BEFORE THE PUBLIC SERVICE COMMISSION
OF THE STATE OF MISSOURI

In the Matter of the Petition for Waivers of Certain Rules and Statutes On Behalf of SBC Long Distance, LLC d/b/a AT&T Long Distance, SNET America, Inc. d/b/a AT&T Long Distance East and BellSouth Long Distance, Inc. d/b/a AT&T Long Distance Service.	)	Case No. _____

PETITION FOR WAIVERS ON BEHALF OF THE AT&T LONG DISTANCE AFFILIATES

COME NOW SBC Long Distance, LLC d/b/a AT&T Long Distance, SNET America, Inc. d/b/a AT&T Long Distance East and BellSouth Long Distance, Inc. d/b/a AT&T Long Distance Service, pursuant to Sections 392.185, 392.361.5 and 392.420, as amended by HB 1779, and hereby petition the Commission for a waiver of the application and enforcement of certain rules and statutes not previously waived on their behalf by the Commission. These rules and statutes are limited to those which are no longer applicable to other telecommunications companies -- such as CenturyTel, Embarq, Southwestern Bell Telephone Company and Spectra -- by virtue of their having elected to waive the application and enforcement of these rules and statutes, in each case with Staff's support.[1] In further support of this Petition, the Petitioners state as follows:

[1] *See*, *e.g.*, Case No. IE-2009-0079, September 26, 2008 Staff Recommendation and October 23, 2008 Order Concerning Election of Waivers regarding CenturyTel of Missouri, LLC ("CenturyTel"); September 26, 2008 Staff Recommendation regarding Embarq Missouri, Inc. ("Embarq"); Case No. IE-2009-0082, September 26, 2008 Staff Recommendation regarding Southwestern Bell Telephone Company ("SWBT"); IE-2009-0080, September 26, 2008 Staff Recommendation regarding Spectra Communications Group, LLC ("Spectra").

THE PETITIONERS

AT&T Long Distance

1. SBC Long Distance, LLC d/b/a AT&T Long Distance (hereinafter "AT&T Long Distance"), formed as a limited liability company in each of Delaware and Virginia and whose principal office is located at 5130 Hacienda Drive, Dublin, California 94568, is authorized to do business in Missouri.[2]

2. AT&T Long Distance has no pending action or final unsatisfied judgments or decisions against it from any state or federal agency or court which involve retail customer service or rates, which action, judgment or decision has occurred within three (3) years of the date of this Petition.[3]

3. AT&T Long Distance does not have any overdue annual reports or regulatory assessment fees.[4]

4. Pursuant to the Commission's Report and Order issued November 27, 2001, in Case Nos. TA-2001-475 and TA-99-47, AT&T Long Distance's predecessor in interest, Southwestern Bell Communications Services, Inc. d/b/a SBC Long Distance was granted a certificate of service authority to provide intrastate interexchange telecommunications services in the state of Missouri, was classified as a competitive telecommunications company, and was granted a waiver of the application of certain statutes and regulatory rules which had traditionally been waived for other similarly situated companies prior to the passage of HB 1779. *See*, Report and Order, at 20-22.

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[2] Pursuant to Commission Rule 2.060(1)(C) (4 CSR 240-2.060(1)(C)), attached as Attachment 1 is a copy of a certificate from the Secretary of State reflecting that SBC Long Distance, LLC is authorized to do business in Missouri. Pursuant to Commission Rule 2.060(1)(E) (4 CSR 240-2.060(1)(E)), attached as Attachment 2 is a copy of SBC Long Distance, LLC's registration of fictitious name.

[3] *See*, Commission Rule 2.060(1)(K) (4 CSR 240-2.060(1)(K)).

[4] *See*, Commission Rule 2.060(1)(L) (4 CSR 240-2.060(1)(L)).

AT&T Long Distance East

5. SNET America, Inc. d/b/a AT&T Long Distance East (hereinafter "AT&T Long Distance East"), a Connecticut corporation whose principal office is located at 310 Orange Street, New Haven, Connecticut 06510, is authorized to do business in Missouri.[5]

6. AT&T Long Distance East has no pending action or final unsatisfied judgments or decisions against it from any state or federal agency or court which involve retail customer service or rates, which action, judgment or decision has occurred within three (3) years of the date of this Petition.[6]

7. AT&T Long Distance East does not have any overdue annual reports or regulatory assessment fees.[7]

8. Pursuant to the Commission's Order Approving Interexchange Certificate of Service Authority and Order Approving Tariff issued August 22, 2006, in Case No. TA-2007-0041, AT&T Long Distance East was granted a certificate of service authority to provide intrastate interexchange telecommunications services in the state of Missouri, was classified as a competitive telecommunications company, and was granted a waiver of the application of certain statutes and regulatory rules which had traditionally been waived for other similarly situated companies prior to the passage of HB 1779.

