

B ✓
MP
RC
Esm

In the Matter of the Application of Tin Can)
Communications Company, L.L.C. for a Certificate)
of Authority to Provide Basic Local Telecommunica-) Case No. TA-98-231
tions Service in Portions of the State of Missouri)
and to Classify Said Services as Competitive.)
)

The parties filed a Stipulation and Agreement (Attachment 1 to this order) on February 17. The Stipulation and Agreement stated that

¹ All statutory references are to Revised Statutes of Missouri 1994 unless otherwise indicated.

Tin Can seeks a certificate that would cover dedicated, nonswitched local exchange services as well as basic local telecommunications services. The Commission Staff (Staff) filed Suggestions in Support of the Stipulation and Agreement on March 2. On May 18, the Commission issued a Notice Regarding Inconsistent Pleadings, in which it informed the parties that no further action would be taken until the parties clarified the scope of the certificate requested. Tin Can, SWBT and Staff filed a pleading on May 27 which clarified that Tin Can does not seek a certificate to provide dedicated, nonswitched local exchange services. Tin Can desires to provide only basic local telecommunications services.

Background

Tin Can wishes certification to provide prepaid, resold basic local telecommunications service in portions of Missouri that are currently served by SWBT, GTE Midwest Incorporated (GTE) and Sprint Missouri, Inc. (Sprint). Tin Can is not asking for certification in any area that is served by a small incumbent local exchange provider (ILEC). The specific exchanges in which Tin Can proposes to operate are described in Amended Appendix B to the amended application that was filed on January 12 (Attachment 2 to this order). Tin Can is requesting that its basic local exchange services be classified as competitive and that the application of certain statutes and regulatory rules be waived.

Discussion

A. Requirements of 4 CSR 240-2.060(4)

Commission rule 4 CSR 240-2.060(4) requires a foreign corporation applying for certification to provide telecommunications services to include in its application a certificate from the Secretary of State

showing it is authorized to do business in Missouri, a description of the types of service it intends to provide, a description of the exchanges where it will offer service, and a proposed tariff with a 45-day effective date. Tin Can has provided all the required documentation except for the proposed tariff. The company has requested a temporary waiver of 4 CSR 240-2.060(4)(H) because it is impractical for Tin Can to submit a tariff until it has executed interconnection agreements with the ILECs involved. Tin Can cannot price its resold services until it has reached price agreements with the ILECs from which it will purchase those services. The company has agreed that, once it is possible to do so, it will submit to the Commission for approval a proposed tariff with a minimum 45-day effective date. Tin Can will file the tariff in this case and give notice of the tariff filing to all the parties and participants. Along with that filing Tin Can has agreed to provide a written disclosure of all interconnection agreements it has entered into which affect its Missouri service areas.

B. Basic Local Service Certification

Section 392.455, RSMo Supp. 1996, sets out the requirements for granting certificates to provide basic local telecommunications service to new entrants. A new entrant must: (1) possess sufficient technical, financial and managerial resources and abilities to provide basic local telecommunications service; (2) demonstrate that the services it proposes to offer satisfy the minimum standards established by the Commission; (3) set forth the geographic area in which it proposes to offer service and demonstrate that such area follows exchange boundaries of the incumbent local exchange telecommunications company and is no smaller than an exchange; and (4) offer basic local telecommunications service as a

separate and distinct service. In addition, the Commission must give due consideration to equitable access for all Missourians to affordable telecommunications services, regardless of where they live or their income.

1. Technical, financial and managerial resources and abilities.

Tin Can submitted Appendix C with its original application that lists the names and qualifications of its management team. In addition to academic credentials, the team members have experience in various areas of the telecommunications industry including information technology, customer services, billing and collection, marketing and finance. Tin Can also submitted as Appendix D to its original application and Amended Appendix D to its amended application the following financial statements: 1) an October 31, 1997 balance sheet; 2) an unaudited income statement for the one month and four months ended December 31, 1997; and 3) an unaudited December 31, 1997 balance sheet. In the Stipulation and Agreement, Tin Can asserted, and no party made a contrary assertion, that sufficient evidence exists from which the Commission should find and conclude that Tin Can possesses sufficient technical, financial and managerial resources and abilities to provide basic local telecommunications service.

