FILE

The Public Utilities Commission of Ohio
TELECOMMUNICATIONS APPLICATION FORM for ROUTINE PROCEEDINGS
(Effective: 09/19/2007)
(Pursuant to Case No. 06-1345-TP-ORD)

In the Matter of the Application of Intrado Communications Inc. to Provide CLEC Services in the State of Ohio.)	TRF Docket No. 90-____ Case No. **07 - 1199 - TP - ACE** **NOTE: Unless you have reserved a Case # or are filing a Contract, leave the "Case No" fields BLANK.**

Name of Registrant(s) Intrado Communications Inc.
DBA(s) of Registrant(s) None
Address of Registrant(s) 1601 Dry Creek Drive, Longmont, CO 80503
Company Web Address
Regulatory Contact Person(s) Eric Sorenson, Director, Regulatory Compliance Phone 720 494-5800 Fax 720 494-6600
Regulatory Contact Person's Email Address regulatory@intrado.com
Contact Person for Annual Report Colleen Locket, Intrado Communications Inc. Phone 720 494-5800
Address (if different from above)
Consumer Contact Information Eric Sorenson, Intrado Communications Inc. Phone 720 494-5800
Address (if different from above)
Motion for protective order included with filing? ☐ Yes ☒ No
Motion for waiver(s) filed affecting this case? ☐ Yes ☒ No [Note: Waivers may toll any automatic timeframe.]

Section I – Pursuant to Chapter 4901:11-6 OAC – Part I – Please indicate the Carrier Type and the reason for submitting this form by checking the boxes below. ***CMRS providers: Please see the bottom of Section II.***

NOTES: *(1) For requirements for various applications, see the identified section of Ohio Administrative Code Section 4901 and/or the supplemental application form noted.*

(2) Information regarding the number of copies required by the Commission may be obtained from the Commission's web site at www.puco.ohio.gov under the docketing information system section, by calling the docketing division at 614-466-4095, or by visiting the docketing division at the offices of the Commission.

Carrier Type ☐ Other (explain below)	☐ ILEC	☒ CLEC	☐ CTS	☐ AOS/IOS
Tier 1 Regulatory Treatment				
Change Rates within approved Range	☐ TRF *1-6-04(B)* (0 day Notice)	☐ TRF *1-6-04(B)* (0 day Notice)		
New Service, expanded local calling area,	☐ ZTA *1-6-04(B)* (0 day Notice)	☐ ZTA *1-6-04(B)* (0 day Notice)		
Change Terms and Conditions, Introduce non-recurring service charges	☐ ATA *1-6-04(B)* (Auto 30 days)	☐ ATA *1-6-04(B)* (Auto 30 days)		
Introduce or Increase Late Payment or Returned Check Charge	☐ ATA *1-6-04(B)* (Auto 30 days)	☐ ATA *1-6-04(B)* (Auto 30 days)		
Business Contract	☐ CTR *1-6-17* (0 day Notice)	☐ CTR *1-6-17* (0 day Notice)		
Withdrawal	☐ ATW *1-6-12(A)* (Non-Auto)	☐ ATW *1-6-12(A)* (Auto 30 days)		
Raise the Ceiling of a Rate	Not Applicable	☐ SLF *1-6-04(B)* (Auto 30 days)		
Tier 2 Regulatory Treatment				
Residential - Introduce non-recurring service charges	☐ TRF *1-6-05(E)* (0 day Notice)	☐ TRF *1-6-05(E)* (0 day Notice)		
Residential - Introduce New Tariffed Tier 2 Service(s)	☐ TRF *1-6-05(C)* (0 day Notice)	☐ TRF *1-6-05(C)* (0 day Notice)	☐ TRF *1-6-05(C)* (0 day Notice)	
Residential - Change Rates, Terms and Conditions, Promotions, or Withdrawal	☐ TRF *1-6-05(E)* (0 day Notice)	☐ TRF *1-6-05(E)* (0 day Notice)	☐ TRF *1-6-05(E)* (0 day Notice)	
Residential - Tier 2 Service Contracts	☐ CTR *1-6-17* (0 day Notice)	☐ CTR *1-6-17* (0 day Notice)	☐ CTR *1-6-17* (0 day Notice)	
Commercial (Business) Contracts	Not Filed	Not Filed	Not Filed	
Business Services *(see "Other" below)*	Detariffed	Detariffed	Detariffed	
Residential & Business Toll Services *(see "Other" below)*	Detariffed	Detariffed	Detariffed	

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Section I – Part II – Certificate Status and Procedural

Certificate Status	ILEC	CLEC	CTS	AOS/IOS
Certification (See Supplemental ACE form)		☒ ACE *1-6-10* (Auto 30 days)	☐ ACE *1-6-10* (Auto 30 days)	☐ ACE *1-6-10* (Auto 30 days)
Add Exchanges to Certificate	☐ ATA *1-6-09(C)* (Auto 30 days)	☐ [illegible]	[illegible]	[illegible]
Abandon all Services - With Customers	☐ ABN *1-6-11(A)* (Non-Auto)	☐ ABN *1-6-11(A)* (Auto 90 day)	☐ ABN *1-6-11(B)* (Auto 14 day)	☐ ABN *1-6-11(B)* (Auto 14 day)
Abandon all Services - Without Customers		☐ ABN *1-6-11(A)* (Auto 30 days)	☐ ABN *1-6-11(B)* (Auto 14 day)	☐ ABN *1-6-11(B)* (Auto 14 day)
Change of Official Name	☐ ACN *1-6-14(B)* (Auto 30 days)	☐ ACN *1-6-14(B)* (Auto 30 days)	☐ CIO *1-6-14(A)* (0 day Notice)	☐ CIO *1-6-14(A)* (0 day Notice)
Change in Ownership	☐ ACO *1-6-14(B)* (Auto 30 days)	☐ ACO *1-6-14(B)* (Auto 30 days)	☐ CIO *1-6-14(A)* (0 day Notice)	☐ CIO *1-6-14(A)* (0 day Notice) (
Merger	☐ AMT *1-6-14(B)* (Auto 30 days)	☐ AMT *1-6-14(B)* (Auto 30 days)	☐ CIO *1-6-14(A)* (0 day Notice)	☐ CIO *1-6-14(A)* (0 day Notice)
Transfer a Certificate	☐ ATC *1-6-14(B)* (Auto 30 days)	☐ ATC *1-6-14(B)* (Auto 30 days)	☐ CIO *1-6-14(A)* (0 day Notice)	☐ CIO *1-6-14(A)* (0 day Notice)
Transaction for transfer or lease of property, plant or business	☐ ATR *1-6-14(B)* (Auto 30 days)	☐ ATR *1-6-14(B)* (Auto 30 days)	☐ CIO *1-6-14(A)* (0 day Notice)	☐ CIO *1-6-14(A)* (0 day Notice)
Procedural				
Designation of Process Agent(s)	☐ TRF (0 day Notice)	☐ TRF (0 day Notice)	☐ TRF (0 day Notice)	☐ TRF (0 day Notice)

All Section I applications that result in a change to one or more tariff pages require, at a minimum, the following exhibits. Other exhibits may be required under the applicable rule(s).

Exhibit	Description:
A	The tariff pages subject to the proposed change(s) as they exist before the change(s)
B	The Tariff pages subject to the proposed change(s), reflecting the change, with the change(s) marked in the right margin.
C	A short description of the nature of the change(s), the intent of the change(s), and the customers affected.
D	A copy of the notice provided to customers, along with an affidavit that the notice was provided according to the applicable rule(s).

Section II – Carrier to Carrier (Pursuant to 95-845-TP-COI), CMRS and Other

Carrier to Carrier	ILEC	CLEC		
Interconnection agreement, or amendment to an approved agreement	☐ NAG (Auto 90 day)	☐ NAG (Auto 90 day)		
Request for Arbitration	☐ ARB (Non-Auto)	☐ ARB (Non-Auto)		
Introduce or change c-t-c service tariffs,		☐ ATA (Auto 30 day)		
Introduce or change access service pursuant to 07-464-TP-COI	☐ ATA (Auto 30 day)			
Request rural carrier exemption, rural carrier supension or modifiction	☐ UNC (Non-Auto)	☐ UNC (Non-Auto)		
Pole attachment changes in terms and conditions and price changes.	☐ UNC (Non-Auto)	☐ UNC (Non-Auto)		
CMRS Providers See 4901:1-6-15	☐ RCC [Registration & Change in Operations] (0 day)		☐ NAG [Interconnection Agreement or Amendment] (Auto 90 days)	
Other* *(explain)* ______				

**NOTE: During the interim period between the effective date of the rules and an Applicant's Detariffing Filing, changes to existing business Tier 2 and all toll services, including the addition of new business Tier 2 and all new toll services, will be processed as 0-day TRF filings, and briefly described in the "Other" section above.*

Section III. -- Attestation

Registrant hereby attests to its compliance with pertinent entries and orders issued by the Commission.

AFFIDAVIT

Compliance with Commission Rules and Service Standards

I am an officer/agent of the applicant corporation, Craig W. Donaldson , and am authorized to make this statement on its behalf.
(Name)

I attest that these tariffs comply with all applicable rules, including the Minimum Telephone Service Standards (MTSS) Pursuant to Chapter 4901:1-5 OAC for the state of Ohio. I understand that tariff notification filings do not imply Commission approval and that the Commission's rules, including the Minimum Telephone Service Standards, as modified and clarified from time to time, supersede any contradictory provisions in our tariff. We will fully comply with the rules of the state of Ohio and understand that noncompliance can result in various penalties, including the suspension of our certificate to operate within the state of Ohio.

I declare under penalty of perjury that the foregoing is true and correct.

Executed on (Date) _____ at (Location) 1601 Dry Creek Drive, Longmont, CO 80305

*(Signature and Title) Senior V.P. - Regulatory Affairs (Date) Nov. 15, 2007

- *This affidavit is required for every tariff-affecting filing. It may be signed by counsel or an officer of the applicant, or an authorized agent of the applicant.*

VERIFICATION

I, Sally W. Bloomfield, Ohio regulatory counsel, verify that I have utilized the Telecommunications Application Form for Routine Proceedings provided by the Commission and that all of the information submitted here, and all additional information submitted in connection with this case, is true and correct to the best of my knowledge.

Sally W Bloomfield

*(Signature and Title) Sally W. Bloomfield, Attorney for Intrado Communications Inc. (Date) November 19, 2007

**Verification is required for every filing. It may be signed by counsel or an officer of the applicant, or an authorized agent of the applicant.*

Send your completed Application Form, including all required attachments as well as the required number of copies, to:

Public Utilities Commission of Ohio
Attention: Docketing Division
180 East Broad Street, Columbus, OH 43215-3793

Or

Make such filing electronically as directed in Case No 06-900-AU-WVR

The Public Utilities Commission of Ohio
TELECOMMUNICATIONS SUPPLEMENTAL APPLICATION FORM
for CARRIER CERTIFICATION
(Effective: 09/19/2007)
(Pursuant to Case Nos. 06-1344-TP-ORD and 06-1345-TP-ORD)
NOTE: This SUPPLEMENTAL form must be used WITH the TELECOMMUNICATIONS APPLICATION FORM for ROUTINE PROCEEDINGS.

In the Matter of the Application of Intrado Communications Inc. to Provide CLEC Services in the State of Ohio))))

Case No. **07 - 1199 -TP - ACE**

Name of Registrant(s) Intrado Communications Inc.
DBA(s) of Registrant(s) None
Address of Registrant(s) 1601 Dry Creek Drive, Longmont, CO 80503

Motion for protective order included with filing? ☐ Yes ☒ No
Motion for waiver(s) filed affecting this case? ☐ Yes ☒ No [Note: waiver(s) tolls any automatic timeframe]

List of Required Exhibits

Tariffs: (Include all that apply)

☐ Interexchange Tariff[1]   ☒ Local Tariff[1] **See Exhibit 1**   [redacted]

Description of Services

☐ Service provisioned via Resale   [redacted]

☒ Description of Proposed Services **See Exhibit 3**

☐ Statement about the provision of CTS services

☒ Description of the proposed market area **See Exhibit 4**

☒ Explanation of how the proposed services in the proposed market area are in the public interest. **See Exhibit 5**

☒ Description of the class of customers (e.g., residence, business) that the applicant intends to serve **See Exhibit 6**

Business Requirements

Evidence of Registration with:

☒ Ohio Department of Taxation **See Exhibit 7**

☒ Ohio Secretary of State[2] & Certificate of Good Standing **See Exhibit 8**

Documentation attesting to the applicant's financial viability, including the following:

☒ An executive Summary describing the applicant's current financial condition, liquidity, and capital resources. Describe internally generated sources of cash and external funds available to support the applicant's operations that are the subject of this certification application. **See Exhibit 9**

☒ Copy of financial statements (actual and pro forma income statement and a balance sheet). Indicate if financial statements are based on a certain geographical area(s) or information in other jurisdictions **See Exhibit 10**

☒ Documentation to support the applicant's cash and funding sources. **See Exhibit 11**

Documentation attesting to the applicant's managerial ability and corporate structure, including the following:

☒ Documentation attesting to the applicant's technical and managerial expertise relative to the proposed service offering(s) and proposed service area **See Exhibit 12**

☒ List of names, addresses, and phone numbers of officers and directors, or partners. **See Exhibit 13**

☒ Documentation indicating the applicant's corporate structure and ownership **See Exhibit 14**

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[1] Detariffed services are regulated but not required to be filed in a tariff. For purposes of Certification, all detariffed services offered must be provided as an exhibit.

[2] Certification from Ohio Secretary of State (domestic or foreign corporation, authorized use of fictitious name, etc.), and Certificate of Good Standing is required.

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☒ Information regarding any similar operations in other states. **See Exhibit 15**

If this company has been previously certified in the State of Ohio, include that certification number _____

☒ Verification that the applicant will maintain local telephony records separate and apart from any other accounting records in accordance with the GAAP. **See Exhibit 16**

☒ Verification of compliance with any affiliate transaction requirements. **See Exhibit 17**

Documentation attesting to the applicant's proposed interactions with other Carriers

☒ Explanation as to whether rates are derived through (check all applicable):

☒ interconnection agreement ☒ retail tariffs ☐ resale tariffs

☒ Explanation as to which service areas company currently has an approved interconnection or resale agreement. **See Exhibit 18**

☒ A notarized affidavit accompanied by bona fide letters requesting negotiation pursuant to Sections 251 and 252 of the Telecommunications Act of 1996 and a proposed timeline for construction, interconnection, and offering of services to end users. **See Exhibit 19**

Documentation attesting to the applicant's proposed Interactions with Customers

☒ Explanation of whether applicant intends to provide Local Services which require payment in advance of Customer receiving dial tone. **See Exhibit 20**

☒ Tariff sheet(s) listing the services and associated charges that must be paid prior to customer receiving dial tone (if applicable). **See Exhibit 21**

☒ A sample copy of the customer bill and disconnection notice the applicant plans to utilize. **See Exhibit 22**

☒ Provide a copy of any customer application form required in order to establish residential service, if applicable. **See Exhibit 23**

☒ For CLECs, List of Ohio ILEC Exchanges the applicant intends to serve (Use spreadsheet from: http://www.puc.state.oh.us/puco/forms/form.cfm?doc_id=357) **See Exhibit 24**

☒ If Mirroring the entire ILEC exchanges for both serving area and local calling areas, tariffs may incorporate by reference. If not mirroring the entire ILEC serving and/or local calling areas, the CLEC shall specifically define their service and local calling areas in the tariff.

Affidavit

I am an authorized representative of the applicant corporation Craig W. Donaldson, Senior Vice President – Regulatory Affairs
(Name)
and I am authorized to make this statement on its behalf. I attest that I have utilized the Telecommunications Supplemental Application Form for Carrier Certification provided by the Commission, and that all of the information submitted here, and all additional information submitted in connection with this case, is true and correct.

Executed on at Longmont, Colorado

Nov. 15, 2007

Craig W. Donaldson, Senior Vice President – Regulatory Affairs (Date)

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EXHIBIT 1

Proposed Tariff

See attached

Please note the tariff does not contain the following provisions:

- o Deposits – the Company does not collect Customer deposits.
- o Disconnection of services – the issue will be covered in the Company's Agreement for Services.
- o Customer billing adjustments – the new Minimum Telephone Service Standards [Ohio Administrative Code Rule 4901:5-08(C)] apply to residential and small business customers.

TITLE PAGE

OHIO
LOCAL AND INTEREXCHANGE TELECOMMUNICATIONS SERVICES TARIFF

OF

Intrado Communications Inc.

This tariff contains the descriptions, regulations, and rates applicable to the provision of local exchange telecommunications services provided by Intrado Communications Inc. with principal offices at 1601 Dry Creek Drive, Longmont, CO 80503 for services furnished within the State of Ohio. This tariff is on file with the Ohio Public Utilities Commission, and copies may be inspected, during normal business hours, at the Company's principal place of business.