AT&T Long Distance Service

9. BellSouth Long Distance, Inc. d/b/a AT&T Long Distance Service (hereinafter, "AT&T Long Distance Service"), a Delaware corporation whose principal office is located at

[5] Pursuant to Commission Rule 2.060(1)(C) (4 CSR 240-2.060(1)(C)), attached as Attachment 3 is a copy of a certificate from the Secretary of State reflecting that SNET America, Inc. is authorized to do business in Missouri. Pursuant to Commission Rule 2.060(1)(E) (4 CSR 240-2.060(1)(E)), attached as Attachment 4 is a copy of SNET America, Inc.'s registration of fictitious name.

[6] *See*, Commission Rule 2.060(1)(K) (4 CSR 240-2.060(1)(K)).

[7] *See*, Commission Rule 2.060(1)(L) (4 CSR 240-2.060(1)(L)).

675 West Peachtree Street NW, 17E21, Atlanta, Georgia 30375, is authorized to do business in Missouri.[8]

10. AT&T Long Distance Service has no pending action or final unsatisfied judgments or decisions against it from any state or federal agency or court which involve retail customer service or rates, which action, judgment or decision has occurred within three (3) years of the date of this Petition.[9]

11. AT&T Long Distance Service does not have any overdue annual reports or regulatory assessment fees.[10]

12. Pursuant to the Commission's Order Approving Interexchange Certificate of Service Authority and Order Approving Tariff issued June 6, 1997, in Case No. TA-97-476, AT&T Long Distance Service was granted a certificate of service authority to provide intrastate interexchange telecommunications services in the state of Missouri, was classified as a competitive telecommunications company, and was granted a waiver of the application of certain statutes and regulatory rules which had traditionally been waived for other similarly situated companies prior to the passage of HB 1779. Later, pursuant to the Commission's Order Approving Merger, Granting Certificate of Service Authority, and Approving Tariff issued July 1, 2004, in Case No. LM-2004-0552, AT&T Long Distance Service was granted a certificate of service authority to provide basic local telecommunications services in the state of Missouri, was classified as a competitive telecommunications company, and was granted a waiver of the

[8] Pursuant to Commission Rule 2.060(1)(C) (4 CSR 240-2.060(1)(C)), attached as Attachment 5 is a copy of a certificate from the Secretary of State reflecting that BellSouth Long Distance, Inc. is authorized to do business in Missouri. Pursuant to Commission Rule 2.060(1)(E) (4 CSR 240-2.060(1)(E)), attached as Attachment 6 is a copy of BellSouth Long Distance, Inc.'s registration of fictitious name.

[9] *See*, Commission Rule 2.060(1)(K) (4 CSR 240-2.060(1)(K)).

[10] *See*, Commission Rule 2.060(1)(L) (4 CSR 240-2.060(1)(L)).

application of certain statutes and regulatory rules which had traditionally been waived for other similarly situated companies prior to the passage of HB 1779.

13. Each of the Petitioners may be contacted at the electronic mail address, facsimile and telephone numbers of its attorneys, as set out under the signature block of this Petition.[11] All correspondence, pleadings, orders, decisions, and communications regarding this proceeding should be sent to:

Timothy P. Leahy
Leo J. Bub
Robert J. Gryzmala
Attorneys for Petitioners
One AT&T Center, Suite 3516
St. Louis, Missouri 63101

STATUTORY AUTHORITIES

14. In accordance with Sections 392.420[12] and 392.245.5(8),[13] as amended by HB 1779, several alternative and incumbent local exchange carriers have received waivers of various

[11] *See*, Commission Rule 2.060(1)(A) (4 CSR 240-2.060(1)(A)).

