

**Lisa C. Creighton**  
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Chicago  
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Los Angeles  
New York  
San Francisco  
St. Louis  
Washington, D.C.

December 5, 2000

**VIA FEDERAL EXPRESS**

Mr. Dale Roberts  
Executive Secretary  
Missouri Public Service Commission  
200 Madison Street, Suite 100  
Jefferson City, Missouri 65101

**FILED**

**DEC - 6 2000**

**Missouri Public  
Service Commission**

Re: *In the Matter of the Application of Everest Midwest Licensee LLC for Authority to Provide Basic Local Telecommunications Services and to Provide Intrastate Interexchange and Non-Switched Local Exchange Telecommunications Services Within the State of Missouri*  
Case No. TA-2001-350

Dear Mr. Roberts:

Enclosed for filing with the Commission are the original and 14 copies of the Application of Everest Midwest Licensee LLC for Authority to Provide Basic Local Telecommunications Services and to Provide Intrastate Interexchange and Non-Switched Local Exchange Telecommunications Services Within the State of Missouri, with eight copies of Confidential Exhibit C. Also enclosed are the original and 14 copies of the Motion of Everest Midwest Licensee LLC for Protective Order.

Please return one file-stamped copy of each of the Application and Motion in the envelope enclosed for that purpose. Thank you for bringing this matter to the attention of the Commission. If you should have any questions, please do not hesitate to contact me.

Very truly yours,

*Lisa Creighton /cmw*  
Lisa C. Creighton

LCC/cmw  
Enclosures

cc : Office of Public Counsel  
Office of General Counsel

FILED

DEC - 6 2000

BEFORE THE PUBLIC SERVICE COMMISSION  
OF THE STATE OF MISSOURI

Missouri Public  
Service Commission

In the Matter of the Application of Everest )  
Midwest Licensee LLC for Authority to )  
Provide Basic Local Telecommunications )  
Services and to Provide Intrastate )  
Interexchange and Non-Switched Local )  
Exchange Telecommunications Services )  
Within the State of Missouri. )

Case No. TA-2001-350

**APPLICATION OF EVEREST MIDWEST LICENSEE LLC**  
**FOR AUTHORITY TO PROVIDE BASIC LOCAL**  
**TELECOMMUNICATIONS SERVICES AND TO PROVIDE**  
**INTRASTATE INTEREXCHANGE AND NON-SWITCHED LOCAL EXCHANGE**  
**TELECOMMUNICATIONS SERVICES**  
**WITHIN THE STATE OF MISSOURI**

COMES NOW, Everest Midwest Licensee LLC ("Everest Midwest"), pursuant to 392.430 RSMo, 392.410 RSMo, 372.450 RSMo and 4 C.S.R. 240-2.060, by and through its undersigned counsel, and hereby requests authority from the Commission to provide basic local telecommunications services and to provide intrastate interexchange and non-switched local exchange telecommunications services within the State of Missouri. In support of this request, Everest Midwest states as follows:

1. Everest Midwest is a Delaware corporation registered to transact business in Missouri. The Secretary of State's records demonstrate that Everest Midwest is in good standing in Missouri. (See attached Exhibit A). Its principal office is located at:

5555 Winghaven Boulevard  
O'Fallon, Missouri 63366  
Telephone: (636) 579-5700  
Facsimile: (636) 625-5709

2

2. Copies of all communications, correspondence, pleadings or orders should be sent to Everest Midwest's undersigned counsel and to:

Dennis Moffit, Esq.  
Everest Connections Corporation  
5555 Winghaven Boulevard  
O'Fallon, Missouri 63366

3. Everest Midwest intends to provide telecommunications services in Missouri, serving both residential and business customers with facility-based services. Everest Midwest seeks the requested authority for areas served by Southwestern Bell Telephone Company, Sprint United Telephone Company and GTE Midwest, Inc. Network construction should take two to four years, although Everest Midwest intends to begin provision of telecommunications services in Missouri on or near December 1, 2000.