TABLE OF CONTENTS

Craig Donaldson, Senior Vice President - Regulatory Affairs
1601 Dry Creek Drive
Longmont, CO 80503

EXPLANATION OF SYMBOLS

The following symbols shall be used in this tariff for the purpose indicated below:

(I) Increase in rates

(D) Decrease in rates

(N) New rate or regulation

(O) Omission

(C) Change in text

(T) Temporary rates and/or surcharges

Craig Donaldson, Senior Vice President - Regulatory Affairs
1601 Dry Creek Drive
Longmont, CO 80503

TARIFF FORMAT

A. **Page Numbering** - Page numbers appear in the upper right corner of the page. Pages are numbered sequentially; however, new pages are occasionally added to the tariff. When a new page is added between pages already in effect, a decimal is added. For example, a new page added between pages 14 and 15 would be 14.1.

B. **Page Revision Numbers** - Revision numbers also appear in the upper right corner of each page. These numbers are used to determine the most current page version on file with the Commission. For example, the 4th Revised Page 14 cancels the 3rd Revised Page 14. Because of various suspension periods, deferrals, etc., the most current page number on file with the Commission is not always the tariff page in effect. Consult the Check Sheet for the page currently in effect.

C. **Paragraph Numbering Sequence** - There are nine levels of paragraph coding. Each level of coding is subservient to its next higher level:

2.
2.1.
2.1.1.
2.1.1.A.
2.1.1.A.1.
2.1.1.A.1.(a).
2.1.1.A.1.(a).I.
2.1.1.A.1.(a).I.(i).
2.1.1.A.1.(a).I.(i).(1).

SECTION 1 - DEFINITIONS

9-1-1 - A three-digit telephone number used to report an emergency situation requiring a response by a public agency such as a fire department or police department.

9-1-1 Call - Includes emergency calls originated by communications devices, including Telematics devices.

Access Line - An arrangement from a local exchange telephone company or other common carrier, using either dedicated or switched access, which connects a Customer's location to the Company's location or switching center.

Authorized User - A person, firm or corporation authorized by the Customer or joint user to be connected to the service of the Customer or joint user, respectively. An Authorized User must be specifically named in the application for service.

Automatic Number Identification (ANI) - A type of signaling provided by which the calling party's telephone number (or routing number) is forwarded to the 9-1-1 system for call routing determination and PSAP display.

Automatic Location Identification (ALI) - A feature by which the location is associated with the calling party's telephone number is forwarded to the 9-1-1 system for call routing determination and/or PSAP display.

Basic Local Exchange Service or Basic Service – a service whereby the end user (usually, a PSAP) has access to, and usage of, Company-provided services that enable the end user to originate or receive voice communications within a local service area.

Call Transfer or Call Bridging - The act of adding an additional party to an existing call. The creation of another leg on an existing call to include an additional party. The term "Call Bridging" is preferred because 9-1-1 call handlers rarely transfer calls without staying connected to ensure the call is effectively handled (no "blind" transfers). Call Bridging may occur between selective routers operated by different 9-1-1 Service Providers.

SECTION 1 – DEFINITIONS, (CONT'D.)

Central Office (CO) - A switching unit providing telecommunication services to Customers, designed for terminating and interconnecting lines and trunks. More than one CO may be located in a building.

Common Carrier - An authorized company or entity providing telecommunications services to the public.

Commission – Public Utilities Commission of Ohio.

Company - Whenever used in this tariff, "Company" refers to Intrado Communications Inc., unless otherwise specified or clearly indicated by the context.

Customer - The person, firm, corporation, or government agency that orders service and is responsible for the payment of charges and compliance with the terms and conditions of this tariff. The Company's typical customer is a PSAP.

Customer Premises - A location designated by the Customer for the purposes of connecting to the Company's services.

Dedicated - A facility or equipment system or subsystem set aside for the sole use of a specific Customer or application.

E9-1-1 Facilities - The facilities that interconnect certificated local exchange carriers, CMRS, VoIP, and MLTS providers (inclusive of business Private Branch Exchange and shared tenant service providers), and other services that are used to transport E9-1-1 and other emergency calls to the PSAP.

SECTION 1 - DEFINITIONS, (CONT'D.)

E9-1-1 Service Provider - The entity responsible for establishing and overseeing the functions necessary to accept 9-1-1 calls from carriers and deliver to PSAPs using appropriate routing logic and delivering emergency response information such as ALI.

E9-1-1 Selective Router (SR) - The system that receives E9-1-1 calls from originating local exchange central offices, mobile switching centers, soft-switches, etc., receives the ANI information associated with such calls from the originating devices, determines the correct destination of the call, and forwards the call and the ANI information to that destination.

Emergency Communications Network (ECN)
A telephone network consisting of automated and manual call processing steps used to aggregate, transport and deliver emergency calling information to the appropriate 9-1-1 Selective Router or PSAP.

Emergency Service Number (ESN) - A number that represents a caller location area and maps to a primary 9-1-1 call handler (usually a PSAP) and a set of emergency service providers (typically Police, Fire, Medical).

End Office - With respect to each NPA-NXX code prefix assigned to the Company, the location of the Company's "end office" for purposes of this tariff shall be the point of interconnection associated with that NPA-NXX code in the Local Exchange Routing Guide (LERG), issued by BellCore.

End User - Denotes any Customer of an intrastate telecommunications service that is not a Common Carrier.

Enhanced 9-1-1 (E9-1-1) - An emergency telephone service that includes ANI, ALI (including non-listed and non-published numbers and addresses), and (optionally) selective routing, to facilitate public safety response.

Facilities - Central office equipment, supplemental equipment, apparatus, wiring, cables (outside plant) and other material and mechanisms necessary to or furnished in connection with the services of the Company.

SECTION 1 - DEFINITIONS, (CONT'D.)

Governing Authority - A board of county commissioners of a county or the city council or other governing body of a city, city and county, or town or the board of directors of a special district. The Governing Authority oversees the 9-1-1 Service Provider.

Individual Case Basis (ICB) - A service arrangement in which the regulations, rates and charges are developed based on the specific circumstances of the Customer's situation.

Internet Protocol (IP) - A data-oriented protocol used for communicating data across a packet-switched network. IP is a network layer protocol in the internet protocol suite and is encapsulated in a data link layer protocol (e.g., Ethernet). As a lower layer protocol, IP provides addressing and packet delivery amongst computers.

Interruption - The inability to complete calls due to equipment malfunctions or human errors. Interruption shall not include service difficulties such as slow dial tone, circuits busy or other network and/or switching capability shortages. Nor shall Interruption include the failure of any service or facilities provided by a common carrier or other entity other than the Company.

Intrado - Intrado Communications Inc., issuer of this tariff.

Joint User - A person, firm or corporation designated by the Customer as a user of local exchange service furnished to the Customer by the Company, and to whom a portion of the charges for such facilities are billed under a joint use arrangement.

Local Access and Transport Area (LATA) - A geographical area established by the U.S. District Court for the District of Columbia in Civil Action No. 82-0192, within which a local exchange company provides communications services.

Craig Donaldson, Senior Vice President - Regulatory Affairs
1601 Dry Creek Drive
Longmont, CO 80503

SECTION 1 - DEFINITIONS, (CONT'D.)

Local Calling - A completed call or telephonic communication between a calling Station and any other Station within the local service area of the Calling Station.

Local Exchange Carrier (LEC) - Refers to any person, corporation or entity that pursuant to state rules is authorized to provide local exchange telecommunications services on a resale or facilities basis.

Local Exchange Service - The furnishing of telecommunications services by a Local Exchange Provider to a Customer within an exchange for local calling. This service also provides access to and from the telecommunication network for long distance calling. The Company is not responsible for the provision of local exchange service to its Customers.

Monthly Recurring Charges - The monthly charges to the Customer for services, facilities and equipment, which continue for the agreed upon duration of the service.

Network Control Signaling - Transmission of signals used in the telecommunications system which perform functions such as supervision (control, status, and charging signals), address signaling (e.g., dialing), calling and called number identification, audible tone signals (call process signals indicating reorder or busy conditions, alerting tones) to control the operating of switching equipment in the system.

Non-Recurring Charge ("NRC") - The initial charge, usually assessed on a one-time basis, to initiate and establish service.

SECTION 1 - DEFINITIONS, (CONT'D.)

Pseudo Automatic Number Identification (pANI) - The pseudo number associated with 9-1-1 call delivery, and used for query into databases.

Person - Any individual, firm, partnership, co partnership, limited partnership, joint venture, association, cooperative organization, limited liability corporation, corporation (municipal or private and whether organized for profit or not), governmental agency, state, county, political subdivision, state department, commission, board, or bureau, fraternal organization, nonprofit organization, estate, trust, business or common law trust, receiver, assignee for the benefit of creditors, trustee, or trustee in bankruptcy or any other service user.

Premises - All the space in the same building in which a Customer has the right of occupancy to the exclusion of others or shares the right of occupancy with others; and all space in different buildings on continuous property, provided such buildings are occupied solely by one Customer. Foyers, hallways, and other space provided for the common use of all occupants of a building are considered the premises of the operator of the buildings.

Private Switch Provider - A service provider that has an arrangement which comprises manual and/or automatic common equipment, wiring and station apparatus, and which provides for interconnection of main Private Branch Exchange (PBX) station lines associated with an attendant position and/or common equipment located on the Customer's premises or extended to another premises of the same Customer.

PBX Service - This service provides for centralized processing of exchange access by stations through groups of Central Office trunks, WATS lines, etc., or with other communication systems through voice circuits connected to the common equipment. Interconnection between stations through the common equipment is an inherent feature of the service.

Public Agency - Any city, city and county, town, county, municipal corporation, public district, or public authority located in whole or in part within this state which provides or has the authority to provide fire fighting, law enforcement, ambulance, emergency medical, or other emergency services.

Public Safety Answering Point (PSAP) - A facility equipped and staffed to receive 9-1-1 calls from selected 9-1-1 Service Providers. PSAPs operate under the direction of the governing body and are responsible to direct the disposition of 9-1-1 calls.

Craig Donaldson, Senior Vice President - Regulatory Affairs
1601 Dry Creek Drive
Longmont, CO 80503

SECTION 1 - DEFINITIONS, (CONT'D.)

Selective Routing - The capability of routing an E9-1-1 call to a designated PSAP based upon the seven-digit or ten-digit telephone number or pANI associated with the caller dialing 9-1-1.

Service Commencement Date - The first day following the date on which the Company notifies the Customer that the requested service or facility is available for use, unless extended by the Customer's refusal to accept service which does not conform to standards set forth in the Service Order or this tariff, in which case the Service Commencement Date is the date of the Customer's acceptance. The Company and Customer may mutually agree on a substitute Service Commencement Date.

Service Order - The written request for Company services executed by the Customer and the Company in the format devised by the Company. The signing of a Service Order Form by the Customer and acceptance by the Company initiates the respective obligations of the parties as set forth therein and pursuant to this tariff.

Station - The network control signaling unit and any other equipment provided at the Customer premises which enables the Customer to establish communications connections and to effect communications through such connections.

Subscriber - The person, firm, partnership, corporation, or other entity who orders telecommunications service from the Company. Service may be ordered by, or on behalf of, those who own, lease or otherwise manage the pay telephone, PBX, or other switch vehicle from which an End User places a call utilizing the services of the Company.

TDD/Text Phone - A telecommunications device for use by deaf persons that employs graphic communication in the transmission of coded signals through a wire or radio communication system.

SECTION 1 - DEFINITIONS, (CONT'D.)

Telematics - Personal safety devices utilizing a combination of electronic sensors, wireless communications technologies, and/or location determination technologies to signal or notify Telematics service providers when assistance is required. While Telematics devices are used for non-emergency purposes such as roadside assist or concierge services, navigation assistance, and vehicle tracking, the services described herein are specifically designed to facilitate the delivery of emergency Telematics calls to the appropriate responding agencies, where facilities permit.

Telephone Company - Denotes any individual, partnership, association, joint-stock company, trust, or corporation authorized by the appropriate regulatory bodies to engage in providing public switched communication service throughout an exchange area, and between exchange areas within the LATA.

Trunks - The facilities that connect from the central offices, mobile switching centers, soft-switches, etc., serving the individual telecommunications device that originates a 9-1-1 call to the E9-1-1 selective router and connect the selective router to the PSAP. These may include, but are not limited to, point-to-point private line facilities. Common or shared facilities also may be used subject to the provisions of these rules.

User (or End User) - Any person or entity that obtains the Company's services provided under this tariff, regardless of whether such person or entity is so authorized by the Customer.

Voice over Internet Protocol (VoIP) - VoIP is the routing of voice conversations over an IP-based network (including but not exclusive to the Internet). The voice data flows over a general-purpose packet-switched network, instead of traditional dedicated, circuit-switched telephony transmission lines.

SECTION 2 - REGULATIONS

2.1 Undertaking of the Company

2.1.1 Scope

The Company undertakes to furnish communications service to Customers pursuant to the terms of this Tariff in connection with one-way and/or two-way transmission between points within the State of Ohio.

The Company is responsible under this tariff only for the services and facilities provided hereunder, and it assumes no responsibility for any service provided by any other entity that purchases access to the Company network in order to originate or terminate its own services, or to communicate with its own customers.

Failure by the Company to assert its rights pursuant to one provision of this Tariff does not preclude the Company from asserting its rights under other provisions.

2.1.2 Shortage of Equipment or Facilities

A. The Company reserves the right to limit or to allocate the use of existing facilities, or of additional facilities offered by the Company, when necessary because of lack of facilities, or due to some other cause beyond the Company's control.

B. The furnishing of service under this tariff is subject to the availability on a continuing basis of all the necessary facilities and is limited to the capacity of the Company's facilities as well as facilities the Company may obtain from other carriers to furnish service from time to time as required at the sole discretion of the Company.

SECTION 2 - REGULATIONS, (CONT'D.)

2.1 Undertaking of the Company, (Cont'd.)

2.1.3 Terms and Conditions

A. The Company reserves the right to refuse an application for service made by a present or former Customer who is indebted to the Company for service previously rendered pursuant to this Tariff until the indebtedness is satisfied.

B. **Minimum Period** - Service is provided on month-to-month or on a term agreement basis. The minimum term period is one (1) year unless otherwise specified in this tariff or mutually agreed upon by contract. Penalties may apply for early termination of the term agreement.

C. Customers may be required to enter into written service orders which shall contain or reference a specific description of the service ordered, the rates to be charged, the duration of the services, and the terms and conditions in this tariff. Customers will also be required to execute any other documents as may be reasonably requested by the Company.

D. **Continuation of Service:** Except as otherwise stated in this tariff or Agreement for Services, at the expiration of the initial term specified in each Service Order, or in any extension thereof, service shall be renewed automatically for a one (1) year term, unless the Customer provides notice of intent not to renew such agreement at least 60 days prior to the end of the initial or any additional term. Any termination shall not relieve the Customer of its obligation to pay any charges incurred under the service order and this tariff prior to termination. The rights and obligations that by their nature extend beyond the termination of the term of the service order shall survive such termination.

E. In any action between the parties to enforce any provision of this Tariff, the prevailing party shall be entitled to recover its legal fees and court costs from the non-prevailing party in addition to other relief a court may award.

F. This tariff shall be interpreted and governed by the laws of the state of Ohio regardless of its choice of laws provision.

Craig Donaldson, Senior Vice President - Regulatory Affairs
1601 Dry Creek Drive
Longmont, CO 80503

SECTION 2 - REGULATIONS, (CONT'D.)

2.1 Undertaking of the Company, (Cont'd.)

2.1.3 Terms and Conditions, (Cont'd.)

H. Any other Telephone Company may not interfere with the right of any person or entity to obtain service directly from the Company. No person or entity shall be required to make any payment, incur any penalty, monetary or otherwise, or purchase any services in order to have the right to obtain service directly from the Company.

I. To the extent that either the Company or any other telephone company exercises control over available cable pairs, conduit, duct space, raceways, or other facilities needed by the other to reach a person or entity, the party exercising such control shall make them available to the other on terms equivalent to those under which the Company makes similar facilities under its control available to its customers. At the reasonable request of either party, the Company and the other telephone company shall join the attempt to obtain from the owner of the property access for the other party to serve a person or entity.

SECTION 2 - REGULATIONS, (CONT'D.)

2.1 Undertaking of the Company, (Cont'd.)

2.1.4 Liability of the Company

A. The Company, its affiliates, directors, officers, employees, assignees and/or successors, shall not be liable to a Customer or third party for any personal injury or death and/or any direct, indirect, special, incidental, reliance, consequential, exemplary or punitive damages, including, but not limited to, loss of revenue or profits, and/or loss of enjoyment of life and/or emotional distress damages for any reason whatsoever, including, but not limited to, any act or omission, failure to perform, delay, interruption, failure to provide any service or any failure in or breakdown of facilities associated with the service. Company's 9-1-1 service is offered solely to assist Customer in providing 9-1-1 emergency service in conjunction with applicable fire, police, and other public safety agencies. By obligation, direct or indirect, to any third party other than Company, Company shall not be liable for civil damages, whether in contract, tort or otherwise, to any person, corporation, or other entity for any loss or damage caused by any Company act or omission in the design, development, maintenance, or provision of 9-1-1 service other than an act or omission consulting gross negligence or wanton or willful misconduct.