2. The entrant's proposed services satisfy the minimum standards established by the Commission. Tin Can has agreed to meet the Commission's minimum basic local service standards, including quality of service and billing standards. The parties agreed that Tin Can proposes to offer basic local services that satisfy the minimum standards established by the Commission.

3. The geographic area in which the company proposes to offer service. Tin Can set out in Amended Appendix B to its amended application all the exchanges in which it proposes to offer services. Tin Can has

defined its service area by means of the tariffed exchange areas of the ILECs presently providing basic local service in those exchanges. Amended Appendix B lists exchanges served by SWBT, GTE and Sprint. The company has agreed that its service area must follow ILEC exchange boundaries and be no smaller than an exchange. The parties agreed that Tin Can has sufficiently identified the geographic area in which it proposes to offer basic local service and that the area follows ILEC exchange boundaries and is no smaller than an exchange.

4. The offering of basic local telecommunications service as a separate and distinct service. Tin Can has agreed to offer basic local telecommunications service as a separate and distinct service.

5. Equitable access for all Missourians to affordable telecommunications services. Tin Can has agreed to provide equitable access, as determined by the Commission, for all Missourians within the geographic area in which it will offer basic local services in compliance with Section 392.455(5), RSMo Supp. 1996.

C. Competitive Classification

The Commission may classify a telecommunications provider as a competitive company if the Commission determines it is subject to sufficient competition to justify a lesser degree of regulation. § 392.361.2. In making that determination the Commission may consider such factors as market share, financial resources and name recognition, among others. In the matter of the investigation for the purpose of determining the classification of the services provided by interexchange telecommunication companies within the State of Missouri, 30 Mo. P.S.C. (N.S.) 16 (1989); In the matter of Southwestern Bell Telephone Company's application for classification of certain services as transitionally competitive,

1 Mo. P.S.C. 3d 479, 484 (1992). In addition, all the services a competitive company provides must be classified as competitive. § 392.361.3. The Commission has found that whether a service is competitive is a subject for case-by-case examination and that different criteria may be given greater weight depending upon the service being considered. *Id.* at 487.

The parties have agreed that Tin Can shall be classified as a competitive telecommunications company. The parties have also agreed that Tin Can's switched exchange access services may be classified as a competitive service, conditioned upon certain limitations on Tin Can's ability to charge for its access services. Tin Can has agreed that, unless otherwise ordered by the Commission, its originating and terminating access rates will be no greater than the lowest Commission-approved corresponding access rates in effect at the date of certification for the large incumbent LECs within those service areas in which Tin Can seeks to operate. The parties have agreed that the grant of service authority and competitive classification to Tin Can shall be expressly conditioned on the continued applicability of Section 392.200, RSMo Supp. 1996, and on the requirement that any increases in switched access services rates above the maximum switched access service rates set forth in the agreement must be cost-justified pursuant to Sections 392.220, RSMo Supp. 1996, and 392.230, rather than Sections 392.500 and 392.510.

The parties agreed that waiver of the following statutes is appropriate: Sections 392.210.2, 392.270, 392.280, 392.290.1, 392.300.2, 392.310, 392.320, 392.330, RSMo Supp. 1996, and 392.340. The parties also agreed that application of these Commission rules could be waived: 4 CSR 240-10.020, 4 CSR 240-30.040, and 4 CSR 240-35.

Findings of Fact

The Missouri Public Service Commission, having considered all of the competent and substantial evidence upon the whole record, makes the following findings of fact:

- A. The Commission finds that competition in the basic local exchange telecommunications market is in the public interest.
- B. The Commission finds that Tin Can has met the requirements of 4 CSR 240-2.060(4) for applicants for certificates of service authority to provide telecommunications services with the exception of the filing of a tariff with a 45-day effective date.
- C. The Commission finds that Tin Can has demonstrated good cause to support a temporary waiver of the tariff filing requirement and the waiver shall be granted.
- D. The Commission finds that Tin Can meets the statutory requirements for provision of basic local telecommunications services and has agreed to abide by those requirements in the future. The Commission determines that granting Tin Can a certificate of service authority to provide basic local exchange telecommunications services is in the public interest. Tin Can's certificate shall become effective when its tariff becomes effective.
- E. The Commission finds that Tin Can is a competitive company and shall be granted waiver of the statutes and rules set out in Ordered Paragraph 3.
- F. The Commission finds that Tin Can's certification and competitive status are expressly conditioned upon the

continued applicability of Section 392.200, RSMo Supp. 1996, and on the requirement that any increases in switched access services rates above the maximum switched access service rates set forth in the agreement must be cost-justified pursuant to Sections 392.220, RSMo Supp. 1996, and 392.230, rather than Sections 392.500 and 392.510.

