffic exchanged by CMRS providers and ILECs be replaced with a "bill and keep" rate (i.e., zero compensation) for such traffic effective July 1, 2012, and has further directed that ILECs enter into good faith negotiations with CMRS carriers requesting amendments to existing interconnection agreements based upon change of law provisions.

¹ *In the Matter of the Connect America Fund, et al.*, WC Docket No. 10-90 et al. (see paragraphs 736-846), as modified by its December 23, 2011 Order in that same docket (see paragraphs 6-8).

6. AT&T has made such a request to Company, and thereafter AT&T and Company have voluntarily agreed to the Amendment for which approval is requested herein. The Amendment is attached hereto.

7. The Amendment has been negotiated, agreed, executed, and submitted to the Commission for approval voluntarily, in compliance with the aforementioned FCC Orders, by AT&T and Company.

8. There are no outstanding issues for which mediation or arbitration are needed or requested.

9. This Amendment has not been previously approved by this Commission.

10. The Amendment primarily changes the rate for intraMTA traffic originated by AT&T, transited to Company, and transported and terminated by Company. The Amendment otherwise does not change the structure of the Agreement itself.

11. Company requests approval of the Amendment. The implementation of this Amendment complies with Section 252(e) of the Act in that the Amendment is consistent with the public interest, convenience and necessity, and does not discriminate against any telecommunications carrier.

12. Company has no pending actions or final, unsatisfied adverse judgments or decisions which involve customer service or rates that have occurred within the last three years from the date of this Application. Company has no annual report or assessment fees that are overdue.

WHEREFORE, Company respectfully requests that the Commission enter an Order approving this Amendment.

Respectfully submitted,

/s/ Brian T. McCartney

W.R. England, III Mo. Bar #23975
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trip@brydonlaw.com
bmccartney@brydonlaw.com
Attorneys for
Orchard Farm Telephone Company

CERTIFICATE OF SERVICE

I hereby certify that a true and correct copy of the above and foregoing document was delivered by electronic mail this 12 day of June, 2012, to counsel of record.

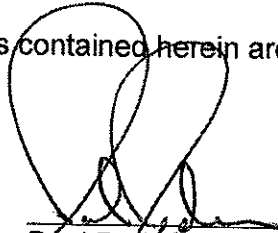
Missouri Public Service Commission
P.O. Box 360
Jefferson City, MO 65102

Office of the Public Counsel
P.O. Box 7800
Jefferson City, MO 65102

/s/ Brian T. McCartney

VERIFICATION

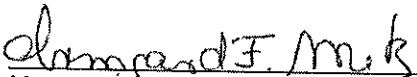
I, Paul Pederson, Manager of Government & Policy Affairs of Orchard Farm Telephone Company, hereby verify and affirm that I have read the foregoing APPLICATION and that the statements contained herein are true and correct to the best of my information and belief.



Paul Pederson

STATE OF WISCONSIN)
) ss
COUNTY OF DANE)

Subscribed and sworn to me, a Notary Public, on this 8th of June, 2012.



Notary Public

My Commission expires 2/15/2015

First Amendment to Wireless Traffic Exchange Agreement- MO

This is an Amendment ("Amendment") to the Wireless Traffic Exchange Agreement between the TDS Telecommunications Corporation affiliates or subsidiaries identified on Appendix A ("TDS TELECOM") and New Cingular Wireless PCS, LLC, and its Commercial Mobile Radio Services ("CMRS") operating affiliates, operating as AT&T Mobility hereinafter ("AT&T Mobility"), jointly as the Parties.

WHEREAS the Parties or their predecessors in interest, previously entered into an Interconnection Agreement (the "Agreement") pursuant to 47 U.S.C. 251/252 dated June 1, 2005 and approved by the Public Service Commission of Missouri on November 10, 2005 in Case No. TK-2006-0154.