[12] Section 392.420 provides, in pertinent part:

> "The commission is authorized, in connection with the issuance or modification of a certificate of interexchange or local exchange service authority or the modification of a certificate of public convenience and necessity for interexchange or local exchange telecommunications service, to entertain a petition to suspend or modify the application of its rules or the application of any statutory provision contained in sections 392.200 to 392.340 if such waiver or modification is otherwise consistent with the other provisions of sections 392.361 to 392.520 and the purposes of this chapter. In the case of an application for certificate of service authority to provide basic telecommunications service filed by an alternative local exchange telecommunications company, and for all existing alternative local exchange telecommunications companies, the commission shall waive, at a minimum, the application and enforcement of its quality of service and billing standards rules, as well as the provisions of subsection 2 of section 392.210, subsection 1 of section 392.240, and sections 392.270, 392.280, 392.290, 392.300, 392.310, 392.320, 392.330, and 392.340. Notwithstanding any other provision of law in this chapter and chapter 386, RSMo, where an alternative local exchange telecommunications company is authorized to provide local exchange telecommunications services in an incumbent local exchange telecommunications company's authorized service area, the incumbent local exchange telecommunications company may opt into all or some of the above-listed statutory and commission rule waivers by filing a notice of election with the commission that specifies which waivers are elected."

[13] Section 392. 245.5(8) provides, in pertinent part:

> "An incumbent local exchange telecommunications company deemed competitive under this section and all alternative local exchange telecommunications companies shall not be required to comply with customer billing rules, network engineering and maintenance rules requiring the recording and submitting of service objectives or surveillance levels established by the commission[.]"

statutes and Commission rules. Like them, each of the Petitioners is qualified for a waiver of the application and enforcement of the same Commission rules and state statutes, to the extent such waivers have not already been granted to the Petitioners by the Commission. These rules and statutes are:[14]

- Rule 3.550, sections (4) and (5)(A)
- Rule 32.060
- Rule 32.070
- Rule 32.080
- Rule 33.040, sections (1) through (3) and sections (5) through (10)
- Rule 33.045
- Rule 33.080, section (1)
- Rule 33.130, sections (1), (4) and (5)
- Section 392.210, subsection 2, RSMo.
- Section 392.240, subsection 1, RSMo.
- Section 392.270, RSMo.
- Section 392.280, RSMo.
- Section 392.290, RSMo.
- Section 392.300, RSMo.
- Section 392.310, RSMo.
- Section 392.320, RSMo.
- Section 392.330, RSMo.
- Section 392.340, RSMo.

15. Furthermore, Section 392.361.5(8) provides, in pertinent part:

> By its order classifying a telecommunications service as competitive or transitionally competitive or a telecommunications company as competitive or transitionally competitive, the commission may, with respect to that service or company and with respect to one or more providers of that service, suspend or modify the application of its rules or the application of any statutory provision contained ion sections 392.200 to 392.340, except as provided in section 392.390.

16. The statutes identified in paragraph 14, above, are specifically referenced in Section 392.420. The rules identified in paragraph 14, above, constitute "quality of service and billing standards" as these terms are used in Section 392.420 and/or "customer billing rules,

[14] All references to rules are to 4 CSR, Division 240 of the Code of State Regulations (e.g., Rule 32.060, at 4 CSR 240-32.060).

network engineering and maintenance rules requiring the recording and submitting of service objectives or surveillance levels" as these terms are used in Section 392.245.5(8). On August 14, 2008, following discussion among members of the Commission's Staff and members of the telecommunications industry, Staff agreed that the above-cited rules would constitute "Staff's Proposed Minimum Set of Rules Waived Under HB 1779." Additionally, Staff has since expressly supported waiving the same rules and statutes on behalf of incumbent LECs (including CenturyTel, Embarq, AT&T Missouri and Spectra) and alternative LECs (including AT&T Communications of the Southwest, Inc., TCG Kansas City, Inc. and TCG St. Louis).[15]

17. Most recently, the Commission granted the same waivers as are requested here to AT&T Corp. d/b/a AT&T Advanced Solutions. *See*, Order Granting Waivers, Case No. TE-2009-0169, issued December 11, 2008. The company had previously been granted a certificate of authority to provide interexchange and nonswitched local exchange telecommunications services.[16] In granting the requested waivers, the Commission determined that "it is clearly within the spirit of HB 1779 to extend the exemptions to the Company[,]" *id*., at 2, based on Staff's Recommendation stating that "Subsection [392.361.5] has historically been relied upon by the Commission as a means to forbear from enforcing its rules and certain statutory requirements for competitive telecommunications companies." *Id*., *citing*, Staff Recommendation, filed November 25, 2008, at Appendix A, p. 2.

18. Pursuant to Section 392.420, the Commission may, and should, issue an order which, for each of the Petitioners, waives the application and enforcement of those foregoing

[15] *See*, note 1, *supra*; *see also*, Petition for Waivers on Behalf of the AT&T Joint Petitioners, Case No. TO-2009-0064, Staff Recommendation filed October 3, 2008.

