

LIST OF EXHIBITS

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EXHIBIT I

LIST OF EXCHANGES

(See attached)

AT&T Service Areas:

Adrian

Gideon

Risco

Advance

Glasgow

Rushville

Agency
Altenburg-Frohna
Antonia

Grain Valley
Gray Summit
Hayti

St. Marys
San Antonio
Scott City

Archie
Argyle
Armstrong

Herculaneum-Pevely
Higbee
Hillsboro

Senath
Slater
Smithville

Ash Grove

Holcomb

Springfield

Beaufort

Hornersville

St. Louis

Bell City

Jasper

Stanberry

Benton
Billings
Bismarck

Kansas City
Lamar
LaMonte

Trenton
Tuscumbia
Versailles

Bloomfield
Bloomsdale
Bowling Green
Brookfield
Campbell
Cardwell
Carl Junction
Carrollton
Caruthersville
Center
Chaffee

Lancaster
Leadwood
Lilbourne
Linn
Lockwood
Louisiana
Macks Creek
Malden
Marble Hill
Marceline
Marionville

Vienna
Walnut Grove
Wardell
Ware
Wellsville
Westphalia
Wyatt

Charleston
Clarksville
Clever
Climax Springs
Deering

Marston
Meta
Montgomery City
Mourehouse
New Franklin

DeKalb
Delta

New Madrid
Oak Ridge

Downing
East Prairie
Edina
Elsberry

Essex
Farley
Fayette
Fisk
Frankford
Freeburg

Old Appleton
Oran
Patton
Paynesville

Pierce City
Pocohontas-New Wells
Portage Des Sioux
Portageville
Puxico
Qulin
Richwoods

AT&T Service Areas (Continued):

Bonne Terre
Boonville
Camdenton
Cape Girardeau
Carthage
Cedar Hill
Chesterfield
Chillicothe
DeSoto
Dexter
Eldon
Eureka
Excelsior Springs
Farmington
Fenton
Festus-Crystal City
Flat River
Fredericktown

Fulton
Gravois Mills
Greenwood
Hannibal
Harvester
High Ridge
Imperial
Jackson
Joplin
Kennett
Kirksville
Knob Noster
Lake Ozark-Osage Beach
Manchester
Marshall
Maxville
Mexico
Monett
Moberly
Neosho
Nevada

Pacific
Perryville
Pond
Poplar Bluff
Richmond
St. Charles
St. Clair
St. Joseph
Sedalia
Sikeston
Union
Valley Park
Washington
Webb City

Exhibit II

CERTIFICATE OF GOOD STANDING

(See Attached)



STATE OF MISSOURI

Rebecca McDowell Cook, Secretary of State
P.O. Box 778, Jefferson City, MO 65102
Corporation Division

FILED
MAR 12 1999
Rebecca McDowell Cook
SECRETARY OF STATE

Application for Registration of a Foreign
Limited Liability Company

(Submit in duplicate with registration fee of \$105.00)

(1) The name of the foreign limited liability company is:

dPi Teleconnect, L.L.C.

(2) The name under which the foreign limited liability company will conduct business in Missouri is (must contain "limited company", "limited liability company", "LC", "LLC", "L.C.", or "L.L.C.") (must be filled out if different from name in line (1)):

(3) The foreign limited liability company was formed under the laws of Delaware on the date of (state or jurisdiction)

December 10, 1998

Perpetual

(month, date/year or event)

(4) The purpose of the foreign limited liability company or the general character of the business it proposes to transact in this state is:

Telecommunications

(5) The name and address of the limited liability company's registered agent in Missouri is (this line must be completed and include a street address):

C T Corporation System 120 South Central Avenue Clayton, MO 63105

Name Address City/State/Zip

The Secretary of State is appointed agent for service of process if the foreign limited liability company fails to maintain a registered agent. Note: failure to maintain a registered agent constitutes grounds to cancel the registration of the foreign limited liability company.

(6) The address of the registered office in the jurisdiction organized. If none required, then the principal office address of the foreign limited liability company is:

2997-LBJ Freeway, Ste. 225 Dallas, TX 75234

Name Address City/State/Zip

(7) For tax purposes, is the limited liability company considered a corporation? yes X no

In affirmation thereof, the facts stated above are true.

[Signature]

David M. Pikoff

Authorized signature (please sign and print name)

Authorized signature (please sign and print name)

Authorized signature (please sign and print name)

STATE OF MISSOURI



Rebecca McDowell Cook
Secretary of State

CERTIFICATE OF REGISTRATION
FOREIGN LIMITED LIABILITY COMPANY

WHEREAS,
DPI TELECONNECT, L.L.C.