B. The liability of the Company for errors in billing that result in overpayment by the Customer shall be limited to a credit equal to the dollar amount erroneously billed or, in the event that payment has been made and service has been discontinued, to a refund of the amount erroneously billed.

SECTION 2 - REGULATIONS, (CONT'D.)

2.1 Undertaking of the Company, (Cont'd.)

2.1.4 Liability of the Company, (Cont'd.)

C. The Company shall be indemnified and saved harmless by the Customer from and against all loss, liability, damage and expense, including reasonable counsel fees, due to:

.1 Any act or omission of: (a) the Customer, (b) any other entity furnishing service, equipment or facilities for use in conjunction with services or facilities provided by the Company; or (c) common carriers, except as contracted by the Company;

.2 Any delay or failure of performance or equipment due to causes beyond the Company control, including but not limited to, acts of God, fires, floods, earthquakes, hurricanes, or other catastrophes; national emergencies, insurrections, riots, wars or other civil commotions; strikes, lockouts, work stoppages or other labor difficulties; criminal actions taken against the Company; unavailability, failure or malfunction of equipment or facilities provided by the Customer or third parties; and any law, order, regulation or other action of any governing authority or agency thereof;

.3 Any unlawful or unauthorized use of Company facilities and services;

.4 Libel, slander, invasion of privacy or infringement of patents, trade secrets, or copyrights arising from or in connection with the material transmitted by means of Company-provided facilities or services; or by means of the combination of Company-provided facilities or services;

.5 Breach in the privacy or security of communications transmitted over Company facilities;

SECTION 2 - REGULATIONS, (CONT'D.)

2.1 Undertaking of the Company, (Cont'd.)

2.1.4 Liability of the Company, (Cont'd.)

C. (Cont'd.)

.6 Changes in any of the facilities, operations or procedures of the Company that render any equipment, facilities or services provided by the Customer obsolete, or require modification or alteration of such equipment, facilities or services, or otherwise affect their use or performance, except where reasonable notice is required by the Company and is not provided to the Customer, in which event the Company liability is limited as set forth in paragraph A. of this Subsection 2.1.4.

.7 Defacement of or damage to Customer premises resulting from the furnishing of services or equipment on such premises or the installation or removal thereof;

.8 Injury to property or injury or death to persons, including claims for payments made under Workers' Compensation law or under any plan for employee disability or death benefits, arising out of, or caused by, any act or omission of the Customer, or the construction, installation, maintenance, presence, use or removal of the Customer's facilities or equipment connected, or to be connected to Company facilities;

.9 Any non-completion of calls due to network busy conditions;

.10 Any calls not actually attempted to be completed during any period that service is unavailable;

.11 And any other claim resulting from any act or omission of the Customer or patron(s) of the Customer relating to the use of Company services or facilities.

SECTION 2 - REGULATIONS, (CONT'D.)

2.1 Undertaking of the Company, (Cont'd.)

2.1.4 Liability of the Company, (Cont'd.)

D. The Company does not guarantee nor make any warranty with respect to installations provided by it for use in an explosive atmosphere.

E. THE COMPANY MAKES NO WARRANTIES OR REPRESENTATIONS, EXPRESS OR IMPLIED, EITHER IN FACT OR BY OPERATION OF LAW, STATUTORY OR OTHERWISE, INCLUDING WARRANTIES OF MERCHANTABILITY OR FITNESS FOR A PARTICULAR USE, EXCEPT THOSE EXPRESSLY SET FORTH HEREIN.

F. Failure by the Company to assert its rights pursuant to one provision of this rate sheet does not preclude the Company from asserting its rights under other provisions.

G. Approval of limitation of liability language by the Commission does not constitute a determination by the Commission that the limitation of liability imposed by the company should be upheld in a court of law. Approval by the Commission merely recognizes that since it is a courts responsibility to adjudicate negligence and consequent damage claims, it is also the court's responsibility to determine the validity of the exculpatory clause.

SECTION 2 - REGULATIONS, (CONT'D.)

2.1 Undertaking of the Company, (Cont'd.)

2.1.5 Notification of Service-Affecting Activities

The Company will provide the Customer reasonable notification of service-affecting activities that may occur in normal operation of its business. Such activities may include, but are not limited to, equipment or facilities additions, removals or rearrangements and routine preventative maintenance. Generally, such activities are not specific to an individual Customer but affect many Customers' services. No specific advance notification period is applicable to all service activities. The Company will work cooperatively with the Customer to determine the reasonable notification requirements. With some emergency or unplanned service-affecting conditions, such as an outage resulting from cable damage, notification to the Customer may not be possible. In any event, in the appropriate circumstances, the Company will comply with Ohio Administrative Code Rules 4901:1-5-03 and 4901:1-8-05.

SECTION 2 - REGULATIONS, (CONT'D.)

2.1 Undertaking of the Company, (Cont'd.)

2.1.6 Provision of Equipment and Facilities

A. The Company's obligation to furnish service or to continue to furnish service is dependent on its ability to obtain, retain and maintain suitable rights and facilities, and to provide for the installation of those facilities required to the furnishing and maintenance of that service. At the option of the Company, in managing its facilities, certain regular service restrictions may be temporarily imposed at locations where new or additional facilities being constructed are not readily available to meet service demands.

B. The Company shall use reasonable efforts to make available services to a Customer on or before a particular date, subject to the provisions of and compliance by the Customer with, the regulations contained in this tariff. The Company does not guarantee availability by any such date and shall not be liable for any delays in commencing service to any Customer.

C. The Company shall use reasonable efforts to maintain only the facilities and equipment that it furnishes to the Customer. The Customer may not, nor may the Customer permit others to, rearrange, disconnect, remove, attempt to repair, or otherwise interfere with any of the facilities or equipment installed by the Company, except upon the written consent of the Company.

D. The Company may substitute, change or rearrange any equipment or facility at any time and from time to time, but shall not thereby alter the technical parameters of the service provided the Customer.

E. Equipment the Company provides or installs at the Customer Premises for use in connection with the services the Company offers shall not be used for any purpose other than that for which it was provided.

F. The Customer shall be responsible for the payment of service charges as set forth herein for visits by the Company's agents or employees to the Premises of the Customer when the service difficulty or trouble report results from the use of equipment or facilities provided by any party other than the Company, including but not limited to the Customer.

SECTION 2 - REGULATIONS, (CONT'D.)

2.1 Undertaking of the Company, (Cont'd.)

2.1.6 Provision of Equipment and Facilities, (Cont'd.)

G. The Company shall not be responsible for the installation, operation, or maintenance of any Customer-provided communications equipment. Where such equipment is connected to the facilities furnished pursuant to this tariff, the responsibility of the Company shall be limited to the furnishing of facilities offered under this tariff or the Agreement for Services, and to the maintenance and operation of such facilities. Subject to this responsibility, the Company shall not be responsible for:

.1 the transmission of signals by Customer-provided equipment or for the quality of, or defects in, such transmission; or

.2 the reception of signals by Customer-provided equipment.

2.1.7 Non-routine Installation

At the Customer's request, installation and/or non service-affecting maintenance may be performed outside the Company's regular business hours or in hazardous locations. In such cases, charges based on cost of the actual labor, material, or other costs incurred by or charged to the Company will apply. If installation is started during regular business hours but, at the Customer's request, extends beyond regular business hours into time periods including, but not limited to, weekends, holidays, and/or night hours, additional charges may apply.

SECTION 2 - REGULATIONS, (CONT'D.)

2.1 Undertaking of the Company, (Cont'd.)

2.1.8 Special Construction

Subject to the agreement of the Company and to all of the regulations contained in this tariff, special construction of facilities may be undertaken on a reasonable efforts basis at the request of the Customer. Special construction is that construction undertaken:

A. where facilities are not presently available;

B. of a type other than that which the Company would normally utilize in the furnishing of its services;

C. over a route other than that which the Company would normally utilize in the furnishing of its services;

D. in a quantity greater than that which the Company would normally construct;

E. on an expedited basis;

F. on a temporary basis until permanent facilities are available;

G. involving abnormal costs; or

H. in advance of its normal construction.

2.1.9 Ownership of Facilities

Title to all facilities provided in accordance with this rate sheet remains in the Company, its partners, agents, contractors or suppliers.

SECTION 2 - REGULATIONS, (CONT'D.)

2.2 Prohibited Uses

2.2.1 The services the Company offers shall not be used for any unlawful purpose or for any use as to which the Customer has not obtained all required governmental approvals, authorizations, licenses, consents and permits.

2.2.2 The Company may require applicants for service who intend to use the Company's offerings for resale and/or for shared use to file a letter with the Company confirming that their use of the Company's offerings complies with relevant laws and Commission regulations, policies, orders, and decisions.

2.2.3 The Company may block any signals being transmitted over its Network by Customers that cause interference to the Company or other users. Customer shall be relieved of all obligations to make payments for charges relating to any blocked Service and shall indemnify the Company for any claim, judgment or liability resulting from such blockage.

2.2.4 A Customer, Joint User, or Authorized User may not assign, or transfer in any manner, the service or any rights associated with the service without the written consent of the Company. The Company will permit a Customer to transfer its existing service to another entity if the existing Customer has paid all charges owed to the Company for regulated communications services. Such a transfer will be treated as a disconnection of existing service and installation of new service, and non-recurring installation charges as stated in this tariff or the Agreement for Services may apply.

SECTION 2 - REGULATIONS, (CONT'D.)

2.3 Obligations of the Customer

2.3.1 General

The Customer is responsible for making proper application for service; placing any necessary order, and entering into an Agreement for Services with the Company; complying with the Agreement for Services and tariff regulations; and payment of charges for services provided. Specific Customer responsibilities include, but are not limited to the following:

A. the payment of all applicable charges pursuant to this tariff;

B. damage to or loss of Company facilities or equipment caused by the acts or omissions of the Customer; or the noncompliance by the Customer, with these regulations; or by fire or theft or other casualty on the Customer Premises, unless caused by the negligence or willful misconduct of the employees or agents of the Company;

C. providing at no charge, as specified from time to time by the Company, any needed personnel, equipment space and power to operate Company facilities and equipment installed on the premises of the Customer, and the level of heating and air conditioning necessary to maintain the proper operating environment on such premises;

D. obtaining, maintaining, and otherwise having full responsibility for all rights-of-way and conduits necessary for installation of communications cable and associated equipment used to provide services to the Customer from the cable building entrance or property line to the location of the equipment space described in 2.3.1(C.) Any and all costs associated with obtaining and maintaining the rights-of-way described herein, including the costs of altering the structure to permit installation of the Company-provided facilities, shall be borne entirely by, or may be charged by the Company to, the Customer. The Company may require the Customer to demonstrate its compliance with this section prior to accepting an order for service and entering into an Agreement for Services with the Customer.

SECTION 2 - REGULATIONS, (CONT'D.)

2.3 Obligations of the Customer, (Cont'd.)

2.3.1 General, (Cont'd.)

E. providing a safe place to work and complying with all laws and regulations regarding the working conditions on the premises at which Company employees and agents shall be installing or maintaining Company facilities and equipment. The Customer may be required to install and maintain Company facilities and equipment within a hazardous area if, in the Company opinion, injury or damage to Company employees or property might result from installation or maintenance by the Company. The Customer shall be responsible for identifying, monitoring, removing and disposing of any hazardous material (e.g. asbestos) prior to any construction or installation work;

F. complying with all laws and regulations applicable to, and obtaining all consents, approvals, licenses and permits as may be required with respect to, the location of Company facilities and equipment in any Customer premises or the rights-of-way for which Customer is responsible under Section 2.3.1D.; and granting or obtaining permission for Company agents or employees to enter the premises of the Customer at any time for the purpose of installing, inspecting, maintaining, repairing, or upon termination of service as stated herein, removing the facilities or equipment of the Company;

G. not creating, or allowing to be placed, any liens or other encumbrances on Company equipment or facilities.

SECTION 2 - REGULATIONS, (CONT'D.)

2.3 Obligations of the Customer, (Cont'd.)

2.3.2 Liability of the Customer

A. The Customer will be liable for damages to the facilities of the Company and for all incidental and consequential damages caused by the negligent or intentional acts or omissions of the Customer, its officers, employees, agents, invites, or contractors where such acts or omissions are not the direct result of the Company's negligence or intentional misconduct.

B. To the extent caused by any negligent or intentional act of the Customer as described in A., preceding, the Customer shall indemnify, defend and hold harmless the Company from and against all claims, actions, damages, liabilities, costs and expenses, including reasonable attorneys' fees, for (1) any loss, destruction or damage to property of any third party, and (2) any liability incurred by the Company to any third party pursuant to this tariff, any other rate sheet of the Company, or with the Agreement for Services, or otherwise, for any interruption of, interference to, or other defect in any service provided by the Company to such third party.

C. The Customer shall not assert any claim against any other Customer or user of the Company's services for damages resulting in whole or in part from or arising in connection with the furnishing of service under this rate sheet or the Agreement for Services including but not limited to mistakes, omissions, interruptions, delays, errors or other defects or misrepresentations, whether or not such other Customer or user contributed in any way to the occurrence of the damages, unless such damages were caused solely by the negligent or intentional act or omission of the other Customer or user and not by any act or omission of the Company. Nothing in this rate sheet is intended either to limit or to expand Customer's right to assert any claims against third parties for damages of any nature other than those described in the preceding sentence.

SECTION 2 - REGULATIONS, (CONT'D.)

2.4 Customer Equipment and Channels

2.4.1 General

A User may transmit or receive information or signals via the facilities of the Company. Company services are designed primarily for the transmission of voice-grade telephonic signals, except as otherwise stated in this tariff. A User may transmit any form of signal that is compatible with Company equipment, but the Company does not guarantee that its services will be suitable for purposes other than voice-grade telephonic communication except as specifically stated in this Tariff.

2.4.2 Station Equipment

A. Terminal equipment on the User's Premises and the electric power consumed by such equipment shall be provided by and maintained at the expense of the User. The User is responsible for the provision of wiring or cable to connect its terminal equipment to the Company Network Interface Device.

B. The Customer is responsible for ensuring that Customer-provided equipment connected to Company equipment and facilities is compatible with such equipment and facilities. The magnitude and character of the voltages and currents impressed on Company-provided equipment and wiring by the connection, operation, or maintenance of such equipment and wiring shall be such as not to cause damage to the Company-provided equipment and wiring or injury to Company employees or to other persons. Any additional protective equipment required to prevent such damage or injury shall be provided by the Company at the Customer's expense, subject to prior Customer approval of the equipment expense.

2.4.3 Network Interface Device (NID)

The Network Interface Device (NID) permits access to the Company's network. All wiring on the Customer's premises that is connected to the Company's network shall connect to the network through the Company-provided NID. Any necessary maintenance, repair, or upgrade work to the NID shall be the responsibility of only the Company. The Company will make the decision whether to place the NID inside or outside the Customer premises. In the event that the Customer requests that the NID be placed in a location other than the location selected by the Company, any additional cost to the Company will be charged to the Customer. Additionally, the Customer shall be responsible for premise wiring, which is not provided by the Company that is connected to the NID.

SECTION 2 - REGULATIONS, (CONT'D.)

2.4 Customer Equipment and Channels, (Cont'd.)

2.4.4 Interconnection of Facilities

A. Any special interface equipment necessary to achieve compatibility between the facilities and equipment of the Company used for furnishing communications services and the channels, facilities or equipment of others shall be provided at the Customer's expense.

B. Communications services may be connected to the services or facilities of other communications carriers only when authorized by, and in accordance with, the terms and conditions of the tariffs of other communications carriers that are applicable to such connections.

C. Facilities furnished under this tariff or the Agreement for Services may be connected to Customer-provided terminal equipment in accordance with the provisions of this tariff. All such terminal equipment shall be registered by the Federal Communications Commission pursuant to Part 68 of Title 47, Code of Federal Regulations; and all user-provided wiring shall be installed and maintained in compliance with those regulations.

D. Customers may interconnect communications facilities that are used in whole or in part for interstate communications to services provided under this tariff or the Agreement for Services only to the extent that the user is an "End User" as defined in Section 69.2(m), Title 47, Code of Federal Regulations (1992 edition).

SECTION 2 - REGULATIONS, (CONT'D.)

2.4 Customer Equipment and Channels, (Cont'd.)

2.4.5 Inspections

A. Upon suitable notification to the Customer, and at a reasonable time, the Company may make such tests and inspections as may be necessary to determine that the Customer is complying with the requirements set forth in Section 2.4.2A for the installation, operation, and maintenance of Customer-provided facilities, equipment, and wiring in the connection of Customer-provided facilities and equipment to Company-owned facilities and equipment.

B. If the protective requirements for Customer-provided equipment are not being complied with, the Company may take such action as it deems necessary to protect its facilities, equipment, and personnel. The Company will notify the Customer promptly if there is any need for further corrective action. Within ten days of receiving this notice, the Customer must take this corrective action and notify the Company of the action taken. If the Customer fails to do this, the Company may take whatever additional action is deemed necessary, including the suspension of service, to protect its facilities, equipment and personnel from harm.