Conclusions of Law

The Missouri Public Service Commission has reached the following conclusions of law:

The Commission has the authority to grant certificates of service authority to provide telecommunications service within the state of Missouri. Tin Can has requested certification under Sections 392.420 - .440, and Sections 392.410 and .450, RSMo Supp. 1996. Those statutes permit the Commission to grant a certificate of service authority where the grant of authority is in the public interest. Sections 392.361 and .420 authorize the Commission to modify or suspend the application of its rules and certain statutory provisions for companies classified as competitive or transitionally competitive.

The Federal Telecommunications Act of 1996 and Sections 392.185 and 392.455, RSMo Supp. 1996, were designed to institute competition in the basic local exchange telecommunications market in order to benefit all telecommunications consumers. Section 392.185, RSMo Supp. 1996, states that "the provisions of this chapter shall be construed to: (1) Promote universally available and widely affordable telecommunications services; . . . (3) Promote diversity in the supply of telecommunications services and products throughout the state of Missouri; . . . (6) Allow 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 . . ."

The Commission has the legal authority to accept a Stipulation and Agreement as offered by the parties as a resolution of the issues raised in this case, pursuant to Section 536.060, RSMo Supp. 1996. Based upon the information contained within the Stipulation and Agreement of the parties and on its findings of fact, the Commission concludes that the Stipulation and Agreement shall be approved.

IT IS THEREFORE ORDERED:

1. That the Stipulation and Agreement of the parties, filed on February 17, 1998, is approved.

2. That Tin Can Communications Company, L.L.C. is granted a certificate of service authority to provide basic local telecommunications services in the state of Missouri to become effective when the company's tariff becomes effective, subject to all applicable statutes and Commission rules except as specified in this order.

3. That Tin Can Communications Company, L.L.C. is classified as a competitive telecommunications company. Application of the following statutes and regulatory rules shall be waived:

Statutes

392.210.2 - uniform system of accounts
392.270 - valuation of property (ratemaking)
392.280 - depreciation accounts
392.290.1 - issuance of securities
392.300.2 - acquisition of stock
392.310 - stock and debt issuance
392.320 - stock dividend payment
392.340 - reorganization(s)
392.330, RSMo Supp. 1996 - issuance of securities,
debts and notes

Commission Rules

- 4 CSR 240-10.020 - depreciation fund income
- 4 CSR 240-30.040 - uniform system of accounts
- 4 CSR 240-35 - reporting of bypass and
customer-specific arrangements

4. That the filing of a 45-day tariff as required by 4 CSR 240-2.060(4)(H) is waived until Tin Can Communications Company, L.L.C. has entered into a Commission-approved interconnection agreement that enables it to provide basic local exchange services.

5. That Tin Can Communications Company, L.L.C. shall file tariff sheets for approval reflecting the rates, rule, regulations and the services it will offer within 30 days after Commission approval of the necessary interconnection agreement(s). The tariff shall be filed in Case No. TA-98-231 and shall include a listing of the statutes and Commission rules waived under Ordered Paragraph 3.

6. That Tin Can Communications Company, L.L.C. shall give notice of the filing of the tariffs described in Ordered Paragraph 5 to all parties or participants. In addition, Tin Can Communications Company, L.L.C. shall file a written disclosure of all interconnection agreements which affect its Missouri service areas, all portions of Missouri service areas for which it does not have an interconnection agreement, and an explanation of why no interconnection agreement is necessary for those areas.

7. That the certification and competitive status of Tin Can Communications Company, L.L.C. are expressly conditioned upon the continued applicability of Section 392.200, RSMo Supp. 1996, and on the requirement that any increases in switched access service rates above the maximum switched access service rates set forth in the agreement must be

cost-justified pursuant to Sections 392.220, RSMo Supp. 1996, and 392.230, rather than Sections 392.500 and 392.510.

8. That this order shall become effective on June 15, 1998.

BY THE COMMISSION

A handwritten signature in black ink that reads "Dale Hardy Roberts". The signature is written in a cursive, slightly slanted style.