[16] *See*, Order Approving Interexchange and Nonswitched Local Exchange Certificate of Service Authority, Case No. TA-2009-0045, issued September 25, 2008, at 5-6.

rules and statutes not previously waived on their behalf by the Commission.[17] Alternatively, the Commission should issue an order pursuant to Section 392.361.5 holding that each Petitioner, as a competitive telecommunications company, should be granted the same rule and statute waivers as have been obtained by incumbent LECs -- such as CenturyTel, Embarq, Southwestern Bell Telephone Company and Spectra -- by virtue of their having elected to waive the application and enforcement of these rules and statutes.

19. Such interpretations of Section 392.420 and/or 392.361.5 also are in keeping with the legislature's declared purposes of Chapter 392. Section 392.185 states that the provisions of Chapter 392 "shall be construed to . . . [p]ermit flexible regulation of telecommunications companies and competitive telecommunications services," and to "[a]llow full and fair competition to function as a substitute for regulation when consistent with the protection of ratepayers and otherwise consistent with the public interest." Section 392.185, subsections (5), (6). To decline granting this Petition would deny the Petitioners the flexible regulation to which they are entitled as competitive companies and which other companies, both incumbent and otherwise, now enjoy. It would also be inconsistent with the long standing, thoroughly robust and vibrant competitive nature of the long distance market in Missouri.[18]

[17] Independent support for the grant of waivers to AT&T Long Distance Service exists by virtue of its additional status as an "existing alternative local exchange telecommunications companies" for purposes of Section 392.420.

[18] *See, e.g.*, Report and Order on Remand in Case No. TO-2001-467, issued January 25,2007, at 14 ("Competition has existed in the intraLATA toll market since July 24, 1986, when the Commission authorized intraLATA toll competition in Missouri."); *see also, id.*, at 14-15 ("Evidence in this case demonstrated that there were over 600 interexchange carriers certified to provide intrastate interexchange service in Missouri.").

WHEREFORE, SBC Long Distance, LLC d/b/a AT&T Long Distance, SNET America, Inc. d/b/a AT&T Long Distance East and BellSouth Long Distance, Inc. d/b/a AT&T Long Distance Service, respectfully request that the Commission grant their Petition.

Respectfully submitted,

SBC Long Distance, LLC d/b/a AT&T Long Distance,
SNET America, Inc. d/b/a AT&T Long Distance East and
BellSouth Long Distance, Inc. d/b/a AT&T Long Distance
Service

BY 

TIMOTHY P. LEAHY #36197
LEO J. BUB #34326
ROBERT J. GRYZMALA #32454

Their Attorneys
One AT&T Center, Room 3516
St. Louis, Missouri 63101
314-235-6060 (Telephone)/314-247-0014(Facsimile)
robert.gryzmala@att.com

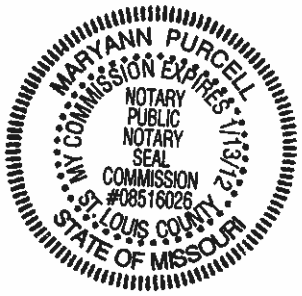
CITY OF ST. LOUIS)
) SS
STATE OF MISSOURI)

VERIFICATION

I, Craig A. Unruh, being duly sworn upon my oath, state that I am over twenty-one, sound of mind, and Executive Director-Regulatory of AT&T Services, Inc. I am authorized to act on behalf of SBC Long Distance, LLC d/b/a AT&T Long Distance, SNET America, Inc. d/b/a AT&T Long Distance East and BellSouth Long Distance, Inc. d/b/a AT&T Long Distance Service regarding the foregoing document. I have read it and verify that the facts contained in it are true and correct according to the best of my knowledge, information and belief.

Craig A. Unruh

Sworn and subscribed to before me this 27th day of February, 2009.



Notary Public

CERTIFICATE OF SERVICE

Copies of this document were served on the following parties by e-mail on February 27, 2009:

Robert J. Gryzmala

General Counsel
Kevin Thompson
Missouri Public Service Commission
PO Box 360
Jefferson City, MO 65102
gencounsel@psc.mo.gov
kevin.thompson@psc.mo.gov

Public Counsel
Michael F. Dandino
Office of the Public Counsel
PO Box 2230
Jefferson City, MO 65102
opcservice@ded.mo.gov
mike.dandino@ded.mo.gov

STATE OF MISSOURI

Robin Carnahan
Secretary of State

CERTIFICATE OF REGISTRATION
FOREIGN LIMITED LIABILITY COMPANY

WHEREAS,

SBC LONG DISTANCE, LLC
FL0660838

Using in Missouri the name

SBC LONG DISTANCE, LLC

and existing under the laws of the State of Delaware has filed with this state its Application for Registration and whereas this Application for Registration conforms to the Missouri Limited Company Act.