SECTION 2 - REGULATIONS, (CONT'D.)

2.5 Payment Arrangements

2.5.1 Payment for Service

The Customer is responsible for the payment of all charges for facilities and services furnished by the Company to the Customer and to all Authorized Users by the Customer, regardless of whether those services are used by the Customer itself or are resold to or shared with other persons.

A. The Customer is responsible for the payment of federal excise taxes, state and local sales and use taxes and similar taxes imposed by governmental jurisdictions.

B. Municipal excise taxes are billed as separate line items and are not included in the quoted rates for service. These items are not included in the quoted rates for service.

2.5.2 Billing and Collection of Charges

The Customer is responsible for payment of all charges incurred by the Customer or other Authorized Users for services and facilities furnished to the Customer by the Company.

A. Nonrecurring charges will be invoiced by the Company and are due within 30 days of the invoice date.

B. The Company shall present invoices for recurring charges monthly to the Customer, and recurring charges shall be due and payable within 30 days of the invoice date. When billing is based on customer usage, charges will be billed monthly for the preceding billing periods.

C. Customers will only be charged once for any nonrecurring charges.

D. Upon initiation or termination of service, Customer billing will commence, or terminate, with the next available bill cycle.

SECTION 2 - REGULATIONS, (CONT'D.)

2.5 Payment Arrangements, (Cont'd.)

2.5.2 Billing and Collection of Charges, (Cont'd.)

E. Billing of the Customer by the Company will begin on the first day following the Service Commencement Date, which is the first day following the date on which the Company notifies the Customer that the service or facility is available for use.

F. **Late Payment Fee**

If any portion of the payment is not received by the Company, or if any portion of the payment is received by the Company in funds that are not immediately available, then a late payment penalty shall be due the Company. The late payment penalty shall be that portion of the payment not received by the date due minus any charges billed as local taxes multiplied by 1.5%.

Craig Donaldson, Senior Vice President - Regulatory Affairs
1601 Dry Creek Drive
Longmont, CO 80503

SECTION 2 - REGULATIONS, (CONT'D.)

2.5 Payment Arrangements, (Cont'd.)

2.5.3 Disputed Bills

A. In the event that a billing dispute occurs concerning any charges billed to the Customer by the Company, the Company will require the Customer to pay the undisputed portion of the bill to avoid discontinuance of service for non-payment. The Customer must submit a documented claim for the disputed amount. The Customer will submit all documentation as may reasonably be required to support the claim.

B. Unless disputed, the invoice shall be deemed to be correct and payable in full by the Customer. If the Customer is unable to resolve any dispute with the Company, then the Customer may contact the Public Utilities Commission of Ohio (PUCO) toll free at 1-800-686-7826, or for TDD/TTY toll free at 1-800-686-1570, from 8:00 a.m. to 5:00 p.m. weekdays or visit the PUCO website at www.PUCO.ohio.gov.

SECTION 2 - REGULATIONS, (CONT'D.)

2.5 Payment Arrangements, (Cont'd.)

2.5.7 Changes in Service Requested

If the Customer makes or requests material changes in circuit engineering, equipment specifications, service parameters, premises locations, or otherwise materially modifies any provision of the application for service, the Customer's installation fee shall be adjusted accordingly.

2.5.8 Cancellations and Deferments

When the Company advises a Customer that ordered services are available on the requested due date, and the Customer is unable or unwilling to accept service at that time, the facilities will be held available for the Customer for a thirty (30) business day grace period. If after the thirty (30) business days the Customer still has not accepted service, regulatory monthly billing for the ordered services may begin, or the facilities will be released for other service order activity, and cancellation charges, including non-recurring charges that would have been applied had the service been installed, may be applied. These cancellation and deferment provisions apply to requests for all Company services.

SECTION 2 - REGULATIONS, (CONT'D.)

2.8 Use of Customer's Service by Others

2.8.1 Joint Use Arrangements

Joint use arrangements will be permitted for all services provided under this tariff. From each joint use arrangement, one member will be designated as the Customer responsible for the manner in which the joint use of the service will be allocated. The Company will accept orders to start, rearrange, relocate, or discontinue service only from the designated Customer. Without affecting the Customer's ultimate responsibility for payment of all charges for the service, each joint user shall be responsible for the payment of the charges billed to it.

Craig Donaldson, Senior Vice President - Regulatory Affairs
1601 Dry Creek Drive
Longmont, CO 80503

SECTION 2 - REGULATIONS, (CONT'D.)

2.9 Cancellation of Service/Termination Liability

Customers may cancel service verbally or in writing, unless specified differently within a term agreement. The Company shall hold the Customer responsible for payment of all charges, including fixed fees, surcharges, etc., which accrue through the end of the Customer's bill cycle, unless otherwise noted in the description of the service affected.

If a Customer cancels a Service Order or terminates services before the completion of the term for any reason whatsoever other than a service interruption, the Customer agrees to pay to the Company termination liability charges, as defined below. These charges shall become due as of the effective date of the cancellation or termination and be payable in accordance with Section 2.5.2.

2.9.1 Termination Liability

The Customer's termination liability for cancellation of term or contract service shall be equal to:

A. all unpaid Non-Recurring charges reasonably expended by the Company to establish service to the Customer; plus

B. any disconnection, early cancellation or termination charges reasonably incurred and paid to third parties by the Company on behalf of the Customer; plus

C. 90% of the Monthly Recurring Charge for the service under the term agreement, multiplied by the number of lines, multiplied by the months remaining in the term agreement.

D. Inclusion of early termination liability by the Company in its tariff or a contract does not constitute a determination by the Commission that the termination liability imposed by the company is approved or sanctioned by the Commission. Customers shall be free to pursue whatever legal remedies they may have should a dispute arise.

SECTION 2 - REGULATIONS, (CONT'D.)

2.10 Transfers and Assignments

Neither the Company nor the Customer may assign or transfer its rights or duties in connection with the services and facilities provided by the Company without the written consent of the other party, except that the Company may assign its rights and duties:

2.10.1 to any subsidiary, parent company or affiliate of the Company; or

2.10.2 pursuant to any sale or transfer of substantially all the assets of the Company; or

2.10.3 pursuant to any financing, merger or reorganization of the Company.

SECTION 2 - REGULATIONS, (CONT'D.)

2.12 Notices and Communications

2.12.1 The Customer shall designate on the Service Order the address to which the Company shall mail or deliver all notices and other communications, except that the Customer may also designate a separate address to which Company bills for service shall be mailed.

2.12.2 The Company shall designate on the Service Order an address to which the Customer shall mail or deliver all notices and other communications, except that Company may designate a separate address on each bill for service to which the Customer shall mail payment on that bill.

2.12.3 Except as otherwise stated in this tariff or the Agreement for Services, all notices or other communications required to be given pursuant to this tariff or the Agreement for Services will be in writing. Notices and other communications of either party, and all bills mailed by the Company, shall be presumed to have been delivered to the other party on the third business day following placement of the notice, communication or bill with the U.S. Mail or a private delivery service, prepaid and properly addressed, or when actually received or refused by the addressee, whichever occurs first.

2.12.4 The Company or the Customer shall advise the other party of any changes to the addresses designated for notices, other communications or billing, by following the procedures for giving notice set forth herein.

SECTION 3 - SERVICE AREAS

3.1 Emergency Service Areas

Emergency Services are provided, subject to availability of facilities and equipment, throughout the State of Ohio.

Craig Donaldson, Senior Vice President - Regulatory Affairs
1601 Dry Creek Drive
Longmont, CO 80503

SECTION 4 - SERVICE CHARGES AND SURCHARGES

4.1 Service Order and Change Charges

4.1.1 General

Non-recurring charges apply to processing Service Orders for new service and for changes in service.

Moves, Changes, Additions - Applies to Customer-initiated request to move, change or make additions to existing service.

Record Order Change Charge - For Customer-initiated request involving changes in Company records.

SECTION 4 - SERVICE CHARGES AND SURCHARGES, (CONT'D)

4.1 Service Order and Change Charges, (Cont'd)

4.1.2 Rates

Moves, changes of additions:	ICB
Record Order Change Charge:	$50

Note:
ICB charge will be determined based upon the specific quantity and requirements of the customers' requested changes.

Craig Donaldson, Senior Vice President - Regulatory Affairs
1601 Dry Creek Drive
Longmont, CO 80503

SECTION 5 –EMERGENCY SERVICES

5.1 Intelligent Emergency Network™ Service

Intelligent Emergency Network™ Services are telecommunications services that permit a Public Safety Answering Point (PSAP) to receive emergency calls placed by dialing the number 9-1-1 and/or emergency calls originated by personal communications devices.

Intelligent Emergency Network™ Services support interconnection to other telecommunications service providers for the purpose of receiving emergency calls originated in their networks. Intelligent Emergency Network™ Services include 9-1-1 call routing and transfer services which use a call management system to either directly perform the selective routing of an emergency call to the appropriate PSAP, or may be used to hand-off the call to a separate 9-1-1 Service Provider (possibly a legacy 9-1-1 selective router) for call completion to the appropriate PSAP. Intelligent Emergency Network™ Services provides further services of call bridging and post call activity reporting.

Intelligent Emergency Network™ includes a comprehensive data management and delivery service, ALI Management Services. ALI Management Services provide PSAPs more control over ALI data management with highly accurate data and superior reporting. ALI Management was developed specifically to allow customers to optimize their 9-1-1 operations. ALI Management Services offers superior features such as "drill down" metric reporting capabilities for wireline, wireless, and VoIP 9-1-1 calls. The solution includes an easy to use web interface for data queries and MSAG management.

Intelligent Emergency Network™ Services are offered subject to the availability of facilities. The Customer is the Governing Authority that orders service and is responsible for the payment of charges and compliance with the terms and conditions of this tariff.

Intelligent Emergency Network™ Services may have further customers for the purpose of interconnection who are a Local Exchange Carrier (LEC), Wireless Services Provider (WSP), a Telematics-type service provider, VoIP Service Provider (VSP) or any other originating communications provider (voice and/or data) requiring aggregation and termination of calls and/or data information to the 9-1-1 network for the purpose of obtaining or delivering emergency services.

Intelligent Emergency Network™ Services are only available under contract with a minimum term agreement of one year.

SECTION 5 – EMERGENCY SERVICES, (CONT'D.)

5.1 Intelligent Emergency Network™ Service, (Cont'd.)

5.1.1 9-1-1 Routing Service

9-1-1 Routing Service is a public safety grade, specialized managed network for processing 9-1-1 calls that allows the PSAP to accommodate new technologies while simultaneously enabling more control over 9-1-1 call routing operations. Intrado's solution utilizes a fully redundant, secure IP infrastructure. Facilities and nodes are geographically diverse and are equipped with physically redundant data communications and power equipment that allow for continuous operation and high reliability 9-1-1 Routing Service delivers emergency calls from both traditional and non-traditional voice networks. In addition to processing traditional TDM voice traffic, 9-1-1 Routing Service also provides IP based call processing capabilities.

Intrado 9-1-1 Routing facilitates interoperability and allows for specialized management of different call types. The customer can designate, capture, and report on specific instructions for handling each call type:

Wireline: Supports traditional wireline emergency calls originating from an end office, central office and/or enterprise private branch exchange (PBX) over standard based Centralized Automatic Message Accounting (CAMA), both analog and digital interfaces, SS7 and PRI interfaces.

Wireless: Supports delivery of wireless 9-1-1 calls to assigned PSAPs. Carriers having the capability to provide wireless handset ANI, cell site and sector and/or longitudinal and latitudinal (x,y) coordinates in the appropriate format, may connect directly to the 9-1-1 Routing Service.

VoIP: Supports delivery of VoIP emergency calls originating from a VoIP Service Provider. VoIP Service Providers capable of providing calls and data in the appropriate format can connect directly to the 9-1-1 Routing Service.

SECTION 5 – EMERGENCY SERVICES, (CONT'D)

5.1 Intelligent Emergency Network™ Service, (Cont'd.)

5.1.2 9-1-1 Routing Service Features

A. Automatic Number Identification (ANI)

Automatic Number Identification (ANI) is the feature by which the telephone number or other related routing (pANI) number associated with an inbound 9-1-1 caller is received by Intelligent Emergency Network™ and passed on to the proper PSAP. The ANI is also used to determine the proper PSAP to receive the inbound call.

B. 9-1-1 Routing Options

Selective Routing
The routing of a 9-1-1 call to the proper PSAP based upon the location of the caller. Selective Routing is typically accomplished by mapping the ANI to an ESN that has been derived based on the caller's location. The ESN maps to a specific routing rule that identifies the PSAP and possible alternative destinations.

Trunk Only Routing
Inbound trunks, typically from a given Telecommunications Carrier, can be designated to route all calls to a given destination, usually a specific PSAP. If Trunk Only Routing is not specified the system will attempt to perform Selective Routing.

Default Routing
When an incoming 9-1-1 call cannot be selectively routed due to the reception of an ANI number that is either not stored in the selective router data base, unintelligible ANI or when no ANI number is passed, a predetermined call route will be chosen and the caller will be terminated to the PSAP based upon the incoming trunk facility the call is passed over.

PSAP Abandonment Routing
If a situation arises where a PSAP must be closed or evacuated, this feature provides specific routing instructions for delivery of calls to recovery locations.

Craig Donaldson, Senior Vice President - Regulatory Affairs
1601 Dry Creek Drive
Longmont, CO 80503

SECTION 5 – EMERGENCY SERVICES, (CONT'D)

5.1 Intelligent Emergency Network™ Service, (Cont'd.)

5.1.2 9-1-1 Routing Service Features, (Cont'd.)

C. **9-1-1 Transfer Options**

Fixed Transfer
Fixed transfer is a feature which enables a PSAP call taker to transfer a 9-1-1 call to a secondary destination (possibly another PSAP) by dialing a pre-assigned speed dial code or by use of a single button on an approved customer telephone system which dials the appropriate code.

Selective Call Transfer
Selective Call Transfer is a feature enabling a PSAP call taker to transfer an incoming 9-1-1 call to another agency by dialing a pre-assigned speed dial code associated with police, fire or medical agencies or by use of a single button on an approved customer telephone system which dials the appropriate code. The specific transfer destination is determined by the caller's originating location as specified by the ESN.

Manual Transfer
A PSAP call taker may transfer an incoming call manually by depressing the hook switch of the associated telephone or the "add" button on approved customer telephone system, and dialing either an appropriate seven or 10-digit telephone number.

Alternate Routing
The Overflow Call Disposition transfer feature enables the ability for callers to be terminated either to a previously designated alternate call center, a prerecorded message or to a busy tone when all PSAP trunks are busy.

D. **Call Event Logging**

The Call Event Logging feature delivers reporting information containing the ANI received from a 9-1-1 call, the identity of the incoming trunk the Selective Router received the call over, the identity of the outgoing PSAP trunk the call is terminated to, and the date and time the call was delivered to its target destination, transferred and/or disconnected.

SECTION 5 – EMERGENCY SERVICES, (CONT'D)

5.1 Intelligent Emergency Network™ Service, (Cont'd.)

5.1.3 ALI Management Service

A. MSAG Management
Intrado provides a data management and administration tool that automates the viewing and communication of updates, insertions, and deletions to the MSAG database.

B. MSAG Build Services
Intrado acts as the facilitator with the addressing authority in the creation and maintenance of the MSAG utilizing recognized National Emergency Number Association (NENA) standards.

C. English Language Translation (ELT) Management
ELT information provides the names of fire, EMS and police jurisdictions associated with each ESN so that it may be delivered with the ALI to the PSAPs at the time of the E9-1-1 call. The requests are validated for accuracy and either updated into the database, or referred back to the PSAP for resolution. Upon completion of the transaction, notification is provided to the customer

D. Subscriber Record Management
Subscriber Record Management is the collection of service order records from Telephone Service Providers (TSPs), validation of those records against the MSAG, and storage of the records for the generation of the ALI database.

E. ALI Database Updates
After processing and validating subscriber record updates, Intrado posts ALI records for call routing and for retrieval and display by the PSAP during 9-1-1 calls.

F. ANI/ALI Discrepancy Resolution
An ANI/ALI discrepancy occurs when an ALI record delivered to a PSAP does not match the information of the caller. Intrado will investigate ANI/ALI discrepancy reports and refer each discrepancy to the respective TSP for resolution.

SECTION 5 – EMERGENCY SERVICES, (CONT'D)

5.1 Intelligent Emergency Network™ Service, (Cont'd.)

5.1.3 ALI Management Services, (Cont'd.)

G. Misroute Resolution
An ANI/ALI misroute occurs when a 9-1-1 call is delivered to the incorrect PSAP. Intrado investigates ANI/ALI misroute reports and refers each misroute report to the TSP for resolution.

H. No Record Found (NRF) Resolution
An NRF occurs when the ANI provided does not exist in the ALI database and/or when NRF is displayed at the PSAP. Intrado will resolve or refer each NRF to the respective TSP for resolution.

I. Local Number Portability (LNP) Processing
Intrado supports LNP, which allows subscribers to switch from one TSP to another without changing their phone numbers.