4. In connection with the recently secured financing, Everest Midwest will be taking responsibility for the operations run by its affiliate, Everest Connections Corporation ("Everest Connections"). By Orders dated April 27, 2000, in Case No. TA-2000-452, and June 6, 2000, in Case No. TA-2000-623, the Commission granted to Everest Connections certificates of service authority to provide basic local, non-switched local exchange, and interexchange telecommunications services. In these Orders, Everest Connections was classified as a competitive telecommunications company. By Order dated May 18, 2000, in Case No. TO-2000-654, the Commission approved the interconnection agreement between Everest Connections and Southwestern Bell Telephone Company. Finally, by Order dated June 6, 2000, in Case No. TA-2000-623, the Commission approved Everest Connections' tariff to provide intrastate telecommunications services.

5. In Case No. TM-2001-313, Everest Connections requested authority to transfer its certificates to its corporate affiliate, Everest Midwest. Subsequently, counsel for Everest Midwest was informed that it was necessary to secure separate certificates for Everest Midwest.

6. Everest Connections and Everest Midwest are both wholly-owned subsidiaries of Everest Global Technologies Group, LLC ("EGTC"). Everest Connections will continue to oversee the operations relating to telecommunications services pursuant to a Management Agreement entered into between the parties.

7. Backgrounds of the technical and key managerial personnel responsible for Everest Midwest's operations are attached hereto at Exhibit B. Unaudited financial statements from Everest Midwest's parent, EGTG, are attached hereto at confidential Exhibit C. A request for a protective order governing Exhibit C has been filed simultaneously herewith.

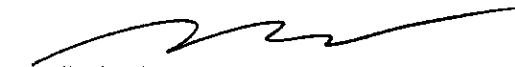
8. No actions, final unsatisfied judgments or decisions from state or federal agencies or courts are pending against Everest Midwest which involve customer service or rates.

9. No annual reports or assessment fees are due from Everest Midwest.

10. Attached hereto at Exhibit D are copies of notices of adoption of Everest Connections' approved Missouri P.S.C. Tariff No. 1 for Interexchange/Non-Switched Local Exchange Telecommunications Services, Missouri P.S.C. Tariff No. 2 for Local Exchange Services and Missouri P.S.C. Tariff No. 3 for Exchange Access Services. These notices are being filed simultaneously with this application.

WHEREFORE, Everest Midwest requests authority to provide basic local telecommunications services and to provide intrastate interexchange and non-switched local exchange telecommunications services within the State of Missouri, and that its proposed services be classified as competitive.

Respectfully Submitted,



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Mark P. Johnson, MO Bar No. 30740  
Lisa C. Creighton, MO Bar No. 42194  
Sonnenschein Nath & Rosenthal  
4520 Main Street, Suite 1100  
Kansas City, Missouri 64111  
Telephone: (816) 460-2400  
Facsimile: (816) 531-7545

ATTORNEYS FOR EVEREST MIDWEST  
LICENSEE LLC

VERIFICATION

STATE OF MISSOURI )  
 ) ss:  
COUNTY OF JACKSON )

I, Lisa C. Creighton, of lawful age, being first duly sworn upon my oath, state:

I am an attorney for Everest Midwest Licensee LLC. I have read the Application of Everest Midwest Licensee LLC to Provide Basic Local Telecommunications Services and to Provide Intrastate Interexchange and Non-Switched Local Exchange Telecommunications Services Within the State of Missouri; and, upon information and belief, state that the matters therein appearing are true and correct to the best of my knowledge and information.

  
\_\_\_\_\_  
Lisa C. Creighton

Subscribed and sworn to before me this 5<sup>th</sup> day of December, 2000.

  
\_\_\_\_\_  
Notary Public

My Commission Expires:

**CARMEN M. WESSON**  
Notary Public – Notary Seal  
STATE OF MISSOURI  
Clay County  
My Commission Expires: March 23, 2004

**CERTIFICATE OF SERVICE**

The undersigned hereby certifies that on this 5<sup>th</sup> day of December, 2000, a true and correct copy of the above and foregoing was mailed, postage prepaid, to:

Michael Dandino  
Office of Public Counsel  
Missouri Public Service Commission  
200 Madison Street, Suite 650  
Jefferson City, Missouri 65101

William K. Haas, Esq.  
Office of General Counsel  
Missouri Public Service Commission  
200 Madison Street, Suite 800  
Jefferson City, Missouri 65101