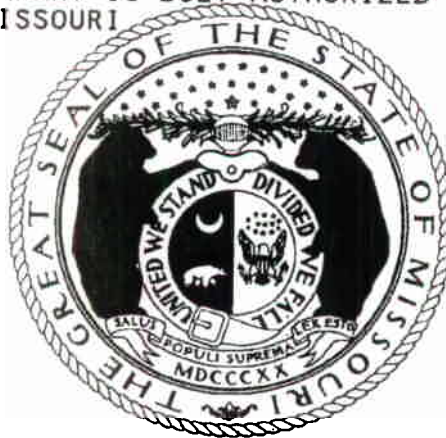
USING IN MISSOURI THE NAME
DPI TELECONNECT, L.L.C.

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 LIABILITY COMPANY ACT;

NOW, THEREFORE, I, REBECCA MCDOWELL COOK, SECRETARY OF STATE,
STATE OF MISSOURI, BY VIRTUE OF AUTHORITY VESTED IN ME BY LAW,
DO CERTIFY AND DECLARE THAT ON THE 12TH DAY OF MARCH, 1999,
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
12TH DAY OF MARCH, 1999.

Rebecca McDowell Cook
Secretary of State



\$105.00

Exhibit III

SAMPLE BROCHURE

(See Attached)

1 Call **1-877-JOIN-DPI**
(564-6374)
or see a Store Associate
for more details.

2 Choose a package to
fit your budget &
your lifestyle.

- Call waiting
- Caller ID
- Unlimited long distance
- & More!

3 SAVE \$40*
up to

when you sign up today!

*Savings will vary by service address. See Store Associate for more details.

No Deposit!
No LD. Required!
No Credit Checks!

**4 Get Signed Up
Today!**
at

Rent-A-Center®

CALL

1-800-877-7758

TAKE ONE!

Home Phone for Everyone!

at your local **Rent-A-Center**

Packages to fit any budget!

Save up to **\$40 Today!**

*Savings will vary by service address. See Store Associate for more details.



Call toll free 1-877-JOIN-DPI
(564-6374)

Exhibit IV

SAMPLE NEWSPAPER ADVERTISEMENT

(See attached)

Wireless Phone Service

as low as **\$9.99/week!**

Nationwide Coverage, Web Surfing,
Web Picture Mail, and Text Messaging!

SPECIAL PRICE!

\$45



Home Phone WITH

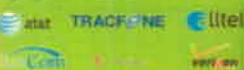
**Unlimited Long Distance
or Internet! Only \$9.99/week!**

Wireless Call Features

- Unlimited Nights & Weekends
- Unlimited Long Distance
- Call Waiting Deluxe
- Caller ID Deluxe
- 3-Way Calling
- Call Return & Busy Signal
- Web Surfing
- Web Picture Mail
- Text Messaging

Cellular Recharge!

buy cellular minutes and services
electronically at any US
payment center!



Wireless Plans

WEEKLY

SP Wireless 25

SP Wireless 50

MONTHLY

SP Wireless 100

SP Wireless 200

SP Wireless 300

SP Wireless 500

SP Wireless 1000

ALL PLANS INCLUDE UNLIMITED NIGHTS & WEEKENDS

- ★ NO DEPOSIT!
- ★ NO CREDIT CHECK!
- ★ NO ID REQUIRED!
- ★ NO LONG TERM OBLIGATIONS!

Home Phone Call Features

- Unlimited Local Calling
- Unlimited Long Distance
- Call Waiting Deluxe
- Caller ID Deluxe
- 3-Way Calling
- Call Return & Busy Signal



Authorized Reseller

AT&T (Bell South)
Windstream (Altel)
Embarg (Sprint)
Century-Tel
Verizon

Life Line

Unlimited Local Calling
with Qualifications

\$4.99/wk / \$14.99/mo
\$7.49/wk / \$20.99/mo
\$7.49/wk / \$20.99/mo
\$7.49/wk / \$20.99/mo
\$9.99/wk / \$30.99/mo

Basic

Unlimited Local Calling

\$7.49/wk / \$20.99/mo
\$11.24/wk / \$44.99/mo
\$7.49/wk / \$20.99/mo
\$7.49/wk / \$20.99/mo
\$9.99/wk / \$30.99/mo

Advantage

Unlimited Local Calling
Call Waiting Deluxe
Caller ID Deluxe

\$9.24/wk / \$36.99/mo
\$11.74/wk / \$48.99/mo
\$11.74/wk / \$48.99/mo
\$11.74/wk / \$48.99/mo
\$11.74/wk / \$48.99/mo

Premier

Unlimited Local Calling
Call Waiting Deluxe
Caller ID Deluxe
3-Way Calling
Call Return & Busy Signal