Dale Hardy Roberts
Secretary/Chief Regulatory Law Judge

(S E A L)

Lumpe, Ch., Drainer, Murray
and Schemenauer, CC., concur.
Crumpton, C., absent.

Randles, Regulatory Law Judge

BEFORE THE PUBLIC SERVICE COMMISSION
STATE OF MISSOURI

FILE
FEB 17 1998
MISSOURI
PUBLIC SERVICE COMMISSION

In the Matter of the Application of)
Tin Can Communications Company, L.L.C.)
for Certificate of Service Authority to)
Provide Basic Local Telecommunications) Case No. TA-98-231
Service in Portions of the State of Missouri)
and to Classify Said Services as Competitive.)

STIPULATION AND AGREEMENT

1. Tin Can Communications Company, L.L.C. ("Tin Can" or "Applicant") initiated this proceeding on December 5, 1997, by filing an Application and on January 12, 1998 filed an Amended Application requesting certificate of service authority to provide basic local telecommunications service, local exchange telecommunications service and exchange access service in exchanges currently served by Southwestern Bell Telephone Company ("SWB"), GTE Midwest Incorporated ("GTE"), and United Telephone Company of Missouri d/b/a Sprint, now referred to as Sprint Missouri, Inc. d/b/a Sprint ("Sprint").

2. The Commission has granted the timely application to intervene of SWB. GTE and Sprint did not seek and have not been granted intervention in this proceeding.

3. For purposes of this Stipulation and Agreement, the parties agree that applications for local exchange authority in exchanges served by "large" local exchange companies (LEC's)¹ should be processed in a manner similar to that in which applications for interexchange and local exchange authority are currently handled.

4. In determining whether Tin Can's application for certificate of service

¹ Large LEC's are defined as LEC's who serve 100,000 or more access lines. Section 386.020 RSMo. Supp. 1996. In Missouri, the current large LEC's are SWB, GTE and Sprint.

authority should be granted, the Commission should consider Tin Can's technical, financial and managerial resources and abilities to provide basic local telecommunications service. Tin Can must demonstrate that the basic local services it proposes to offer satisfy the minimum standards established by the Commission, including but not limited to the applicant agreeing to file and maintain basic local service tariff(s) with the Commission in the same manner and form as the Commission requires of incumbent local exchange telecommunications companies with which the applicant seeks to compete. Further, Tin Can agrees to meet the minimum basic local service standards, including quality of service and billing standards, as the Commission requires of the incumbent local exchange telecommunications companies with which the applicant seeks to compete. Notwithstanding the provisions of Section 392.500 RSMo. (1994), as a condition of certification and competitive classification, Tin Can agrees that, unless otherwise ordered by the Commission, the applicant's originating and terminating access rates will be no greater than the lowest Commission approved corresponding access rates in effect at the date of certification for the large incumbent LEC(s) within those service area(s) applicant seeks authority to provide service. Further, Tin Can agrees to offer basic local telecommunications service as a separate and distinct service and must sufficiently identify the geographic service area in which it proposes to offer basic local service. Such area must follow exchange boundaries of the incumbent local exchange telecommunications companies and must be no smaller than an exchange. Finally, Tin Can agrees to provide equitable access to affordable telecommunications services, as determined by the Commission, for all Missourians within the geographic area in which it proposes to offer basic local service, regardless of residence or their income. See Section 392.455 RSMo.

(1996 Supp.)

5. Tin Can has submitted its application without tariffs and seeks a temporary waiver of 4 CSR 240-2.060(4)(H).² Tin Can agrees to file its initial tariff(s) in the certification docket and serve all parties with written notice at the time the initial tariff(s) are submitted to afford them an opportunity to participate in the tariff approval process. Copies of the tariff(s) will be provided by Tin Can to such parties immediately upon request. Any service authority shall be regarded as conditional and shall not be exercised until such time as tariff(s) for services have become effective. When filing its initial basic local tariff(s), Tin Can shall also file and serve a written disclosure of all resale or interconnection agreements which affect its Missouri service areas, all portions of its Missouri service areas for which it does not have an interconnection agreement with the incumbent local exchange carrier; and its explanation of why such an interconnection agreement is unnecessary for such areas.