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ATTORNEY FOR EVEREST MIDWEST  
LICENSEE LLC

**EXHIBIT A**



No. FL0042980

# STATE OF MISSOURI



**Rebecca McDowell Cook**  
**Secretary of State**

## CERTIFICATE OF GOOD STANDING

### FOREIGN LIMITED LIABILITY COMPANY

I, REBECCA MCDOWELL COOK, Secretary of State of the State of Missouri, do hereby certify that the records in my office and in my care and custody reveal that

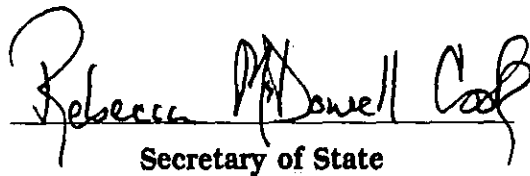
EVEREST MIDWEST LICENSEE LLC

using in Missouri the name

EVEREST MIDWEST LICENSEE LLC

a DELAWARE Limited Liability Company filed its application for registration in this office on the 22nd day of SEPTEMBER, 2000, and is in good standing having fully complied with all requirements of this office.

IN TESTIMONY WHEREOF, I have set my hand and imprinted the GREAT SEAL of the State of Missouri, on this, the 25th day of SEPTEMBER, 2000.

  
Secretary of State



**EXHIBIT B**

**Jim A. Moffit, CPA - Chairman of the Board and CEO**

Nearly three decades as corporate executive, financial officer, business and financial planner, specialist in regulatory matters, accountant, expert witness, consultant and auditor. Previous experience includes two years as President and COO of Brooks Fiber Properties, a start-up competitive access provider; twenty years with a large independent telephone company, and four years with an international accounting firm. Former President of Contel Corporation Central Region for four years until Contel was merged into GTE in 1991. Other positions with Contel included five years as Vice President-Financial Director, Western Region; two years as Assistant Vice President-Revenue Requirements, Western Region; four years as Assistant Vice President-Financial Planning, Western Region; and five years as corporate Chief Accountant; also involved in acquisition and disposition activities. Four years with Arthur Andersen and Company audit staff. BS in Accounting, with honors, from Northeast Missouri State University and an MBA from Washington University. CPA licensed to practice in Missouri. Named as one of the telecommunication industry's "Rising Stars" by Telephony Magazine in 1989.

**Michael B. Roddy, President, Chief Operating Officer and Director**

Sixteen years of telecommunications experience in a variety of operational and support disciplines. Most recently Mr. Roddy was President of USLink and Vice President of TDS TELECOM. Mr. Roddy initiated the successful conversion of USLink from a regional long distance provider to the second largest CLEC in Minnesota. Prior experience included Director of New Business Development for TDS TELECOM where he was responsible for the development of TDS' CLEC initiatives and the Madison, WI overbuild in particular. Mr. Roddy also held roles as Director - Access and Settlements responsible for intercompany negotiations and state regulatory policy nationwide, and Manager- Regulatory Affairs overseeing and pursuing the interests of TDS TELECOM in a 5 state region in the Northeast. Mr. Roddy has also held financial and cost analysis roles with Fidelity

Telecommunications Company (Fidelity Investments) and Contel's Eastern Region prior to its acquisition by GTE.

**David L. Howard, JD - Vice President and Corporate Secretary**

Responsible for management of GLA's Consulting and Network Services Division which is responsible for financial analysis and modeling, strategic and business analysis and planning, strategic alliances, proposal preparation, contract negotiation and administration; project planning, tracking and administration; manpower planning, budget management. Nearly twenty years experience with SBC Communications, Inc. In most recent position reported to the President of Southwestern Bell Advanced Communications Services with responsibilities for corporate establishment; business planning and administration; regulatory compliance planning; strategic planning; intellectual property protection; and intelligent network technology planning and architectures to support new product development. Developed business cases and company-wide technical deployment plans for CCS7, CCS7-based services, Caller ID, and Advanced Intelligent Network (AIN). Earlier responsibilities included contract and joint venture negotiations; engineering; technology planning; software system development; regulatory, financial and business planning; capital budget management; project and joint venture management; business case development; staff supervision and corporate representations in industry and government forums. Negotiated an operating agreement and MOU for establishment of a \$150 Million joint venture. Developed corporate positions and compliance plans for numerous regulatory and legal proceedings including the 1996 Telecommunications Act sections 271 and 272, and network unbundling plans. Held leadership positions on corporate memberships in industry and government standards organizations. BS in Electrical Engineering from University of Texas at Arlington and Member of Eta Kappa Nu engineering honor society. MBA from Webster University, St. Louis, MO with highest honors distinction. JD from St. Louis University cum laude. Admitted to practice of law in Missouri, Illinois and Colorado. Licensed patent attorney by the U.S. Patent and Trademark Office. Member of the Missouri Bar,

Bar Association of Metro St. Louis, ABA; ABA's Sections on Intellectual Property, Business and Communications Law, Strategic Leadership Forum; Missouri and National Associations of Professional Engineers, and Institute of Electrical and Electronics Engineers.