J. ALI Delivery
ALI Delivery provides location information via the ALI Data Access Connections to a PSAP during a 9-1-1 call.

K. Data Support of Wireless and VoIP E9-1-1
Intrado's database management systems support both Phase I and Phase II wireless and VoIP E9-1-1 call processing. This includes the E2 interface used by wireless service providers to communicate 9-1-1 caller location information to the ALI database.

L. ALI Metrics Reporting
Intrado provides access to reports that provide details on data transactions, the number of records processed, and the number of errors.

SECTION 5 – EMERGENCY SERVICES, (CONT'D)

5.1 Intelligent Emergency Network™ Service, (Cont'd.)

5.1.4 9-1-1 Exchange Access

9-1-1 Exchange Access provides one way call delivery trunks from the 9-1-1 Routing Service to the PSAP. The 9-1-1 Exchange Access trunks are conditioned to allow delivery of ANI to the PSAP. They also allow signaling from the PSAP to the 9-1-1 Routing Service to invoke special features of the 9-1-1 Routing Service, such as transfer, speed dialing, etc.

5.1.5 ALI Data Access Connections

ALI Data Access Connections provide the PSAP network access to the ALI Database for ALI Delivery.

5.1.6 Diverse Facility Routing

Where facilities exist and a Customer wishes to subscribe to such services, Intrado will arrange for diverse routing over alternate voice and/or data paths to reduce the potential for service failure as a result of an interruption of transport facilities.

Diverse routing is supplied to the extent made possible as determined by the availability of current facilities. Diversity at customer locations and additions to existing facilities to obtain diversity, where feasible within E9-1-1 network and as determined by the respective facility provider, will be based upon the costs incurred by the respective facility provider and will be supplied upon customer request.

SECTION 5 – EMERGENCY SERVICES, (CONT'D)

5.2 Intelligent Emergency Network™ Rules & Regulations

A. The Intelligent Emergency Network™ Customer may be a municipality, other federal, state or local governmental unit, an authorized agent of one or more municipalities or other federal, state or local governmental units to whom authority has been lawfully delegated. The Customer must be legally authorized to subscribe to the service and have public safety responsibility by law to respond to telephone calls from the public for emergency police, fire or other emergency services within the served territory.

B. Intelligent Emergency Network™ Service is provided by the Company where facilities and operating conditions permit.

C. Intelligent Emergency Network™ Service is not intended to replace the local telephone service of the various public safety agencies which may participate in the use of this service.

D. Application for Intelligent Emergency Network™ service must be executed in writing by the Customer. If execution is by an agent, satisfactory evidence of the appointment must be provided in writing to the Company. At least one local law enforcement agency must be included among the participating agencies.

E. Intelligent Emergency Network™ Service is provided solely for the benefit of the Customer operating the PSAP as an aid in handling assistance calls in connection with fire, police and other emergencies. The provision of Intelligent Emergency Network™ Service by the Company shall not be interpreted, construed, or regarded, either expressly or implied, as being for the benefit of or creating any relationship with or any Company obligation direct or indirect, to any third person or legal entity other than the Customer.

F. The Company does not undertake to answer and/or forward 9-1-1 or other emergency calls, but furnishes the use of its facilities to enable the Customer's personnel to respond to such calls.

G. The rates charged for Intelligent Emergency Network™ Service do not contemplate the inspection or constant monitoring of facilities that are not within the Company's control, nor does the Company undertake such responsibility. The Customer shall make such operational tests which are required in the judgment of the Customer. The Customer shall promptly notify the Company in the event the system is not functioning properly.

Craig Donaldson, Senior Vice President - Regulatory Affairs
1601 Dry Creek Drive
Longmont, CO 80503

SECTION 5 – EMERGENCY SERVICES, (CONT'D)

5.2 Intelligent Emergency Network™ Rules & Regulations (cont'd)

H. The Company's liability for any loss or damage arising from errors, interruptions, defects, failures, or malfunctions of this service or any part thereof shall not exceed an amount equivalent to the pro rata charges for the service affected during the period of time that the service was fully or partially inoperative.

I. The Customer must furnish the Company its agreement to the following terms and conditions.

.1. That all 9-1-1 or other emergency calls will be answered on a 24-hour day, seven-day week basis.

.2. That the Customer has responsibility for dispatching the appropriate emergency services, or will undertake to transfer all emergency calls received to the governmental agency with responsibility for dispatching such services, to the extent that such services are reasonably available.

.3. That the Customer will develop an appropriate method for responding to calls for nonparticipating agencies which may be directed to their PSAP by calling parties.

.4. That the Customer will subscribe to local exchange service at the PSAP location for administrative purposes, for placing outgoing calls, and for receiving other calls.

J. When the ALI Management Service is provided, the Customer is responsible to:

.1. Provide information regarding the jurisdictional boundaries associated with all involved public safety agencies.

.2. Support the creation of a master address file for use in validating subscriber address information and application of appropriate jurisdictional responsibility.

.3. Define the unique combinations of public safety agencies (police, fire, medical, etc) responsible for providing emergency response services in any specific geographic location.

K. When the 9-1-1 Routing feature is provided, the Customer is responsible for identifying primary and secondary PSAPs associated with the unique combinations noted in J.3. above and providing the access or telephone numbers required to support the selective transfer feature of 9-1-1 Routing service.

L. After establishment of service, it is the Customer's responsibility to continue to verify the accuracy of the routing information contained in the master address file, and to advise the Company of any changes in street names, establishment of new streets, closing and abandonment of streets, changes in police, fire, emergency medical or other appropriate agencies' jurisdiction over any address, annexations and other changes in municipal and county boundaries, incorporation of new cities or any other matter that will affect the routing of 9-1-1 calls to the proper PSAP.

SECTION 5 – EMERGENCY SERVICES, (CONT'D)

5.2 Intelligent Emergency Network™ Rules & Regulations (cont'd)

M. The following terms define the Customer's responsibilities with respect to any information provided by the Company to the Customer as part of ALI Management Service:

.1. Such information shall be used by the Customer solely for the purpose of aiding the Customer in more accurately identifying, updating and/or verifying the addresses of subscribers within the Customer's serving areas in connection with the Customer's provision of emergency response services.

.2. Customer shall strictly limit access to the information to those authorized employees of the Customer with a need to know and those employees actually engaged in the provision of emergency assistance services.

.3. Customer shall use due care in providing for the security and confidentiality of the information.

.4. Customer shall make no copies of the information except as may be essential for the verification of emergency assistance services.

N. Each Customer agrees to release, indemnify, defend and hold harmless the Company from any and all loss, claims, demands, suits, and other action, or any liability whatsoever, whether suffered, made, instituted or asserted by the Customer or by any other party or person: (1) for any personal injury to or death of any person or persons, or for any loss, damage or destruction of any property, whether owned by the Customer or others, and which arises out of the negligence or other wrongful act of the Company, the Customer, its user agencies or municipalities or employees or agents of any one of them, or (2) for any infringement or invasion of the right of privacy of any person or persons, caused or claimed to have been caused, directly or indirectly, by the installation, operation, failure to operate, maintenance, removal, presence, condition, location or use of Intelligent Emergency Network™ service features and the equipment associated therewith, including, but not limited to, the identification of the telephone number, address, or name associated with the telephone number used by the party or parties accessing Intelligent Emergency Network™ service hereunder, or (3) arising out of any act or omission of the Customer, in the course of using services provided pursuant to this Tariff.

O. Where the Company is requested by an appropriate authority to provide data base information, it will comply with Ohio Administrative Rule 4901:1-8-06.

SECTION 5 – EMERGENCY SERVICES, (CONT'D)

5.3 Intelligent Emergency Network™ Service Rates and Charges

	Nonrecurring Charge	Monthly Charge
9-1-1 Routing Service	ICB	ICB
ALI Management Services	ICB	ICB
9-1-1 Exchange Access Trunks	ICB	ICB
ALI Data Access Connections	ICB	ICB
Diverse Facility Routing	ICB	ICB

Note:

1. Additional charges may be rendered by other local exchange carriers in connection with the provisioning of E911 service to the Customer.
2. 9-1-1 Routing Services are only available in conjunction with ALI Management Services.
3. ICB pricing to be determined based upon unique service configuration requirements for each customer including, but not limited to, term of agreement, volume of subscribers served, and proximity of customer to company facilities

Craig Donaldson, Senior Vice President - Regulatory Affairs
1601 Dry Creek Drive
Longmont, CO 80503

SECTION 6 - SPECIAL ARRANGEMENTS

6.1 Special Construction

6.1.1 Basis for Charges

Basis for Charges where the Company furnishes a facility or service for which a rate or charge is not specified in the Company's tariffs, charges will be based on the costs incurred by the Company (including return) and may include:

A. nonrecurring charges;
B. recurring charges;
C. termination liabilities; or
D. combinations of (A), (B), and (C).

6.1.2 Basis for Cost Computation

The costs referred to in 6.1.1 preceding may include one or more of the following items to the extent they are applicable:

A. Costs to install the facilities to be provided including estimated costs for the rearrangements of existing facilities. These costs include:

1. equipment and materials provided or used;
2. engineering, labor, and supervision;
3. transportation; and
4. rights of way and/or any required easements.

B. Cost of maintenance.

SECTION 6 - SPECIAL ARRANGEMENTS (CONT'D)

6.1 Special Construction (Cont'd.)

6.1.2 Basis for Cost Computation (Cont'd.)

C. Depreciation on the estimated cost installed of any facilities provided, based on the anticipated useful service life of the facilities with an appropriate allowance for the estimated net salvage.

D. Administration, taxes, and uncollectible revenue on the basis of reasonable average cost for these items.

E. License preparation, processing, and related fees.

F. Tariff or Agreement for Services preparation, processing and related fees.

G. Any other identifiable costs related to the facilities provided; or

H. An amount for return and contingencies.

Craig Donaldson, Senior Vice President - Regulatory Affairs
1601 Dry Creek Drive
Longmont, CO 80503

SECTION 6 - SPECIAL ARRANGEMENTS (CONT'D)

6.1 Special Construction (Cont'd.)

6.1.3 Termination Liability

To the extent that there is no other requirement for use by the Company, a termination liability may apply for facilities specially constructed at the request of a Customer.

A. The period on which the termination liability is based is the estimated service life of the facilities provided.

B. The amount of the maximum termination liability is equal to the estimated amounts (including return) for:

.1 Costs to install the facilities to be provided including estimated costs for the rearrangements of existing facilities. These costs include:
- (a.) equipment and materials provided or used;
- (b.) engineering, labor, and supervision;
- (c.) transportation; and
- (d.) rights of way and/or any required easements;

.2 license preparation, processing, and related fees;
.3 tariff or Agreement for Services preparation, processing and related fees;
.4 cost of removal and restoration, where appropriate; and
.5 any other identifiable costs related to the specially constructed or rearranged facilities.

C. The termination liability method for calculating the unpaid balance of a term obligation is obtained by multiplying the sum of the amounts determined as set forth in Section 6.1.3.B preceding by a factor related to the unexpired period of liability and the discount rate for return and contingencies. The amount determined in Section 6.1.3.B preceding shall be adjusted to reflect the redetermined estimated net salvage, including any reuse of the facilities provided. This amount shall be adjusted to reflect applicable taxes.

D. Inclusion of early termination liability by the Company in its tariff or a contract does not constitute a determination by the Commission that the termination liability imposed by the company is approved or sanctioned by the Commission. Customers shall be free to pursue whatever legal remedies they may have should a dispute arise.

SECTION 6 - SPECIAL ARRANGEMENTS (CONT'D)

6.2 Non-Routine Installation and/or Maintenance

At the Customer's request, installation and/or non service-affecting maintenance may be performed outside the Company's regular business hours, or (in the Company's sole discretion and subject to any conditions it may impose) in hazardous locations. In such cases, charges based on the cost of labor, material, and other costs incurred by or charged to the Company will apply. If installation is started during regular business hours but, at the Customer's request, extends beyond regular business hours into time periods including, but not limited to, weekends, holidays, and/or night hours, additional charges may apply.

6.3 Individual Case Basis (ICB) Arrangements

Rates for ICB arrangements will be developed on a case-by-case basis in response to a bona fide request from a Customer or prospective customer for service which falls within this Special Arrangements section. Rates quoted in response to such requests may be different for tariffed service than those specified for such service in the Rate Attachment. ICB rates will be offered to customers in writing and will be made available to similarly situated customers.

SECTION 7 - PROMOTIONAL OFFERINGS

7.1 General

From time to time the Company shall, at its option, promote subscription or stimulate network usage by offering to waive some or all of the nonrecurring or recurring charges for the Customer (if eligible) of target services for a limited duration. Such promotions shall be made available to all similarly situated Customers in the target market area. The Company shall file promotions with the Commission for tariff approval prior to offering service at promotional rates

7.2 Demonstration of Service

From time to time the Company may demonstrate service for potential Customers by providing free use of its network on a limited basis for a limited period of time.

EXHIBIT 2

Proposed Carrier-to-Carrier Tariff

Not Applicable. Intrado Communications Inc. ("Intrado Comm") provides a specialized basic exchange service to PSAPs, a niche market. At this point, there does not appear to be a need, desire or market for Intrado Comm's services on a resale basis. To date, in the other states that it serves, Intrado Comm has not been approached by any carrier inquiring about resale. In the unlikely event Intrado Comm is approached for resale of its services in Ohio, it will immediately notify the Commission staff and prepare a carrier to carrier forthwith.

EXHIBIT 3

Description of Services

Intrado Comm is seeking authority statewide as a provider of telephone exchange services. Intrado Comm's services are telecommunications services that facilitate, enhance, and advance the provision of emergency services throughout the United States for end users of wireline and wireless carriers, and Voice over Internet Protocol ("VoIP") providers.[1] Specifically, Intrado Comm's Tier I noncore 9-1-1 services permit calls originated by personal communications devices that dial 9-1-1 or another emergency number to be received by a Public Safety Answering Point ("PSAP"). See attached diagram.

Intrado Comm's services support interconnection to other telecommunications service providers for the purpose of receiving emergency calls originated in their networks. These services include 9-1-1 call routing services which use a call management system to perform the selective routing[2] of an emergency call to the appropriate PSAP, or to hand-off the call to a different 9-1-1 Service Provider, such as an ILEC, for call completion to the appropriate PSAP.

"Access to and usage of 9-1-1 services" is an inherent part of "basic local exchange service" as defined by Ohio Revised Code Section 4927.01. Though Intrado Comm does not provide the other defined elements of basic local exchange, but rather a subset of these services, it does provide services that "retain such a high level of public interest"[3] that they qualify as a Tier I service.

Intrado Comm services fit under the definition of a Tier I noncore services, specifically, N-1-1 access and usage.[4] Tier I noncore services include the services that Intrado Comm and other providers of competitive 9-1-1 services provide.[5] Intrado Comm believes that competitive emergency services providers seeking pseudo-Automatic Number Identification ("pANI") resources in the State of Ohio should first

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1 This includes any other originating communications provider (voice and/or data) requiring aggregation and termination of calls and/or data information to the 9-1-1 network for the purpose of obtaining or delivering emergency services, such as telematics providers like On Star.

2 The FCC determined that selective routing is a telecommunications service. Indeed, in certain states, such as Texas, certification for the provision of selective routing database administration services is required before a provider may enter the market. *See Bell Operating Companies Petitions for Forbearance from Application of Section 272 of the Communications Act of 1934, as Amended, to Certain Activities,* CC Docket No. 96-149, Memorandum Opinion and Order, 13 FCC Rcd 2627, 2638 ¶ 18 (1998) (hereinafter *Forbearance Order).*

3 Ohio Administrative Code ("OAC") Rule 4901:1-6-04 (A)

4 OAC Rule 4901:1-6-04 (A) (1) (b) (vi)

5 For example, a CLEC, INdigital, already provides a competitive alternative wireless Phase II offering in Cincinnati Bell's territory in Indiana.

be certificated as CLECs who provide Tier I non core services. Intrado Comm's use of pANI resources is further discussed below.

Intrado Comm is a telecommunications provider as defined under the Telecommunications Act of 1996 (the "Act"). Under the Act, "telephone exchange service" is defined as "service within a telephone exchange, or within a connected system of telephone exchange within the same exchange area operated to furnish to subscribers intercommunicating service of the character ordinarily furnished by a single exchange ... or comparable service provided through a system of switches, transmission, equipment, or other facilities (or combination thereof) by which a subscriber can originate and terminate a telecommunications service."[6] By transporting 9-1-1 and emergency call traffic to its subscribers "within a telephone exchange" through the use of transport and switching, Intrado Comm will offer Tier I non core telephone exchange services.

As a "telecommunications carrier" Intrado Comm offers "telecommunications for a fee directly available to the public, or to such classes of users as to be effectively available to the public, regardless of the facilities used."[7]

Intrado Comm has played and continues to play a significant role in enabling enhanced 9-1-1 services for wireless providers as well as VoIP providers that provide nomadic and IP-connected services throughout the nation. The unprecedented velocity of VoIP Enhanced 9-1-1 deployment is attributable largely to direct access to pANI resources made available to emergency services providers. It is common throughout the industry to use pANI numbers for dynamic ALI arrangements typically employed for wireless and nomadic VoIP applications. The ILECs typically continue to assign the pANI numbers for the area codes for which they are the predominant provider. The exchange numbers "211" and "511" have been allocated for such use and AT&T and Verizon have been making such assignments for the past several years. The numbers take the form of NPA-211-XXXX or NPA-511-XXXX. The Number Pooling Administrator was granted authority to administer these number ranges, but has not as yet transitioned the assignment function from the ILECs.