6. Tin Can has, pursuant to Section 392.420 RSMo. requested that the Commission waive the application of any or all of the following statutory provisions and rules to basic local telecommunications services, and all parties agree that the Commission should grant such request provided that Section 392.200 RSMo. should continue to apply to all of Tin Can's services:

STATUTORY PROVISIONS

Section 392.210.2
Section 392.270
Section 392.280

COMMISSION RULES

4 CSR 240-10.020
4 CSR 240-30.040
4 CSR 240-35

²Good cause for failure to file proposed tariffs with the Application must be shown. The lack of an approved interconnection agreement (47 USC 252) constitutes good cause.

Section 392.290.1
Section 392.300.2
Section 392.310
Section 392.320
Section 392.330
Section 392.340

7. In negotiating the remaining provisions of this Stipulation and Agreement, the parties have employed the foregoing standards and criteria, which are intended to meet the requirements of existing law and Sections 392.450 and 392.455 RSMo., regarding applications for certificates of local exchange authority to provide basic local telecommunications services.

B. TIN CAN'S CERTIFICATION

8. Tin Can has submitted as Appendix B to its Amended Application a listing of the specific exchanges in which it seeks authority to provide service. The exchanges identified are those currently served by SWB, GTE and Sprint. Tin Can hereby agrees that its Amended Application should be deemed further amended as required to include by reference the terms and provisions described in paragraphs 4-6 hereinabove and paragraph 11 below to the extent that its Amended Application might be inconsistent therewith.

9. Based upon its verified Amended Application, as amended by this Stipulation and Agreement, Tin Can asserts and no other party makes a contrary assertion, that there is sufficient evidence from which the Commission should find and conclude that Tin Can:

A. possesses sufficient technical, financial and managerial resources and abilities to provide basic local telecommunications service and local exchange telecommunications service, including exchange access service;

B. proposes and agrees to offer basic local services that will satisfy the minimum standards established by the Commission;

C. has sufficiently identified the geographic area in which it proposes to offer basic local service and such area follows exchange boundaries of the incumbent local exchange telecommunications companies in the same areas, and such area is no smaller than an exchange;

D. will offer basic local telecommunications services as a separate and distinct service;

E. has agreed to provide equitable access as determined by the Commission for all Missourians within the geographic area in which it proposes to offer basic local service, regardless of where they live or their income, to affordable telecommunications services; and

F. has sought authority which will serve the public interest.

10. Tin Can asserts, and no party opposes, that Tin Can's application and request for authority to provide basic local telecommunications service and local exchange telecommunications services (including exchange access service) should be granted. All services authorized herein should be classified as competitive telecommunications services, provided that the requirements of Section 392.200 continue to apply, and Tin Can shall remain classified as a competitive telecommunications company. Tin Can asserts, and no party opposes, that such services will be subject to sufficient competition by the services of the incumbent LECs to justify a lesser degree of regulation of Tin Can's services consistent with the protection of ratepayers and the promotion of the public interest. Such classification should become effective upon the tariffs for the services becoming effective. Such authority

should be conditional, not to be exercised until such time as tariffs for those services have been filed (together with the written disclosure as stipulated above) and have become effective. The Commission's Order should state the foregoing conditions substantially as follows:

"The service authority and service classification herein granted are subject to the requirements of Section 392.200 and are conditional and shall not be exercised until such time as tariffs for services have become effective."

The parties agree that the applicant's switched exchange access services may be classified as competitive services. The parties further agree that the applicant's switched exchange access services are subject to Section 392.200. Any increases in switched access service rates above the maximum switched access service rates as set forth in paragraph 4 herein shall be cost-justified and be made pursuant to 392.220 and 392.230 and not 392.500 and 392.510. The Commission's order should state the foregoing conditions substantially as follows:

"The service authority and service classification for switched exchange access granted herein is expressly conditioned on the continued applicability of Section 392.200 and the requirement that any increases in switched access service rates above the maximum switched access service rates set forth herein shall be cost-justified and be made pursuant to Sections 392.220 and 392.230 and not Sections 392.500 and 392.510."