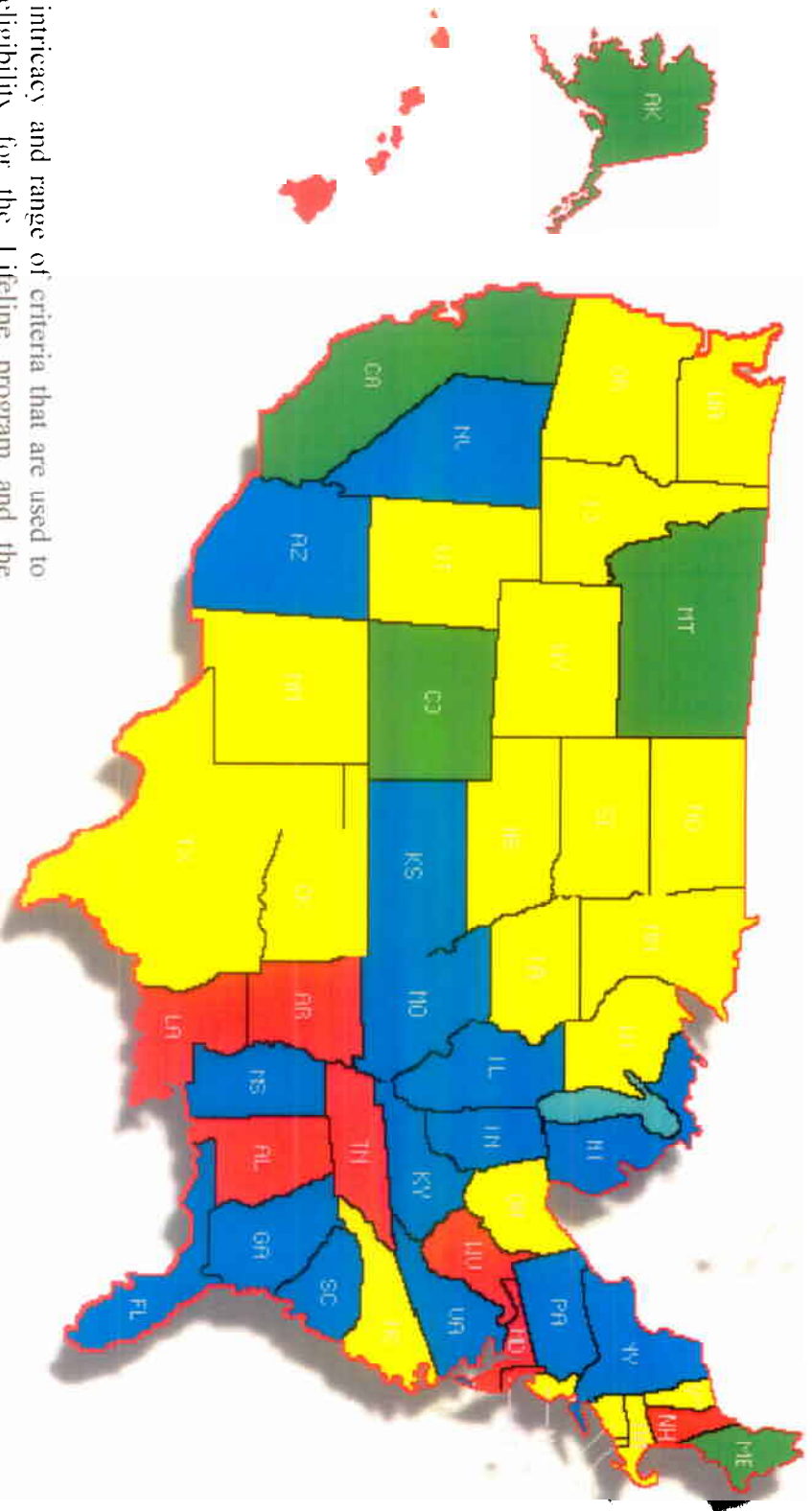
\$12.24/wk / \$50.99/mo
\$14.24/wk / \$56.99/mo
\$14.24/wk / \$56.99/mo
\$14.24/wk / \$56.99/mo
\$14.24/wk / \$56.99/mo

Exhibit V

2006 LIFELINE PARTICIPATION RATES BY STATE

(See Attached)

2006 Lifetime Participation Rates by State



Notes:

Due to the intricacy and range of criteria that are used to determine eligibility for the Lifeline program and the limitations of the data used, the methodology employed to create this map involves several estimates, assumptions, simplifications, and omissions. Therefore, the rates generated on this map should be treated as estimates only.

District of Columbia = 10% - 20%