Pseudo-ANIs are used to instruct switches where to route wireless and VoIP 9-1-1 calls. In performing such VoIP and wireless emergency call processing services, Intrado Comm incorporates pANI number sharing among multiple VoIP providers to ensure efficient use of pANI numbers, thus minimizing the quantity of pANI numbers required. Accordingly, all users of such resources should demonstrate a high level of integrity and be subject to the authority requirements set forth by state commissions. Intrado Comm requires the use of numbering resources in the State of Ohio and

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6 47 U.S.C. § 153(47) (1999).

7 47 U.S.C. § 153(46).

believes the preservation and efficient use of these resources available for public use is vital to ensuring the long-term availability of the number pools necessary to enable enhanced 9-1-1 services for current and future technologies that rely on use of pANI numbers.

Intrado Comm is certified to provide telecommunications services in more than 35 states. It has approved interconnection agreements throughout Qwest's territory, and in California and Illinois with AT&T. Intrado Comm is currently negotiating Section 251 interconnection with several incumbents throughout the nation.

As a provider of 9-1-1 services, Intrado Comm considers security paramount. Intrado Comm has integrated safeguards into its infrastructure, both on the service provider end and the customer end, to protect against viruses and cyber exploits and attacks. Security deters outside influences from adversely affecting system operation and permits only appropriate access to the system's information. With its affiliate, Intrado Inc, Intrado Comm owns and operates the largest 9-1-1 network in the world. Intrado Inc. has operated 9-1-1 databases on behalf of three of the major U.S. ILECs for a number of years and a nationwide near real-time messaging network in support of wireless E9-1-1 for over 49 wireless carriers. Intrado Comm's security policies, standards, and guidelines are compliant with industry best practices as defined by ISO-17799 and CoBIT. Intrado Comm's expertise and commitment to E9-1-1 network security are evidenced by its active participation in the Network Reliability and Interoperability Council (NRIC) 7 focus group 2B Cyber-Security.

The Intelligent Emergency Network™ is a secured and private IP-managed network. All inbound and outbound traffic is through well defined and controlled access points. Call processing and real-time data delivery are implemented through specialized subnets.

Intrado Comm's systems that are accessible through the Internet, including the Subscriber Record Management data exchange portal, database management interface tool, and metrics tool, are protected by a secure access process that requires authentication through a unique user name, unique user password, and a code randomly generated at time of access via a secure ID token. The use of this secure ID restricts users to their own data, protecting confidentiality. Passwords are force changed and monitored on regular intervals.

Firewalls and network infrastructure are always configured with network intrusion detection in place to warn dedicated network security personnel of abnormal traffic patterns as well as providing the needed forensics to follow up on any attempted attack. Intrado Comm's network security personnel are highly trained individuals, certified in cyber security. They work solely on keeping the networks that support E9-1-1 traffic secure. The Information Security team constantly stays in tune with any change in the cyber community by monitoring alerts from the SANS (SysAdmin, Audit, Network, Security) Institute and other security communities. Virus pattern checks are handled at the edge of the network and are kept current with the latest pattern files often within minutes of their release. All critical circuits supporting the infrastructure are TSP registered to maintain service level priority with the carriers.

In addition to abiding by Ohio's purely telephony regulations, Intrado Comm has additional responsibilities under Ohio Administrative Code ("OAC") Chapter 4901:1-8 and in particular, to OAC Rule 4901:1-8-05 (H) pertaining to retaining and recording reliability information it collects from PSAPs. Below is a description of Intrado Comm's error resolution processes and mechanisms.

- *ANI/ALI Discrepancy Resolution*

An ANI/ALI discrepancy occurs when an ALI record delivered to a PSAP does not match the information of the caller. Intrado Comm investigates all PSAP-reported ALI discrepancy transactions. Intrado Comm will investigate ANI/ALI discrepancy reports and refer each discrepancy to the respective TSP within one (1) business day of receipt, and will update the database management system within one (1) business day of resolution.

- *Misroute Resolution*

A misroute occurs when a 9-1-1 call is delivered to the incorrect PSAP. Intrado Comm investigates and resolves all PSAP-reported misrouted calls. Intrado Comm expeditiously investigates ANI/ALI misroute reports and refers each misroute report to the appropriate TSP within one (1) business day of receipt. Updates are made to the database management system within one (1) business day of receiving the corrected information from the TSP.

- *No Record Found (NRF) Resolution*

A No Record Found (NRF) condition occurs when the ANI provided does not have a corresponding ALI record in the ALI database and/or when NRF is displayed at the PSAP. Intrado Comm's systems will automatically detect NRF issues and provide that information to the designated Intrado Comm Data Integrity Analyst for resolution. Intrado Comm will resolve or refer each NRF to the respective TSP within one (1) business day of receipt. Within one (1) business day of resolution, Intrado Comm will update the ALI database.

- *Intrado Comm's Data Management Process*

The Telecommunication Service Provider (TSP) sends a Service Order Input (SOI) file to Intrado Comm's Transaction Services System (TSS). Validated records are entered in a Telephone Number ("TN") Table; invalid records are entered in an error table. Invalid records are reviewed by a Data Integrity Analyst who refers them to the TSP for correction. Intrado Comm provides the TSPs with an Error/Status File daily.

- *Master Street Address Guide (MSAG) Management Software*

Intrado Comm provides an electronic method of communication between the Intrado Comm Data Integrity Analysts and regional addressing authorities for MSAG data management. This tool is a state-of-the-art, secure, Internet-based data management and administration tool that uses an industry standard web browser technology. The MSAG management software automates the viewing and communication of updates, insertions, and deletions to the MSAG database. The MSAG management software provides a cost-effective mechanism to electronically query and review MSAGs, and electronically submit MSAG updates. The MSAG Management software allows for submission of error corrections by the PSAP.

Intrado Comm tracks all data transactions processed through Intrado Comm network systems and provides PSAPs access to the comprehensive compliance reports that provide details on data transactions, the number of records processed, and the number of errors.

- *Reporting Tool*

Intrado Comm gives each PSAP access to information within their respective ALI database to help make better and timelier management decisions. Insights drawn from the PSAPs ongoing database activity can improve operations and ultimately save lives. PSAPs can use this information to streamline processes and reduce present and potential errors.

Intrado Comm's reporting tool provides the PSAP with the ability to capture and use information to more efficiently manage ongoing 9-1-1 operations. A secure web portal provides access to a suite of reports. These include multiple views of census data, ALI activity, and error status, with drill-down capabilities to investigate or isolate data to meet each PSAP's informational needs.

Intrado Comm recognizes that current OAC Rule 4901:1-5-19 and the new Rule 4901-5-13 that will replace Rule 4901:1-5-19 on January 1, 2008 pertaining to Emergency Operations, have special application to the services that Intrado Comm intends to provide. Intrado Comm currently has a comprehensive program dealing with emergency operations that it believes exceeds the requirements of either of these rules. The resources that Intrado Comm will make available to service interruptions that may occur on its facilities or affect delivery of enhanced 9-1-1 service within the State of Ohio begin with the Intrado Comm Systems Operations Center (ISOC) using a systems and facility monitoring system to monitor all hardware and applications wholly owned and managed by Intrado Comm. Intrado Comm's ISOC monitors all Intrado Comm systems on a 24 hour, 7 days per week, 365 days per year basis. Intrado Comm performs monitoring of all voice and data communications links. Intrado Comm follows agreed upon notification and escalation procedures with all customers.

Intrado Comm systems are designed such that the vast majority of service issues can be resolved remotely through our monitoring and management systems. In the event that a local response is required, Intrado Comm has contracted with local service teams to provide service response appropriate for 9-1-1 emergency systems.

In the highly unlikely event that Intrado Comm should lose call or data processing capabilities at its Longmont headquarters, Intrado Comm has a comprehensive Business Recovery Plan that can be activated by the Technical Operations Group management team. This plan includes both elements of data center and/or system replacement as well as workforce relocation.

Intrado Comm's Incident Response tools include use of the Incident Command System (ICS). Intrado Comm's ICS is modeled directly from the FEMA. Incident Command Systems are used by public safety organizations, including Intrado Comm, to respond to quickly in evolving uncertain situations. Intrado Comm's Technical Operations staff includes individuals whose full time job responsibility is to manage critical incidents as they arise. Above this staff is a trained group of Incident Commanders that are drawn from around the organization to lead the incident team in crisis resolution. These Incident Commanders have completed FEMA training on the Incident Command System. Several members of the senior executive team are also fully trained and equipped to manage business-threatening situations. The ICS processes are practiced on a recurring basis during planned events. The individuals who function as Incident Commanders attend regular Intrado Comm ICS training.

Moreover, Intrado Comm maintains agreements for priority access to equipment and services to aid in emergency restoration. In addition, Intrado Comm contracts for disaster recovery facility access in several places around the country. Coupled with IntradoComm's off-site bonded storage of emergency data restoration media, these facilities can be activated to resume normal data processing functions within a short time interval depending on the nature of the situation at hand. These facilities also include workforce relocation capabilities that can be quickly configured to work with Intrado Comm's voice and data networks and support our entire workforce should the need arise.

Emergency power safeguards that Intrado Comm has included within its system design to support its other 9-1-1 and basic exchanges services are especially important. Intrado Comm's minimum requirements for power systems at each of our sites are as follows:

Minimum of One Commercial Utility delivery

Dual power circuits (A & B power from diverse feeds per equipment rack)

Critical Load System Transfer (Automatic Transfer Switch (ATS) with maintenance bypass for power system maintenance)

Generator (Permanently installed and sized to provide 24 hours of runtime at full facility load with Priority Tier I refueling)

UPS (minimum 10 minutes runtime at full facility load)

Emergency Power Off (EPO) (Certification that EPO activation will not adversely affect the power circuits so as to hinder the successful power restoration to Intrado Cabinets)

Battery Room (Separate from carrier switch, power distribution, and co-location floor space)

Fire Suppression (Pre-Action Dry Pipe with Water suppression)

In addition to these specific requirements for power systems, Intrado Comm's system design includes geographically redundant access points and facilities, each able to operate independent of the other. Should a catastrophic failure cause a facility to cease operating, call delivery will continue to be supported through the redundant site.

Intrado Comm's procedures for maintenance and testing of power systems supporting its operations includes regular testing of generators, DC plant batteries, and UPS batteries. Load and capacity testing is performed at least once per year.

Intrado Comm is committed to maintaining public safety class integrity of the nation's 9-1-1 network as demonstrated by its self-imposed operational requirements and successful uptime track record in support of its customers' emergency calling needs. This is further reinforced by Intrado Comm's commitment to industry standards and compliance with regulatory requirements, several of which Intrado has championed. Intrado has developed a set of Recommended 9-1-1 Service Standards for 9-1-1 Service Providers filed previously in Case No. 07-941-TP-UNC, which may serve as a resource for continual Commission oversight in a multiprovider competitive 9-1-1 services market. Intrado Comm will continue to be a resource for the State in determining appropriate 9-1-1 service standards as the marketplace and technologies evolve.

The evolving and growing list of telecommunications technologies being made available to Ohio's residents in commercial markets should be extended in the public safety sphere.[8]

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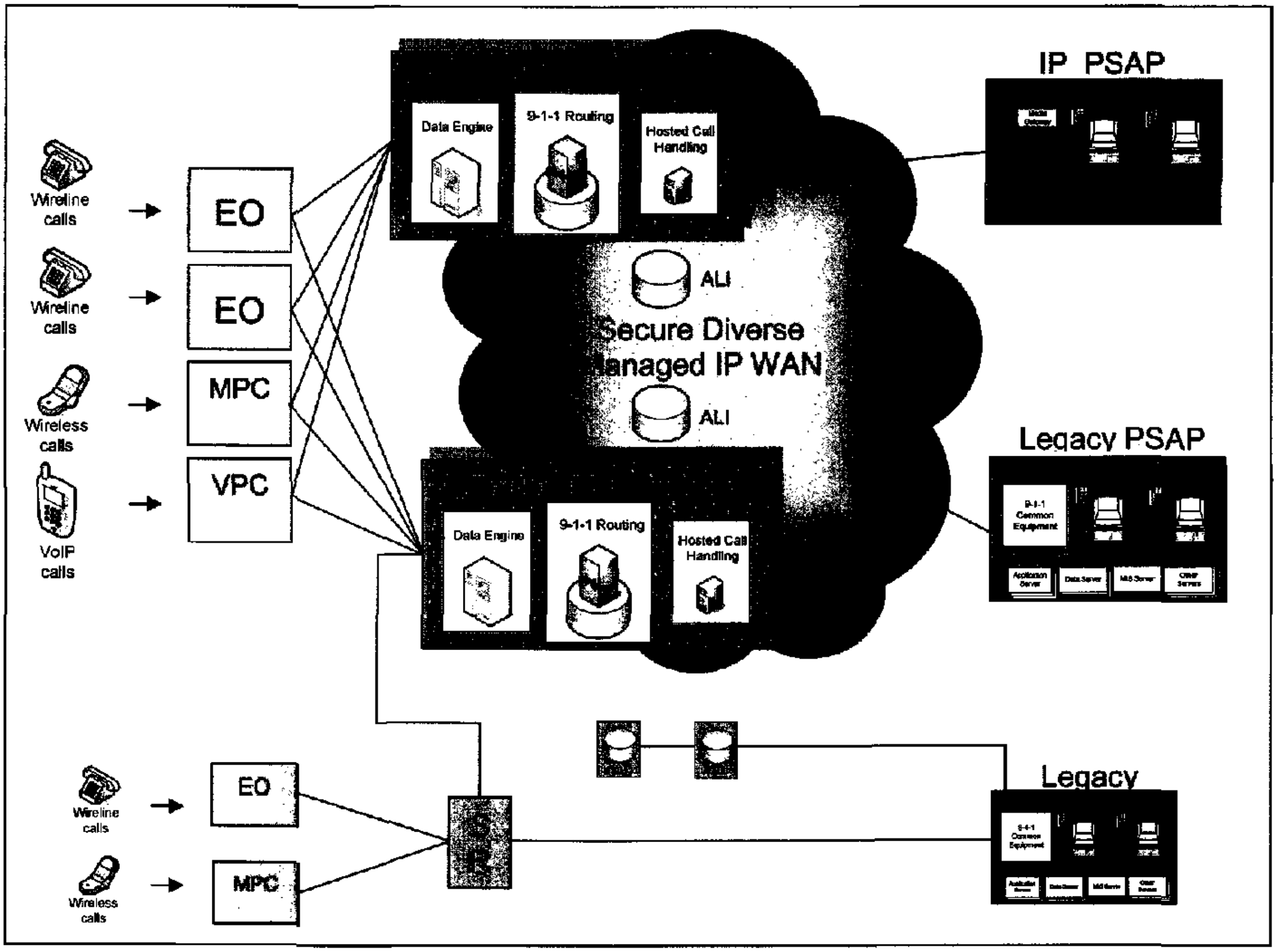
8 Section 253 of the Telecommunications Act of 1996 states: "(a) IN GENERAL- No State or local statute or regulation, or other State or local legal requirement, may prohibit or have the effect of prohibiting the ability of any entity to provide any interstate or intrastate telecommunications service."

Attachment to Exhibit 3



Intrado Intelligent Emergency Network™ Conceptual Diagram

EXHIBIT 4

Description of Proposed Market Area

Intrado Comm will offer its telecommunications services throughout the State of Ohio to a federal, state or municipal or other local governmental unit legally authorized to subscribe to the service and have public safety responsibility by law to respond to telephone calls from the public for emergency police, fire or other emergency services within the served territory.

EXHIBIT 5

Explanation of How the Proposed Services in the Proposed Market Area are in the Public Interest

Many states already enjoy the benefits of competition in the 9-1-1 services market. Historically, 9-1-1 has been regulated as a monopoly service. Today, E9-1-1 essentially consists of three parts, all of which are provided by incumbents and/or competitive providers.

- The first part consists of the selective router or 9-1-1 tandem. The selective router routes callers when they dial "9-1-1" to the appropriate PSAP.
- The second part consists of ALI database services. Once the call is received by the PSAP, a query is made to an ALI database for the caller's location information. The ALI Management system generates updates to the 9-1-1 Selective Routing Database ("SRDB"). The SRDB is used by the selective router to know which PSAP should receive the emergency call.
- Third, is the 9-1-1 network facility infrastructure between the PSAP and the selective router – usually in the form of dedicated trunks – and the PSAP to the ALI database, which is typically provided by a data circuit.