**Shayne B. Barr, Vice President and Director**

Responsible for management of GLA's Information Systems Division. More than fifteen years experience developing information systems for the telecommunications industry. Seven years of entrepreneurial experience as founder, COO, and Executive Vice President of Graphic and Data Solutions, a firm specializing in software application development/support and information conversion for the telecommunications industry. Eight years with Telcom Services, Inc. in management and technical positions including Vice President-Business Development, Division Vice-President, Division Manager, Senior Systems Analyst, and Programmer. Significant accomplishments include co-authoring software applications for subscriber and carrier access billing, rating, plant, trouble, etc.; co-authoring an automated mapping/facilities management system; and overseeing the implementation of these systems in more than 100 telephone companies across the United States. Graduated with Honors from the Minnesota School of Business, has completed course work at Maryville College, and is currently attending Webster University.

**Charles Morrison, Vice President and Director**

Executive responsibility for Design Extender and Teledata divisions of GLA, providing computer aided design and drafting services for telecommunications networks. More than thirty-five years experience in cable and telephone industries in the areas of engineering project management, labor/management relations, and cable equipment testing and quality control. Former cofounder and Senior Vice President of Cencom Cable Associates, Inc. for ten years; provided management support for all Cencom operations, management of St. Louis operations, acquisition studies, programming and program production. Six years

as General Manager of Columbia Cablevision, Inc. and First Capital Cablevision, wholly owned subsidiaries of TC Industries; also responsible for the design and construction of these systems. Five years as Senior Project Manager for Telcom Engineering, Inc., another subsidiary of TC Industries, responsible for the design and installation of telephone and cable infrastructure throughout the U.S. Eleven years with Spencer Kennedy Laboratories in positions of increasing responsibility in manufacturing, testing, quality control and engineering. Associate degree in Engineering from Northeastern University, other electronic engineering courses, industry seminars and training programs. ACE and Emmy awards for programming work in St. Louis area. Member of Society of Cable Television Engineers and National Academy of Cable Programming and inducted member of Cable Television Pioneers Club.

**Dean Stoneburner, Vice President**

Executive responsibility for GLA's Engineering and Field Services Division. Over three decades of telephony experience in corporate management; engineering, field services, project management; construction supervision, and twelve years in the automated mapping/facilities management arena. Principal, founder and former President, CEO and Director of Graphic & Data Solutions (GDS), a firm specializing in software application development, support and information conversion for the telecommunications industry. Product offerings included Telemap – automated mapping/facilities management/geographical information systems, Teledata – converts existing maps and records to Telemap system, and Telesystems – software solutions for management of billing, rating, plant and financial requirements. Twenty-three years with Telcom Engineering, Inc. with responsibilities in various engineering, construction inspection and project management positions, both domestic and international, including positions as Director and Vice President of Engineering. Associates Degree in Electronics from Bailey Institute of Technology, Advanced Management courses from Purdue University, plus numerous technical and management courses throughout career. Member of Independent Telephone Pioneer Association.

**Susan E. Arndt, Vice President – GLA Network Technologies**

Responsibilities include strategic market assessment and development of interactive broadband services for GLA clients. More than seventeen years of professional telecommunications experience in planning, development and market implementation for domestic and international voice, video, and data communications opportunities. Expertise in market research development for new technology implementation, product/service management, strategic pricing, advertising, collateral and sales support management, and promotional planning. Expertise in conducting technology needs assessments for market areas in determining market usage and corresponding technology solutions for competitive telecommunications, distance learning, telemedicine, LAN interconnections, smart communities, and other multimedia network services. Awarded numerous national and regional excellence awards for outstanding performance in marketing communications, new business venture planning, network services sales and support. MBA from Southern Illinois University magna cum laude and BA in Business Administration and Marketing from Stephens College summa cum laude. Member of American Marketing Association, USDLA Advisory Board, Stephens College Alumni Association Board member Who's Who of American Women 1997, Beta Gamma Sigma management honor society, and Vice President of the Greyhound Foundation.