11. Tin Can's request for a temporary waiver of 4 CSR 240-2.060(4)(H), which

requires applications to include a proposed tariff with a 45-day effective date, is not opposed by the parties and should be granted because, at the time of the filing of the application, Tin Can does not yet have approved resale or interconnection agreements with the large incumbent LECs. Tin Can agrees that at such time as all facts necessary for the development of tariffs become known, it will submit tariffs in this docket, with a minimum 45-day proposed effective date, to the Commission for its approval, together with the written disclosure as stipulated above. Tin Can shall serve notice to all parties and participants in this docket of the filing of its tariffs at the time they are filed with the Commission, and serve them with the aforesaid written disclosure and shall upon request immediately provide any party with a copy of those tariffs. The Commission's order should state these obligations to the temporary waiver of 4 CSR 240-2.060(4)(H), substantially as follows:

"Applicant's request for temporary waiver of 4 CSR 240-2.060(4)(H) is hereby granted for good cause in that applicant did not yet have an approved resale or interconnection agreement with the incumbent local exchange carriers within whose service areas it seeks authority to provide service; provided, when applicant submits its tariffs in this docket to the Commission such tariffs shall have a minimum of a 45-day effective date and the applicant shall serve written notice upon the parties hereto of such submittal, and shall provide copies of such tariffs to such parties immediately upon request. When filing its initial basic local tariff in this docket, the applicant shall also file and serve upon the parties hereto a written disclosure of: all resale or interconnection agreements which affect its Missouri service areas; all portions of its Missouri service

areas for which it does not have a resale or interconnection agreement with the incumbent local exchange carrier; and its explanation of why such a resale or interconnection agreement is unnecessary for any such areas."

12. Tin Can's request for waiver of the applications of the following rules and statutory provisions as they relate to the regulation of Tin Can's new services should be granted:

STATUTORY PROVISIONS

Section 392.210.2
Section 392.270
Section 392.280
Section 392.290.1
Section 392.300.2
Section 392.310
Section 392.320
Section 392.330
Section 392.340

COMMISSION RULES

4 CSR 240-10.020
4 CSR 240-30.040
4 CSR 240-35

13. This Stipulation and Agreement has resulted from extensive negotiations among the signatories and the terms hereof are interdependent. In the event the Commission does not adopt this Stipulation in total, then this Stipulation and Agreement shall be void and no signatory shall be bound by any of the agreements or provisions hereof. The Stipulations herein are specific to the resolution of this proceeding and are made without prejudice to the rights of the signatories to take other positions in other proceedings.

14. In the event the Commission accepts the specific terms of this Stipulation and Agreement, the parties and participants waive, with respect to the issues resolved herein: their respective rights pursuant to Section 536.080.1, RSMo. 1994, to present testimony, to cross-examine witnesses, and to present oral argument or written briefs; their respective

rights to the reading of the transcript by the Commission pursuant to Section 536.080.2 RSMo. 1994; and their respective rights to seek rehearing pursuant to Section 386.500 RSMo 1994 and to seek judicial review pursuant to Section 386.510, RSMo. 1994. The parties agree to cooperate with the Applicant and with each other in presenting this Stipulation and Agreement for approval to the Commission and shall take no action, direct or indirect, in opposition to the request for approval of the Tin Can's application made herein.

15. The Staff may submit a Staff Recommendation concerning matters not addressed in this Stipulation. In addition, if requested by the Commission, the Staff shall have the right to submit to the Commission a memorandum explaining its rationale for entering into this Stipulation and Agreement. Each party of record and participant herein shall be served with a copy of any memorandum and shall be entitled to submit to the Commission, within five (5) days of receipt of Staff's memorandum, a responsive memorandum which shall also be served on all parties and participants. All memoranda submitted by the parties shall be considered privileged in the same manner as settlement discussions under the Commission's rules, shall be maintained on a confidential basis by all parties and participants, and shall not become a part of the record of this proceeding or bind or prejudice the party submitting such memorandum in any future proceeding whether or not the Commission approves this Stipulation and Agreement. The contents of any memorandum provided by any party are its own and are not acquiesced in or otherwise adopted by the other signatories to the Stipulation and Agreement, whether or not the Commission approves and adopts this Stipulation and Agreement.

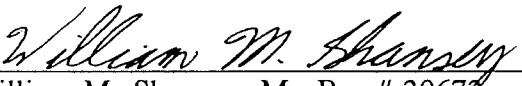
The Staff shall also have the right to provide, at any agenda meeting at which this

Stipulation and Agreement is noticed to be considered by the Commission, whatever oral explanation the Commission requests, provided that the Staff shall, to the extent reasonably practicable, provide the other parties and participants with advance notice of when the Staff shall respond to the Commission's request for such explanation once such explanation is requested from the Staff. Staff's oral explanation shall be subject to public disclosure.