NOW, THEREFORE, I, ROBIN CARNAHAN, Secretary of State of the State of Missouri, by virtue of authority vested in me by law, do hereby certify and declare that on the 17th day of May, 2005, the above Foreign Limited Liability Company is duly authorized to transact business in the State of Missouri and is entitled to any rights granted Limited Liability Companies.

IN TESTIMONY WHEREOF, I have set my hand and imprinted the GREAT SEAL of the State of Missouri, on this, the 17th day of May, 2005.

Robin Carnahan
Secretary of State

File Number: 200532522413
X00698922
Date Filed: 11/21/2005
Expiration Date: 11/21/2010
Robin Carnahan
Secretary of State

State of Missouri

Robin Carnahan, Secretary of State

Corporations Division
P.O. Box 778 / 600 W. Main Street, Rm 322
Jefferson City, MO 65102

Registration of Fictitious Name

(Submit with filing fee of $7)
(Must be typed or printed)

This information is for the use of the public and gives no protection to the name being registered. There is no provision in this Chapter to keep another person or business entity from adopting and using the same name. The fictitious name registration expires 5 years from the filing date. (Chapter 417, RSMo)

The undersigned is doing business under the following name, and at the following address:

Business name to be registered: AT&T Long Distance

Business Address: 5850 West Las Positas Blvd.
(P.O. Box may only be used in addition to a physical street address)

City, State and Zip Code: Pleasanton, CA 94588-8522

The parties having an interest in the business, and the percentage they own are (If a business entity is owner, indicate business name and percentage owned. If all parties are jointly and severally liable, percentage of ownership need not be listed.):

Name of Owners, Individual or Business Entity	Street and Number	City and State	Zip Code	If listed, Percentage of ownership must equal 100%
SBC Long Distance, LLC	5850 West Las Positas Blvd.	Pleasanton, CA	94588-8522	100%

In Affirmation thereof, the facts stated above are true and correct :
(The undersigned understands that false statements made in this filing are subject to the penalties provided under Section 575.060 RSMo)

Authorized Signature	Nathan Barth *Printed Name*	11-18-2005 *Date*
Authorized Signature	*Printed Name*	*Date*
Authorized Signature	*Printed Name*	*Date*

Name and address to return filed document:

Name: _____
Address: _____
City, State, and Zip Code: _____

State of Missouri
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STATE OF MISSOURI

Robin Carnahan
Secretary of State

CERTIFICATE OF AUTHORITY

WHEREAS,

SNET AMERICA, INC.
F00732219

using in Missouri the name

SNET AMERICA, INC.

has complied with the General and Business Corporation Law which governs Foreign Corporations; by filing in the office of the Secretary of State of Missouri authenticated evidence of its incorporation and good standing under the Laws of the State of Connecticut.

NOW, THEREFORE, I, ROBIN CARNAHAN, Secretary of State of the State of Missouri, do hereby certify that said corporation is from this date duly authorized to transact business in this State, and is entitled to all rights and privileges granted to Foreign Corporations under the General and Business Corporation Law of Missouri.

IN TESTIMONY WHEREOF, I hereunto set my hand and cause to be affixed the GREAT SEAL of the State of Missouri. Done at the City of Jefferson, this 14th day of April, 2006.

Robin Carnahan
Secretary of State

State of Missouri

Robin Carnahan, Secretary of State

Corporations Division
P.O. Box 778 / 600 W. Main Street, Rm 322
Jefferson City, MO 65102

File Number: 200611122439
X00733405
Date Filed: 04/21/2006
Expiration Date: 04/21/2011
Robin Carnahan
Secretary of State

Registration of Fictitious Name

(Submit with filing fee of $7)
(Must be typed or printed)

This information is for the use of the public and gives no protection to the name being registered. There is no provision in this Chapter to keep another person or business entity from adopting and using the same name. The fictitious name registration expires 5 years from the filing date. (Chapter 417, RSMo)

The undersigned is doing business under the following name, and at the following address:

Business name to be registered: AT&T Long Distance East

Business Address: 310 Orange Street
(P.O. Box may only be used in addition to a physical street address)