These three categories of service can be offered together in an end-to-end solution or in separate parts. Many PSAPs have come to rely on multiple providers to provision 9-1-1 in their jurisdictions. For example, in Indiana, Phase II wireless calls will no longer be serviced by the incumbents; rather, a competitive emergency services provider has contracted to provide Phase II statewide. This will permit all Phase II calls in Indiana to be delivered with Automatic Location Identification ("ALI"), which the incumbents have declined to provide when transferring the call out of their service territory. Incumbents in other areas, however, continue to force an all-or-nothing approach on the public safety community, as evidenced by requiring in tariffs that PSAPs purchase all three categories, limiting a PSAP's ability to choose.

In Ohio, Intrado Comm's offerings will provide PSAPs with competitive options to their current legacy systems. Alternative solutions for the provision of the three categories of E9-1-1 will provide options and choices which do not exist today in the State. While incumbents may face competition in the overall local exchange market, they have remained the sole provider in the 9-1-1 sphere and have fought to prohibit competitive entry in the provisioning of products and services for public safety, arguing that E9-1-1 services are too critical to leave to competitors. As shown in a letter of support, public safety consumers are interested in

> free and open competition for 9-1-1 services in the State of Ohio by qualified and capable 9-1-1 service providers. . . . We believe that free and open competition in the 9-1-1 market will lead to innovation and application of new technologies to enhance and improve 9-1-1 services to PSAPs throughout the state.

See Letter of Hamilton County Board of County Commissioners, Department of Communications filed in Case No. 07-941-TP-UNC on September 25, 2007, attached. Intrado Comm echoes the comments of the public safety community in that "it would be a disservice to the citizens of Ohio to establish a regulatory framework that denies competition." Moreover, it would be inconsistent with Section 253 of the Act.[11]

Intrado Comm is already working with a PSAP in Cincinnati Bell's territory to be its 9-1-1 service provider for the delivery, transport, and interconnection of emergency calls.

> The Hamilton County Communications Center has partnered with Intrado, a leader in national public safety solutions. The first test call was made on Friday, July 20th at 10:26 AM. With successful testing, all wireless and VoIP calls will arrive on the new network.

See Hamilton County attached newsletter of August 15, 2007.

Until recently, Ohio lagged woefully behind other states in terms of ability to process emergency calls from newer technologies, such as wireless. This time last year, only eight counties in Ohio had the capability to pinpoint the location of 9-1-1 calls made from cell phones. Only one other state, Oklahoma, was ranked lower than Ohio in terms of wireless 9-1-1 coverage. See attached article, Marion Online www.mariononline.com dated November 6, 2006.

Due to the monumental efforts of stakeholders in public safety, including Commission staff, Ohio is putting in place infrastructure to deploy Phase II E9-1-1 for wireless. Almost 30 counties now can receive and support wireless Phase II emergency calls. As the wireless infrastructure for Phase II is deployed, the PSAPs in these counties will be able support VoIP emergency calls without having to rely on an administrative line. Intrado Comm's next-generation solution will provide PSAPs with

---

[11] "No State of local statute or regulation, or other State or local legal requirement, may prohibit or have the effect of prohibiting the ability of any entity to provide any interstate or intrastate telecommunications service." 47 USC § 252 (a).

the capabilities to process, route and deliver wireline, wireless and VoIP calls, enabling more relevant information to be sent to first responders.

As with any competitive entrant, time to market is crucial. Intrado Comm is beginning to deploy its next-generation 9-1-1 network in incumbent territories throughout the United States. Yet incumbents are still identifying their solutions or, as in the case of certain incumbents in Ohio, simply do not have a next-generation 9-1-1 solution planned. The incumbents, on the other hand, have a captive PSAP market. The longer they are able to keep a monopoly hold on PSAPs, the longer the benefits of competitive entry are denied to the public safety community.

While incumbents are touting their competitive entry in other markets, including last mile and wireless services, their core business goals have not included bringing to bear any of these underlying technologies to 9-1-1. Other states, including Texas and Illinois as well as other regional and county jurisdictions, have recognized that the continued monopolization of this marketplace will not advance public safety goals or the public interest. Intrado Comm's core business focus is on public safety and security and the advancement of 9-1-1. The evolving and growing list of telecommunications technologies being made available to Ohio's residents in commercial markets should be extended in the public safety sphere. See letter of the Ohio Chapters of Association of Public Safety Communications Officials filed in Case No. 07-941-TP-UNC on October 5, 2007 (attached).

Intrado Comm supports the industry's migration to Next Generation 9-1-1 services. Intrado Comm has actively supported and is aligned with the United States Department of Transportation ("US DOT") Next Generation 9-1-1 Initiative ("Initiative"). The Initiative is a research and development project that will help define the system architecture for deploying IP-based emergency services to PSAPs. The Initiative's objective is to design a system that enables the transmission of voice, text, images and other data from all types of communication devices to PSAPs, and onto interconnected emergency responder networks.

US DOT has recognized a variety of related efforts currently underway or have been completed. These include, but are not limited to the Federal Communications Commission ("FCC") Network Reliability and Interoperability Council ("NRIC"), the National Emergency Number Association ("NENA") NG9-1-1 Project, the Internet Engineering Task Force ("IETF"), and the Alliance for Telecommunications Industry Solutions ("ATIS") Emergency Services Interconnection Forum (ESIF). DOT expects that the products of these consensus efforts will form the foundation for NG9-1-1 Initiative research and development project.

Intrado Comm has actively supported the NG9-1-1 Initiative as a member of US DOT's industry Stakeholder Group, providing advice and feedback regarding the Initiative's research and development. Intrado Comm also supports this Initiative through active participation on NENA's VOIP/Packet Technical Committee and the ATIS ESIF Forum. Intrado Commwas also a member of FCC's NRIC.

Intrado Comm is generally aligned with the architectural framework currently proposed by the US DOT NG9-1-1 Initiative. Intrado Comm has volunteered to participate in the Initative's Proof of Concept Demonstration as both a Test PSAP and as a service provider supporting multiple PSAPs that have also submitted applications to the DOT. Intrado Comm's IP network infrastructure will be used for routing and delivery of NG9-1-1 calls. Intrado Comm's infrastructure will also provide for the integration of enhanced third party data and service applications.

FILE

County of Hamilton

ADMINISTRATIVE STAFF

Technical Services
MICHAEL E. BAILEY
595-8440

Fiscal Officer
JOSEPH BOBINGER
595-8446

BOARD OF COUNTY COMMISSIONERS
DEPARTMENT OF COMMUNICATIONS

2377 CIVIC CENTER DRIVE
CINCINNATI, OHIO 45231
(513) 825-2170

DIRECTOR
WILLIAM H. HINKLE

Operations Manager
GREGORY A. WENZ

Telecommunications
RONALD W. BIEN

September 24, 2007

RECEIVED-DOCKETING DIV
2007 SEP 25 AM 10: 59
PUCO

From: William H. Hinkle
Director
Hamilton County
Department of Communications
2377 Civic Center Drive
Cincinnati, OH 45231

To: Commission Secretary
Public Utilities Commission of Ohio
180 East Broad Street
Columbus, OH 43215

RE: In the matter of the application of Intrado Communications Inc. for authority to provide 9-1-1 emergency services throughout the state of Ohio.
(Case No. 07-941-TP-UNC, Intrado Communications Inc.)

Dear Commission Secretary;

As the director for the Hamilton County Emergency Communication Center, I am submitting this correspondence in support of free and open competition for 9-1-1 services in the State of Ohio by qualified and capable 9-1-1 service providers. The Hamilton County Communication Center is a public safety answering point (PSAP) that supports 46 political jurisdictions, serving a population of over 500,000 and answering 260,000 emergency 9-1-1 calls annually. By approving Intrado Communications' application for authority to provide 9-1-1 emergency services, the Public Utilities Commission of Ohio is taking the first step in providing the Ohio public safety answering points (PSAPs) the opportunity to choose the 9-1-1 emergency service provider(s) that provides the most enhanced 9-1-1 services available.

Traditional enhanced 9-1-1 services have not changed appreciably in terms of feature functionality in the past decade. The core of 9-1-1 technology continues to leverage 1970 telecommunications architecture. With the rapid emergence of wireless and VoIP technologies, the increased volume of 9-1-1 calls is having a severe impact on PSAPs.

We believe that free and open competition in the 9-1-1 market will lead to innovation and application of new technologies to enhance and improve 9-1-1 services to PSAPs throughout the state. It would be a disservice to the citizens of Ohio to establish a regulatory framework that denies competition. We encourage the Commission to approve the Intrado Communications application.

Please feel free to contact me if there are any questions or a desire to discuss this matter further. Thank you for your time.

Sincerely,

William H. Hinkle

William H. Hinkle
Director
(513) 825-2170

The Hamilton County Communications Center's employees receive 9-1-1 calls 24 hours a day, 365 days a year.

Watch for the *Hamilton County Innovates* symbol throughout issues of "Hello Hamilton County." It signifies that the article highlights something new that the county is doing to add value for our community!

Hamilton County Communications Center is the First in the Nation to Test Next Generation 9-1-1.

Picture this: you witness a crime, and as the perpetrator runs away, you take his photo with your cell phone camera. Using your cell phone, you call 911 and send them the photo. They share the photo with the police, and the perpetrator is caught quickly, partially because of the photo. The Hamilton County Communications Center is participating in a pilot program that can make this kind of scenario a reality.

When 9-1-1 was designed, only traditional home and business telephone lines used its services. Since technology is ever changing, with the addition of things like cellular and wireless phones, automatic crash notification (ACN) and Voice Over IP (VOIP) phones, the time has come for networks to handle the current and newer technologies. This need was illustrated, for example, when students at Columbine High School and at Virginia Tech were frustrated that they couldn't communicate with police using text messaging during the attacks at their schools. With the type of technology involved in the pilot program, that could be possible.

The Hamilton County Communications Center has been selected as the first 9-1-1 center in the nation to be a test site for the implementation of the next generation of 9-1-1 Internet Protocol (IP) based technology that will support wireless telephone text messaging, camera, video and other non-traditional forms of location technology. We are pleased to announce that we have completed the first step to implement this new networking technology.

The Hamilton County Communications Center has partnered with Intrado, a leader in national public safety solutions. The first test call was made on Friday July 20th at 10:26 AM. With successful testing, all wireless and VOIP calls will be delivered to the new network. Eventually all calls will arrive on the new network.

Hamilton County recognizes that being able to respond to requests for service from citizens using these types of devices has the potential to save lives, and participating in this pilot program is the first step towards making that possibility a reality.

Marion Online
www.marrononline.com

Ohio Lagging Behind In Wireless 911 Service

11-06-2006

Only eight Ohio counties have the capability to pinpoint the location of 911 calls made from cell phones, according to a new report.

While progress has been slow, more than half of the state's 88 counties should have the technology in place by the end of next year, according to a status report issued last week by the Public Utilities Commission of Ohio.

A story from the AP says, public safety officials are concerned because many 911 calls - up to 50 percent in some counties - are being made with cell phones, not traditional land lines.

Ohio lags far behind the rest of the nation when it comes to wireless 911 coverage, according to the National Emergency Number Association in Alexandria, Va. Only Oklahoma is rated worse.

Ohio's slow response is blamed on a lack of money. Last year, the state began charging cell phone users 32 cents a month to raise the needed cash. The state has collected $25.6 million so far and distributed $16 million to counties to upgrade their 911 systems.

Only Clermont, Delaware, Hocking, Fayette, Huron, Miami, Union and Van Wert counties are able to pinpoint 911 calls from all wireless carriers right now, according to the state report. Fifteen others are able to determine which cell tower a caller is using but can't yet pinpoint the exact location.

Click here to read more of this story from the AP.

FILE

OHIO

9-1-1 EMERGENCY NENA

RECEIVED-DOCKETING DIV
2007 OCT -5 PM 1:27
PUCO

September 27, 2007

Monte Diegel, Ohio NENA President
Holly Wayt, Ohio APCO President

Commission Secretary
Public Utilities Commission of Ohio
180 E. Broad Street
Columbus, Ohio 43215
Ref: Case No. 07-941-TP-UNC, Intrado Communications, Inc.

To Whom It May Concern:

On behalf of the Ohio Chapters of APCO, Association of Public Safety Communications Officials, and NENA, National Emergency Number Association, we would like to express our support for the exploration, migration and utilization of Next Generation 9-1-1 technology within the State of Ohio. The ever-changing world of technology in today's society has forced the current E9-1-1 system to be pushed, at times, beyond its limits because of its current inability to accept certain types of non-traditional data through traditional means.

With the inception of text and video messaging capabilities from wireless devices, it has become imperative for communications centers to begin exploring ways to accept this type of data from subscribers. The residents of the various communities that we serve rely on our 9-1-1 answering points to have the ability to receive and dispatch timely emergency assistance whenever it is needed. In order to effectively accomplish this goal, the equipment in our communications centers must be capable of handling all of the data delivery methods currently available to the citizens.

The technology exists for public safety answering points to find people and save lives in a faster, more efficient manner. We believe that now is time to begin researching avenues in which this technology can be successfully implemented in Ohio.
The Ohio Chapters of NENA and APCO would object to any regulatory action that would preclude efforts to move ahead with implementing new technologies that would enhance and improve 9-1-1 services to PSAPs and citizens throughout the state of Ohio.

Thank you for your time.

Holly Wayt
Holly Wayt
Ohio APCO President

Monte Diegel
Monte Diegel
Ohio NENA President

EXHIBIT 6

Description of the Class of Customers that the Applicant Intends to Serve

Intrado Comm intends to serve PSAPs in the State of Ohio.

EXHIBIT 7

Evidence of Registration with the Ohio Department of Taxations

See attached letter.

TECHNOLOGIES • MANAGEMENT INC.

2600 Maitland Center Pkwy.
Suite 300
Maitland, FL 32751
P.O. Drawer 200
Winter Park, FL
32790-0200
Tel: 407-740-8575
Fax: 407-740-0613
www.tminc.com

August 21, 2007
Via U.S. Mail

Ohio Department of Taxation
Care of: Public Utilities Section
21st Floor
30 East Broad Street
Columbus, Ohio 43266-0420

Dear Sir/Madam:

Please be advised that Intrado Communications Inc. has applied for authority from Public Utilities Commission of Ohio to operate as a provider of 9-1-1 emergency communications services in the State of Ohio.

All official correspondence should be addressed to:

Colleen Locket
Intrado Communications Inc.
1601 Dry Creek Drive
Longmont, CO 80503
Telephone: 720-494-5800
Facsimile: 720-494-6600

Please call me at (407) 740-3005 if you should have any questions.

Sincerely,

Monique Byrnes

Monique Byrnes
Consultant to Intrado Communications Inc.

cc: C. Lockett, Intrado
file: Intrado – OH Local

EXHIBIT 8

Ohio Secretary of State Certification of Good Standing

See attached.

United States of America
State of Ohio
Office of the Secretary of State

I, Jennifer Brunner, do hereby certify that I am the duly elected, qualified and present acting Secretary of State for the State of Ohio, and as such have custody of the records of Ohio and Foreign business entities; that said records show INTRADO COMMUNICATIONS INC., a Delaware corporation, having qualified to do business within the State of Ohio on August 20, 2001 under License No. 1248026 is currently in GOOD STANDING upon the records of this office.

THE SEAL OF THE SECRETARY OF STATE OF OHIO

Witness my hand and the seal of the Secretary of State at Columbus, Ohio this 10th day of October, A.D. 2007

Ohio Secretary of State

Validation Number: V2007283009BB0

EXHIBIT 9

Executive Summary of
Intrado Comm's Financial Information

The company submits the consolidated financials of its parent company West Corporation (SEC 10K) as December 31, 2006 demonstrating Intrado's more than sufficient resources (total assets of $2,535,856,000) to provide service in the Ohio.

EXHIBIT 10
Financial Statements

The attached 10K of West Corporation ("West") provides extensive financial information for the calendar year ending December 31, 2006. West purchased the immediate parent company (Intrado Inc.) of Intrado Comm in April 2006. Intrado Inc.'s assets at that time were estimated to be $539 million (see pp. F-13 and F-14).

Because West Corporation is subject to the Securities and Exchange Commission regulations, it is not authorized to provide pro forma information. However, the attached 10K should be more than sufficient for the Public Utilities Commission of Ohio to determine that Intrado Comm has more than the adequate financial viability and ability to provide the services set forth in the application.

REPORT OF INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM

Board of Directors and Stockholders
West Corporation
Omaha, Nebraska

We have audited the accompanying consolidated balance sheets of West Corporation and subsidiaries (the "Company") as of December 31, 2006 and 2005, and the related consolidated statements of operations, stockholders' equity (deficit), and cash flows for each of the three years in the period ended December 31, 2006. Our audits also included the financial statement schedule listed in the Table of Contents at Item 15. These financial statements and financial statement schedule are the responsibility of the Company's management. Our responsibility is to express an opinion on the financial statements and financial statement schedule based on our audits.

We conducted our audits in accordance with the standards of the Public Company Accounting Oversight Board (United States). Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are free of material misstatement. An audit includes examining, on a test basis, evidence supporting the amounts and disclosures in the financial statements. An audit also includes assessing the accounting principles used and significant estimates made by management, as well as evaluating the overall financial statement presentation. We believe that our audits provide a reasonable basis for our opinion.