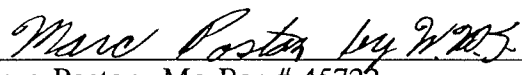
16. The Office of the Public Counsel, while not a signatory to this Stipulation and Agreement, has been contacted with regard to its filing and has offered no objection.

WHEREFORE, the signatories respectfully request the Commission to issue its Order approving the terms of this Stipulation and Agreement and issue its Order granting authority and classification as requested by Tin Can Communications Company, L.L.C., subject to the conditions described above, as expeditiously as possible.

Respectfully submitted,


William M. Shansey, Mo Bar # 30678
Of Counsel,
Stewart & Keevil, L.L.C.
1001 Cherry Street, Suite 302
Columbia, Missouri 65201
(573) 499-0635
(573) 499-0638 facsimile

FOR: Tin Can Communications Company,
L.L.C.


Marc Poston, Mo Bar # 45722
Assistant General Counsel
Missouri Public Service Commission
P.O. Box 360
Jefferson City, Missouri
(573) 751-8701
(573) 751-8592 facsimile

FOR: Staff of the Public Service
Commission

Leo J. Bub by WMS.

Leo J. Bub, Mo Bar #34326

Diana J. Harter, Mo Bar #31424

Paul G. Lane, Mo Bar # 27011

Anthony K. Conroy, Mo Bar #35199

Southwestern Bell Telephone Company

One Bell Center, Rm. 3518

St. Louis, Missouri 63101

(314) 235-2508

(314) 331-2193 facsimile

FOR: Southwestern Bell Telephone
Company

Tin Can Communications, Inc.

Case No. TA-98-231

AMENDED

APPENDIX B

Exchanges to be Served:

Exchanges Served by Southwestern Bell

Adrian	De Soto	Hillsboro	Neosho
Advance	Deering	Holcomb	Nevada
Agency	Delta	Homersville	New Franklin
Altenburg-Frohn	Dexter	Imperial	New Madrid
Antonia	Downing	Independence	Nixa
Archie	E. Independence	Jackson	Oak Ridge
Argyle	East Prairie	Jasper	Oakville
Armstrong	Edina	Joplin	Old Appleton
Ash Grove	Eldon	Kansas City	Oran
Beaufort	Elsberry	Kennett	Osage Beach
Bell City	Essex	Kirksville	Overland
Belton	Eureka	Kirkwood	Pacific
Benton	Excelsior Springs	Knob Noster	Parkville
Billings	Fair Grove	La Monte	Patton
Bismarck	Farley	Ladue	Paynesville
Bloomfield	Farmington	Lake Ozark	Perryville
Bloomsdale	Fayette	Lamar	Pierce City
Blue Springs	Fenton	Lancaster	Pocahontas-
Bonne Terre	Ferguson	Leadwood	New Wells
Boonville	Festus-	Lees Summit	Pond
Bowling Green	Crystal City	Liberty	Poplar Bluff
Bridgeton	Fisk	Lilbourn	Portages des
Brookfield	Flat River	Linn	Sioux
Camdenton	Florissant	Lockwood	Portageville
Campbell	Frankford	Louisiana	Puxico
Cape Girardeau	Fredericktown	Macks Creek	Qulin
Cardwell	Freeburg	Malden	Raytown
Carl Junction	Fulton	Manchester	Republic
Carrollton	Gideon	Marble Hill	Richmond
Carthage	Gladstone	Marceline	Richwoods
Caruthersville	Glasgow	Marionville	Risco
Cedar Hill	Grain Valley	Marshall	Riverview
Center	Gravois Mills	Marston	Rogersville
Chaffee	Gray Summit	Maxville	Rushville
Charleston	Greenwood	Mehlville	St. Charles
Chesterfield	Hannibal	Meta	St. Clair
Chillicothe	Harvester	Mexico	St. Joseph
Clarksville	Hayti	Moberly	St. Louis
Clever	Herculaneum-	Monett	St. Marys
Climax Springs	Pevely	Montgomery City	Ste. Genevieve
Creve Couer	Higbee	Morhouse	San Antonio
De Kalb	High Ridge	Nashua	Sappington

Scott City
Sedalia
Senath
Sikeston
Slater
Smithville
South Kansas
City
Spanish Lake
Springfield
Stanberry
Strafford
Tiffany Springs
Trenton
Tuscumbia
Union
Valley Park
Versailles
Vienna
Walnut Grove
Wardell
Ware
Washington
Webb City
Webster Groves
Wellsville
Westphalia
Willard
Wyatt

Exchanges Served by GTE Midwest, Inc.