City, State and Zip Code: New Haven, CT 06510

The parties having an interest in the business, and the percentage they own are (If a business entity is owner, indicate business name and percentage owned. If all parties are jointly and severally liable, percentage of ownership need not be listed.):

Name of Owners, Individual or Business Entity	Street and Number	City and State	Zip Code	If listed, Percentage of ownership must equal 100%
SNET America, Inc.	310 Orange Street	New Haven, CT 06510		100%

In Affirmation thereof, the facts stated above are true and correct :
(The undersigned understands that false statements made in this filing are subject to the penalties provided under Section 575.060 RSMo)

Rebecca Brooks — Rebecca Brooks — 4/20/06
Authorized Signature — *Printed Name* — *Date*

Authorized Signature — *Printed Name* — *Date*

Authorized Signature — *Printed Name* — *Date*

Name and address to return filed document:

Name: _____
Address: _____
City, State, and Zip Code: _____

State of Missouri
Fictitious Creation 1 Page(s)

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No. F00430519

Attachment 5

STATE OF MISSOURI

Rebecca McDowell Cook
Secretary of State
CORPORATION DIVISION - CERTIFICATE OF AUTHORITY

WHEREAS,
BELLSOUTH LONG DISTANCE, INC.

USING IN MISSOURI THE NAME
BELLSOUTH LONG DISTANCE, INC.

HAS COMPLIED WITH THE GENERAL AND BUSINESS CORPORATION LAW WHICH GOVERNS FOREIGN CORPORATIONS; BY FILING IN THE OFFICE OF THE SECRETARY OF STATE OF MISSOURI AUTHENTICATED EVIDENCE OF ITS INCORPORATION AND GOOD STANDING UNDER THE LAWS OF THE STATE OF DELAWARE.

NOW, THEREFORE, I, REBECCA McDOWELL COOK, SECRETARY OF STATE OF THE STATE OF MISSOURI, DO HEREBY CERTIFY THAT SAID CORPORATION IS FROM THIS DATE DULY AUTHORIZED TO TRANSACT BUSINESS IN THIS STATE, AND IS ENTITLED TO ALL RIGHTS AND PRIVILEGES GRANTED TO FOREIGN CORPORATIONS UNDER THE GENERAL AND BUSINESS CORPORATION LAW OF MISSOURI.

IN TESTIMONY WHEREOF, I HAVE SET MY HAND AND IMPRINTED THE GREAT SEAL OF THE STATE OF MISSOURI, ON THIS, THE 27TH DAY OF AUGUST, 1996.

Rebecca McDowell Cook
Secretary of State

$155.00

S.O.S. #30

State of Missouri

Robin Carnahan, Secretary of State

Corporations Division
P.O. Box 778 / 600 W. Main Street, Rm 322
Jefferson City, MO 65102

File Number: 200700319009
X00786546
Date Filed: 01/02/2007
Expiration Date: 01/02/2012
Robin Carnahan
Secretary of State

Registration of Fictitious Name

(Submit with filing fee of $7)
(Must be typed or printed)

This information is for the use of the public and gives no protection to the name being registered. There is no provision in this Chapter to keep another person or business entity from adopting and using the same name. The fictitious name registration expires 5 years from the filing date. (Chapter 417, RSMo)

The undersigned is doing business under the following name, and at the following address:

Business name to be registered: AT&T Long Distance Service

Business Address: 400 Perimeter Center Terrace NE Suite 400
(P.O. Box may only be used in addition to a physical street address)

City, State and Zip Code: Atlanta GA 30346

The parties having an interest in the business, and the percentage they own are (If a business entity is owner, indicate business name and percentage owned. If all parties are jointly and severally liable, percentage of ownership need not be listed.):

Name of Owners, Individual or Business Entity	Street and Number	City and State	Zip Code	If listed, Percentage of ownership must equal 100%
BellSouth Long Distance, Inc.	400 Perimeter Center Terrace NE Suite, 400	Atlanta GA	30346	100%

In Affirmation thereof, the facts stated above are true and correct:
(The undersigned understands that false statements made in this filing are subject to the penalties provided under Section 575.060 RSMo)

Rebecca Brooks — Rebecca Brooks — 12/5/2006
Authorized Signature — *Printed Name* — *Date*

Authorized Signature — *Printed Name* — *Date*

Authorized Signature — *Printed Name* — *Date*

Name and address to return filed document:

Name: _____
Address: _____
City, State, and Zip Code: _____

State of Missouri
Fictitious Creation 1 Page(s)

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