WHEREAS on November 18, 2011, the Federal Communications Corporation ("FCC") released a Report and Order and Further Notice of Proposed Rulemaking, FCC 11-161, which included enacting new rules for Intercarrier Compensation for Wireless Traffic ("*USF/ICC Transformation Order*¹"). A subsequent Order on Reconsideration was released December 23, 2011 modifying two aspects of the *USF/ICC Transformation Order*.

WHEREAS the rules outlined in the *USF/ICC Transformation Order* constitute a change of law.

WHEREAS, 47 C.F.R. § 20.11 and § 51.700 - § 51.715 have been amended to provide that intercarrier compensation for non-access traffic exchanged between LECs and CMRS providers will be subject to a default bill-and-keep methodology for traffic exchanged on and after July 1, 2012.

NOW THEREFORE, in consideration of the Order and change of law provision in the Agreement, Appendix C, Rates and Factors shall be amended as follows:

RECIPROCAL COMPENSATION RATES

\$/MOU

Transport and Termination

Bill and Keep*

*From July 1, 2012, forward, all non-access traffic exchanged between the Parties shall be exchanged pursuant to a bill-and-keep arrangement, which means that the originating Party has no obligation to pay terminating charges to the terminating Party; regardless of any charges the originating Party may assess its end users.

¹See *In the Matter of Connect America Fund, A National Broadband Plan for Our Future, Establishing Just and Reasonable Rates for Local Exchange Carriers, High-Cost Universal Service Support, Developing an Unified Intercarrier Compensation Regime, Federal-State Joint Board on Universal Service, Lifeline and Link-Up Universal Service Reform – Mobility Fund*, WC Docket No. 10-90, GN Docket No. 09-51, WC Docket No. 07-135, WC Docket No. 05-337, CC Docket No. 01-92, CC Docket No. 96-45, WC Docket No. 03-109, WT Docket No. 10-208, Report and Order and Further Notice of Proposed Rulemaking, FCC 11-161 (rel. Nov. 18, 2011) (*USF/ICC Transformation Order*).

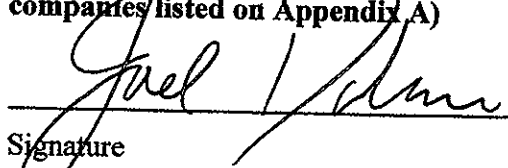
IN ADDITION, the parties mutually agree to add the following to Section IV, Billing:

7. "Intermediary Traffic" is traffic that is delivered from a third-party Local Exchange Carrier or other telecommunications carrier such as a CMRS provider, through the network of either Party as an intermediate carrier to an end user of the other Party. In the event that "Intermediary Traffic" which is subject to tariffed access charges under the FCC's Inter-carrier compensation rules is routed over interconnection service facilities covered under this Agreement for any reason, each Party agrees that it will pay the applicable access compensation to the terminating Party for any and all such traffic it sends as an intermediate carrier.

Except as expressly set forth herein, the remaining terms and conditions of the Agreement shall remain in full force and effect without change. This Amendment shall be effective as of July 1, 2012 and shall remain effective as long as the Agreement remains effective between the parties.

IN WITNESS WHEREOF, the authorized representatives of the Parties hereto have signed this Amendment effective as of the date and year set forth above.


By: TDS Telecommunications Corporation (not individually but as agent for the companies listed on Appendix A)

 9/14/12
Signature Date

Printed Name and Title:

Joel Dohmeier
Director Regulatory Revenue, Strategy & Compliance

By: New Cingular Wireless PCS, LLC, and its Commercial Mobile Radio Service operating affiliates d/b/a AT&T Mobility

 7/29/12
Signature Date

Printed Name and Title:

Sheila M. Paananen
Lead Carrier Relations Manager

Signature Page to Amendment between TDS Telecommunications Corporation (MO Cos.) and AT&T Mobility effective the 1st day of July, 2012

Appendix A

New London Telephone Company

Orchard Farm Telephone Company

The Stoutland Telephone Company