**David E. Goodbread, Vice President – GLA Network Technologies**

Responsible for contract negotiation and administration, recruiting, and management of telecommunications engineering, DC power and transmission installation, LAN & WAN, central office installation and construction projects for RBOCs, CAPs, CLECs, REA companies, universities, state and government agencies and other major clients. Projects include COE and OSP engineering, COE and DC power equipment installation, fiber optic cable installation, LAN & WAN applications, inspection and testing fiber and copper cable. Responsible for management of \$20,000,000+ major splicing and construction projects for SBC,

GTE and Bell South. More than twenty-five years total experience including more than thirteen as owner and operations manager of Telco Construction firm providing engineering and design, locating utilities, underground and aerial utility construction, splicing, and installation repair services to GTE, SBC, AT&T, Bell South, and REA companies throughout the United States and Mexico. Also served as scheduling engineer, OSP Engineer, area construction and splicing manager for SBC and prime contract firms for GTE and Bell South. Served as personnel recruiter for large OSP and ISP personnel company in Midwest. Completed engineering extension curriculum in Transmission of Electronic Energy at Texas A&M University and studied Business Technology at the University of Houston. Participated in several in-house management and engineering schools and several Rel-Tec DC Power Installation management classes.

**Dick Rogers, Vice President - Business Development**

Responsible for City Assessments, IEC, ISP, contracting, negotiations and client relations. A seasoned sales management executive with more than fifteen years of successful experience in both the telecommunications and data processing industries. major strengths in new business development, sales management and sales of telecommunications products and services in new markets to the Inter-Exchange carriers and end users. B.S. in business Administration from the University of Missouri, St Louis.

**Carl Naes, Vice President - CLEC Operations**

Responsible for CLEC operations planning, implementation, program management and ongoing CLEC operations support. Previously responsible for network deployment and operations for Brooks Fiber Properties operations in Knoxville, TN, with P&L responsibility, management of operations, customer services and sales. Started Brooks investments in the market as the first person on the ground and worked with local, citizenship and corporate groups in the market to implement the deployment of the CLEC network. Provided direct involvement



with government, ROW and building entrance agreement negotiations. Other experience includes thirteen years in the position of General Manager for Crown Cable television and Plant manager, and Chief Technician for Cencom Cable. Associates Applied Science from Jefferson College. Member of NCTA, SCTE, and ALTS.

**EXHIBIT C CONTAINS CONFIDENTIAL INFORMATION  
AND IS BEING FILED UNDER SEAL**

**EXHIBIT D**


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

In the Matter of the Adoption by Everest )  
Midwest Licensee LLP of Missouri P.S.C. )  
Tariff No. 1 of Everest Connections )  
Corporation Covering Interexchange/ )      Case No. \_\_\_\_\_  
Non-Switched Local Exchange )  
Telecommunications Services Approved )  
by This Commission )

**NOTICE OF ADOPTION OF TARIFF**

Everest Midwest Licensee LLC (hereinafter "Everest Midwest"), effective January 20, 2001, hereby adopts in its entirety the Missouri P.S.C. Tariff No. 1 for Everest Connections Corporation covering Interexchange/Non-Switched Local Exchange telecommunications services approved by this Commission. Everest Midwest submits herewith a replacement title sheet to be attached to the current tariff.

Respectfully submitted,



Mark P. Johnson, MO Bar # 30740  
Lisa C. Creighton, MO Bar # 42194  
Sonnenschein Nath & Rosenthal  
4520 Main Street, Suite 1100  
Kansas City, Missouri 64111  
Telephone: (816) 460-2400  
Facsimile: (816) 531-7545

ATTORNEYS FOR EVEREST MIDWEST LICENSEE  
LLC

ADOPTION NOTICE

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Everest Midwest Licensee LLC hereby adopts, ratifies, and makes its own, in every respect as if the same had been originally filed by it, all schedules, rules, notices, concurrences, schedule agreements, divisions, authorities or other instruments whatsoever filed with the Public Service Commission, State of Missouri, by Everest Connections Corporation in its Missouri P.S.C. Tariff No. 1.