Alton	Conway	Humansville	New Melle
Amazonia	Cosby	Hunnewell	Niangua
Anapolis	Crane	Hurley	Norwood
Arcola	Cross Timbers	Irondale	O'Fallon
Ashland	Cuba	Ironton	Oates
Augusta	Dadeville	Jamestown	Old Monroe
Aurora	Dalton	Jenkins	Osborn
Ava	Dardenne	Jerico Springs	Osceola
Avenue City	Defiance	Jonesburg	Ozark
Avilla	Dora	Kahoka	Palmyra
Belgrade	Easton	Keytesville	Paris
Belk	Edgar Springs	Kidder	Perry
Bellevue	El Dorado	Kimberling City	Pittsburg
Birch Tree	Elkland	Kingston	Plattsburg
Bland	Ellsmore	Koshonong	Potosi
Blue Eye	Elmer	La Grange	Prairie Home
Bolckow	Eminence	La Plata	Preston
Boss	Everton	La Belle	Protem
Bourbon	Ewing	Laddonia	Raymondville
Bradleyville	Exeter	Lawson	Reeds Spring
Branson	Fillmore	Leasburg	Revere
Branson West	Foley	Lesterville	Roby
Brayner	Fordland	Lewistown	Rocheport
Bronaugh	Foristell	Licking	Rockaway Beach
Brunswick	Forsyth	Louisburg	Rockville
Buffalo	Fremont	Lowry City	Rosendale
Bunker	Gainesville	Macon	Safe
Cabool	Galena	Manes	Saint James
Caledonia	Golden City	Mano	Saint Peters
Cameron	Gorin	Mansfield	Santa Fe
Canton	Gower	Marshfield	Sarcoie
Cape Fair	Greenfield	Marthasville	Savannah
Cassville	Groverspring	Maysville	Schell City
Caulfield	Hallsville	Milo	Seymour
Cedar Creek	Hamilton	Monroe City	Shelbina
Centerville	Hartville	Montauk	Shelbyville
Centralia	Hawk Point	Monticello	Sheldon
Chamois	Helena	Morrison	Shell Knob
Clarence	Hermann	Moscow Mills	Sparta
Clark	Hermitage	Mount Vernon	Springs
Clarksdale	High Hill	Mount Sterling	Stewartsville
Collins	Highlandville	Mountain View	Stoutsville
Columbia	Holstein	Mountain Grove	Sturgeon
Concordia	Houston	Nebo	Thayer

Theodosia
Theodosia
Thomasville
Timber
Trimble
Troy
Truxton
Turney
Urbana
Van Buren
Vanzant
Vichy
Walker
Warrenton
Washburn
Wasola
Wayland
Weaubleau
Wentzville
West Plains
West Quincy
Wheatland
Whitesville
Willow Springs
Winfield
Winona
Woolridge
Wright City

United Telephone Company of Missouri

Appleton City	Lincoln
Blackburn	Lonejack
Blairstown	Malta Bend
Brazito	Maryville
Buckner	Missouri City
Butler	Montrose
Calhoun	Mound City
California	New Bloomfield
Camden Point	Newburg
Centertown	Norborne
Centerview	Oak Grove
Chilhowee	Odessa
Clarksburg	Orrick
Clinton	Otterville
Coal	Pickering
Cole Camp	Platte City
Craig	Pleasant Hill
Dearborn	Richland
Deepwater	Rolla
Edgerton	Russellville
Eugene	Saint Robert
Fairfax	Saint Thomas
Ferrelview	Salem
Fort Leonard	Smithton
Wood	Strasburg
Green Ridge	Sweet Springs
Hardin	Syracuse
Harrisonville	Taos
Henrietta	Tarkio
Holden	Tipton
Holt	Urich
Holts Summit	Warrendburg
Hopkins	Warsaw
Houstonia	Waverly
Ionia	Waynesville
Jefferson City	Wellington
Kearney	Weston
King City	Windsor
Kingsville	
Lake Lotawana	
Lebanon	
Leeton	
Lexington	

RECEIVED

JUN 07 1998

COMMUNICATIONS
DIVISION
JUN 10 1998 3:00 PM