By this notice, it also adopts and ratifies all supplements or amendments to any of the above schedules, etc., which Everest Connections Corporation has heretofore filed with said Commission.

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Issued: December 6, 2000  
Issued by: Michael Roddy, President  
Everest Midwest Licensee LLC  
5555 WingHaven Blvd.  
O'Fallon, Missouri 63366

Effective: January 20, 2001

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

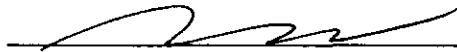
In the Matter of the Adoption by Everest )  
Midwest Licensee LLC of Missouri P.S.C. )  
Tariff No. 2 of Everest Connections )  
Corporation Covering Local Exchange )  
Telecommunications Services Approved )  
by This Commission )

Case No. \_\_\_\_\_

**NOTICE OF ADOPTION OF TARIFF**

Everest Midwest Licensee LLC (hereinafter "Everest Midwest"), effective January 20, 2001, hereby adopts in its entirety the Missouri P.S.C. Tariff No. 2 for Everest Connections Corporation covering Local Exchange telecommunications services approved by this Commission. Everest Midwest submits herewith a replacement title sheet to be attached to the current tariff.

Respectfully submitted,

  
\_\_\_\_\_  
Mark P. Johnson, MO Bar # 30740  
Lisa C. Creighton, MO Bar # 42194  
Sonnenschein Nath & Rosenthal  
4520 Main Street, Suite 1100  
Kansas City, Missouri 64111  
Telephone: (816) 460-2400  
Facsimile: (816) 531-7545

ATTORNEYS FOR EVEREST MIDWEST LICENSEE  
LLC

ADOPTION NOTICE

---

Everest Midwest Licensee LLC hereby adopts, ratifies, and makes its own, in every respect as if the same had been originally filed by it, all schedules, rules, notices, concurrences, schedule agreements, divisions, authorities or other instruments whatsoever filed with the Public Service Commission, State of Missouri, by Everest Connections Corporation in its Missouri P.S.C. Tariff No. 2.

By this notice, it also adopts and ratifies all supplements or amendments to any of the above schedules, etc., which Everest Connections Corporation has heretofore filed with said Commission.

---

Issued: December 6, 2000  
Issued by: Michael Roddy, President  
Everest Midwest Licensee LLC  
5555 WingHaven Blvd.  
O'Fallon, Missouri 63366

Effective: January 20, 2001

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

In the Matter of the Adoption by Everest )  
Midwest Licensee LLC of Missouri P.S.C. )  
Tariff No. 3 of Everest Connections )      Case No. \_\_\_\_\_  
Corporation covering Exchange Access )  
Telecommunications Services Approved )  
by This Commission )

**NOTICE OF ADOPTION OF TARIFF**

Everest Midwest Licensee LLC (hereinafter "Everest Midwest"), effective January 20, 2001, hereby adopts in its entirety the Missouri P.S.C. Tariff No. 3 for Everest Connections Corporation covering Exchange Access telecommunications services approved by this Commission. Everest Midwest submits herewith a replacement title sheet to be attached to the current tariff.

Respectfully submitted,



Mark P. Johnson, MO Bar # 30740  
Lisa C. Creighton, MO Bar # 42194  
Sonnenschein Nath & Rosenthal  
4520 Main Street, Suite 1100  
Kansas City, Missouri 64111  
Telephone: (816) 460-2400  
Facsimile: (816) 531-7545

ATTORNEYS FOR EVEREST MIDWEST LICENSEE  
LLC



ADOPTION NOTICE

---

Everest Midwest Licensee LLC hereby adopts, ratifies, and makes its own, in every respect as if the same had been originally filed by it, all schedules, rules, notices, concurrences, schedule agreements, divisions, authorities or other instruments whatsoever filed with the Public Service Commission, State of Missouri, by Everest Connections Corporation in its Missouri P.S.C. Tariff No. 3.

By this notice, it also adopts and ratifies all supplements or amendments to any of the above schedules, etc., which Everest Connections Corporation has heretofore filed with said Commission.

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Issued: December 6, 2000  
Issued by: Michael Roddy, President  
Everest Midwest Licensee LLC  
5555 WingHaven Blvd.  
O'Fallon, Missouri 63366

Effective: January 20, 2001