In our opinion, such consolidated financial statements present fairly, in all material respects, the financial position of West Corporation and subsidiaries as of December 31, 2006 and 2005, and the results of their operations and their cash flows for each of the three years in the period ended December 31, 2006 in conformity with accounting principles generally accepted in the United States of America. Also, in our opinion, such financial statement schedule, when considered in relation to the basic consolidated financial statements taken as a whole, presents fairly, in all material respects, the information set forth therein.

As discussed in Note 13 to the consolidated financial statements, the Company changed its method of accounting for stock-based compensation expense in 2006.

We have also audited, in accordance with the standards of the Public Company Accounting Oversight Board (United States), the effectiveness of the Company's internal control over financial reporting as of December 31, 2006, based on the criteria established in *Internal Control — Integrated Framework* issued by the Committee of Sponsoring Organizations of the Treadway Commission and our report dated February 26, 2007 expressed an unqualified opinion on management's assessment of the effectiveness of the Company's internal control over financial reporting and an unqualified opinion on the effectiveness of the Company's internal control over financial reporting.

/s/ Deloitte & Touche LLP

Omaha, Nebraska
February 26, 2007

WEST CORPORATION

CONSOLIDATED STATEMENTS OF OPERATIONS

	Years Ended December 31,		
	2006	2005	2004
	(Amounts in thousands)		
REVENUE	$1,856,038	$1,523,923	$1,217,383
COST OF SERVICES	818,522	687,381	541,979
SELLING, GENERAL AND ADMINISTRATIVE EXPENSES	800,301	569,865	487,513
OPERATING INCOME	237,215	266,677	187,891
OTHER INCOME (EXPENSE):			
Interest Income	6,081	1,499	895
Interest Expense	(94,804)	(15,358)	(9,381)
Other	2,063	678	2,118
Other income (expense)	(86,660)	(13,181)	(6,368)
INCOME BEFORE INCOME TAX EXPENSE AND MINORITY INTEREST	150,555	253,496	181,523
INCOME TAX EXPENSE	65,505	87,736	65,762
INCOME BEFORE MINORITY INTEREST	85,050	165,760	115,761
MINORITY INTEREST IN NET INCOME	16,287	15,411	2,590
NET INCOME	$ 68,763	$ 150,349	$ 113,171

The accompanying notes are an integral part of these financial statements.

WEST CORPORATION

CONSOLIDATED BALANCE SHEETS

	December 31, 2006	December 31, 2005
	(Amounts in thousands)	
ASSETS		
CURRENT ASSETS:		
Cash and cash equivalents	$ 214,932	$ 30,835
Trust cash	7,104	3,727
Accounts receivable, net	285,087	217,806
Portfolio receivables, current portion	64,651	35,407
Other current assets	54,382	28,567
Total current assets	626,156	316,342
PROPERTY AND EQUIPMENT:		
Property and equipment	743,399	600,939
Accumulated depreciation and amortization	(448,692)	(366,068)
Property and equipment, net	294,707	234,871
PORTFOLIO RECEIVABLES, NET OF CURRENT PORTION	85,006	59,043
GOODWILL	1,186,375	717,624
INTANGIBLES, net	195,412	140,347
OTHER ASSETS	148,200	30,435
TOTAL ASSETS	$ 2,535,856	$1,498,662
LIABILITIES AND STOCKHOLDERS' EQUITY (DEFICIT)		
CURRENT LIABILITIES:		
Accounts payable	$ 40,613	$ 37,370
Accrued expenses	375,957	132,182
Current maturities of longterm debt	21,000	—
Current maturities of portfolio notes payable	59,656	27,275
Income tax payable	360	9,468
Total current liabilities	497,586	206,295
PORTFOLIO NOTES PAYABLE, less current maturities	27,590	13,245
LONG-TERM OBLIGATIONS, less current maturities	3,179,000	220,000
DEFERRED INCOME TAXES	18,320	40,173
OTHER LONG TERM LIABILITIES	26,959	31,772
Total liabilities	3,749,455	511,485
COMMITMENTS AND CONTINGENCIES (Notes 6, 9, 10 and 14)		
MINORITY INTEREST	10,299	15,309
CLASS L COMMON STOCK $0.001 PAR VALUE, 100,000 SHARES AUTHORIZED, 9,777 SHARES ISSUED AND OUTSTANDING	903,656	—
STOCKHOLDERS' EQUITY (DEFICIT)		
Class A common stock $0.001 par value, 400,000 shares authorized, 85,938 shares issued and outstanding	86	—
Common stock $0.01 par value, 200,000 shares authorized, 69,718 shares issued and outstanding	—	697
Additional paid-in capital	78,427	272,941
Retained earnings (deficit)	(2,206,641)	699,765
Accumulated other comprehensive income (loss)	574	(405)
Unearned restricted stock (79 shares)	—	(1,130)
Total stockholders' equity (deficit)	(2,127,554)	971,868
TOTAL LIABILITIES AND STOCKHOLDERS' EQUITY (DEFICIT)	$ 2,535,856	$1,498,662

The accompanying notes are an integral part of these financial statements.

WEST CORPORATION

CONSOLIDATED STATEMENTS OF CASH FLOWS

	Years Ended December 31,		
	2006	2005	2004
	(Amounts in thousands)		
CASH FLOWS FROM OPERATING ACTIVITIES:			
Net income	$ 68,763	$ 150,349	$ 113,171
Adjustments to reconcile net income to net cash flows from operating activities:			
Depreciation	96,218	83,805	81,317
Amortization	40,762	25,677	17,169
Provision for share based compensation	28,738	538	483
Deferred income tax expense (benefit)	9,300	(2,645)	6,177
Other	4,286	1,556	1,264
Minority interest in earnings, net of distributions of $18,998, $13,690 and $1,184	(2,814)	1,721	1,406
Excess tax benefit from stock options exercised	(50,794)	—	—
Changes in operating assets and liabilities, net of business acquisitions:			
Accounts receivable	(41,744)	(25,658)	(28,963)
Other assets	(24,418)	(10,395)	(11,330)
Accounts payable	(7,750)	(2,049)	13,513
Accrued expenses and other liabilities	76,091	53,415	23,169
Net cash flows from operating activities	196,638	276,314	217,376
CASH FLOWS FROM INVESTING ACTIVITIES:			
Business acquisitions, net of cash acquired of $108,150, $0 and $11,256	(643,690)	(209,645)	(193,885)
Purchase of portfolio receivables	(114,560)	(75,302)	(28,683)
Purchase of property and equipment	(113,895)	(76,855)	(59,886)
Collections applied to principal of portfolio receivables	59,353	64,395	19,713
Other	539	253	1,998
Net cash flows from investing activities	(812,253)	(297,154)	(260,743)
CASH FLOWS FROM FINANCING ACTIVITIES:			
Proceeds from issuance of new debt and bonds	3,200,000	—	—
Consideration paid to shareholders in exchange for stock	(2,790,911)	—	—
Consideration paid to stock option holders in exchange for stock options	(119,638)	—	—
Proceeds from private equity sponsors	725,750	—	—
Net change in revolving credit facility	(220,000)	(10,000)	230,000
Debt issuance costs	(109,591)	—	(1,068)
Proceeds from stock options exercised	18,540	21,175	14,553
Excess tax benefits from stock options exercised	50,794	—	—
Proceeds from issuance of portfolio notes payable	97,871	66,765	25,316
Payments of portfolio notes payable	(51,144)	(54,743)	(28,534)
Payments of capital lease obligations	(6,313)	—	—
Payments of long-term obligations	—	—	(192,000)
Other	4,485	—	—
Net cash flows from financing activities	799,843	23,197	48,267
EFFECT OF EXCHANGE RATES ON CASH AND CASH EQUIVALENTS	(131)	148	(525)
NET CHANGE IN CASH AND CASH EQUIVALENTS	184,097	2,505	4,375
CASH AND CASH EQUIVALENTS, Beginning of period	30,835	28,330	23,955
CASH AND CASH EQUIVALENTS, End of period	$ 214,932	$ 30,835	$ 28,330

The accompanying notes are an integral part of these financial statements.

WEST CORPORATION

CONSOLIDATED STATEMENTS OF STOCKHOLDERS' EQUITY (DEFICIT)
(Amounts in thousands)

	Common Stock	Class A Common Stock	Additional Paid-in Capital	Retained Earnings	Treasury Stock	Unearned Restricted Stock	Other Comprehensive Income (Loss) Foreign Currency Translation	Other Comprehensive Income on Cash Flow Hedge	Total Stockholders' Equity (Deficit)
BALANCE, January 1, 2004	$ 673	$ —	$ 223,806	$ 436,245	$ (2,697)	$ (2,820)	$ 1,031	$ —	$ 656,238
Comprehensive income:									
Net income				113,171					113,171
Foreign currency translation adjustment, net of tax of ($411)							(1,224)		(1,224)
Total comprehensive income									111,947
Stock options exercised including related tax benefits (1,086 shares)	11		20,777						20,788
Issuance of common and restricted stock (40 shares)	1		999			(1,000)			—
Amortization of restricted stock			(835)			1,317			482
BALANCE, December 31, 2004	685	—	244,747	549,416	(2,697)	(2,503)	(193)	—	789,455
Comprehensive income:									
Net income				150,349					150,349
Foreign currency translation adjustment, net of tax of ($104)							(212)		(212)
Total comprehensive income									150,137
Stock options exercised including related tax benefits (1,157 shares) and ESPP shares granted (57 shares)	12		31,726						31,738
Issuance of shares from treasury			(2,697)		2,697				—
Amortization of restricted stock			(835)			1,373			538
BALANCE, December 31, 2005	697	—	272,941	699,765	—	(1,130)	(405)	—	971,868
Comprehensive income:									
Net income				68,763					68,763
Foreign currency translation adjustment, net of tax of ($420)							715		715
Unrealized gain on cash flow hedge, net of tax of $(152)								264	264
Total comprehensive income									69,742
Stock options exercised including related tax benefits (6,565 shares) and ESPP shares granted (34 shares)	71		211,916						211,987
Share based compensation			28,447						28,447
Amortization of restricted stock			(1,130)			1,130			—
Recapitalization	(768)	86	(413,702)	(2,975,169)					(3,389,553)
Accretion of class L common stock priority return preference			(20,045)						(20,045)
BALANCE, December 31, 2006	$ —	$ 86	$ 78,427	$(2,206,641)	$ —	$ —	$ 310	$ 264	$ (2,127,554)

WEST CORPORATION

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS
YEAR ENDED DECEMBER 31, 2006, 2005 AND 2004

1. Summary of Significant Accounting Policies

Business Description — West Corporation (the "Company" or "West") provides business process outsourcing services focused on helping our clients communicate more effectively with their clients. We help our clients maximize the value of their customer relationships and derive greater value from each transaction that we process. We deliver our services through three segments:

- Communication Services, including dedicated agent, shared agent, automated and business-to-business services and emergency communication systems and services;
- Conferencing Services, including reservationless, operator-assisted, web and video conferencing services; and
- Receivables Management, including debt purchasing and collections, contingent/third-party collections, government collections, first-party collections and commercial collections.

Each of these services builds upon our core competencies of managing technology, telephony and human capital. Many of the nation's leading enterprises trust us to manage their customer contacts and communications. These enterprises choose us based on our service quality and our ability to efficiently and cost-effectively process high volume, complex voice-related transactions.

Our Communication Services segment provides our clients with a broad portfolio of voice-related services through the following offerings: dedicated agent, shared agent, business services, automated services, and emergency communications infrastructure systems and services. These services provide clients with a comprehensive portfolio of services largely driven by customer initiated (inbound) transactions. These transactions are primarily consumer applications. We also support business-to-business ("B-to-B") applications. Our B-to-B services include sales, lead generation, full account management and other services. Our Communication Services segment operates a network of customer contact centers and automated voice and data processing centers in the United States, Canada, Jamaica and the Philippines. We also support the United States 9-1-1 network and deliver solutions to communications service providers and public safety organizations, including data management, network transactions, wireless data services and notification services.

Our Conferencing Services segment provides our clients with an integrated global suite of audio, web and video conferencing options. This segment offers four primary services: reservationless, operator-assisted, web and video conferencing. Our Conferencing Services segment operates out of facilities in the United States, the United Kingdom, Canada, Singapore, Australia, Hong Kong, Japan, New Zealand, China, Mexico and India.

Our Receivables Management segment assists our clients in collecting and managing their receivables. This segment offers debt purchasing and collections, contingent/third-party collections, government collections, first-party collections and commercial collections. Our Receivables Management segment operates out of facilities in the United States.

Recapitalization — On October 24, 2006, we completed a recapitalization (the "recapitalization") of the Company in a transaction sponsored by an investor group led by Thomas H. Lee Partners, L.P. and Quadrangle Group LLC (the "Sponsors") pursuant to the Agreement and Plan of Merger (the "Merger Agreement"), dated as of May 31, 2006, between West Corporation and Omaha Acquisition Corp., a Delaware corporation formed by the Sponsors for the purpose of recapitalizing West Corporation. Omaha Acquisition Corp. was merged with and into West Corporation, with West Corporation continuing as the surviving corporation. Pursuant to such recapitalization, our publicly traded securities were cancelled in exchange for cash. As a result of and immediately following the recapitalization, the Sponsors owned approximately 72.1% of our outstanding Class A and Class L common stock, Gary L. and Mary E. West, the Founders of the Company (the "Founders") owned approximately 24.9% of our outstanding Class A and Class L common stock and certain executive officers had beneficial ownership of the remainder, approximately 3.0% of our outstanding Class A and Class L common stock. The recapitalization has

WEST CORPORATION

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS — (Continued)
YEAR ENDED DECEMBER 31, 2006, 2005 AND 2004

been accounted for as a leveraged recapitalization, whereby the historical bases of our assets and liabilities have been maintained. The net recapitalization amount was first applied against additional paid-in capital in excess of par value until that was exhausted and the remainder was applied against accumulated deficit.

We financed the recapitalization with equity contributions from the Sponsors, and the rollover of a portion of the equity interests in the Company held by the Founders, and certain members of management, along with a new $2.1 billion senior secured term loan facility, a new senior secured revolving credit facility providing financing of up to $250.0 million (none of which was drawn at the closing of the recapitalization) and the private placement of $650.0 million aggregate principal amount of 9.5% senior notes due 2014 and $450.0 million aggregate principal amount of 11% senior subordinated notes due 2016. In connection with the closing of the recapitalization, the Company terminated and paid off the outstanding balance of its existing $800.0 million unsecured revolving credit facility. As a result of the closing of the recapitalization, our common stock is no longer publicly traded.

Basis of Consolidation — The consolidated financial statements include our accounts and the accounts of our wholly owned and majority owned subsidiaries. All intercompany transactions and balances have been eliminated in the consolidated financial statements.

Use of Estimates — The preparation of financial statements in conformity with accounting principles generally accepted in the United States of America requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and disclosure of contingent assets and liabilities at the date of the financial statements and the reported amounts of revenues and expenses during the reporting period. Actual results could differ from those estimates.

Revenue recognition — The Communication Services segment recognizes revenue for agent-based services including order processing, customer acquisition, customer retention and customer care in the month that calls are processed by an agent, based on the number of calls and/or time processed on behalf of clients or on a success rate or commission basis. Automated services revenue is recognized in the month that calls are received or sent by automated voice response units and is billed based on call duration or per call. Our emergency communications services revenue is generated primarily from monthly data base management and service fees which are recognized over the service period.

The Conferencing Services segment revenue is recognized when services are provided and generally consists of per-minute charges. Revenues are reported net of any volume or special discounts.

The Receivables Management segment recognizes revenue for contingent/third party collection services and government collection services in the month collection payments are received based upon a percentage of cash collected or other agreed upon contractual parameters. First party collection services on pre-charged off receivables are recognized on an hourly rate basis.

We believe that the amounts and timing of cash collections for our purchased receivables can be reasonably estimated; therefore, we utilize the level-yield method of accounting for our purchased receivables. We follow American Institute of Certified Public Accountants Statement of Position 03-3, "Accounting for Loans or Certain Securities Acquired in a Transfer" ("SOP 03-3"). SOP 03-3 states that if the collection estimates established when acquiring a portfolio are subsequently lowered, an allowance for impairment and a corresponding expense are established in the current period for the amount required to maintain the internal rate of return, or "IRR", expectations. If collection estimates are raised, increases are first used to recover any previously recorded allowances and the remainder is recognized prospectively through an increase in the IRR. This updated IRR must be used for subsequent impairment testing. Portfolios acquired prior to December 31, 2004 will continue to be governed by Accounting Standards Executive Committee Practice Bulletin 6, as amended by SOP 03-3, which set the IRR at December 31, 2004 as the IRR to be used for impairment testing in the future. Because any reductions in expectations are recognized as an expense in the current period and any increases in expectations are recognized over the remaining life of the portfolio, SOP 03-3 increases the probability that we will incur impairments in the

WEST CORPORATION

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS — (Continued)
YEAR ENDED DECEMBER 31, 2006, 2005 AND 2004

future, and these impairments could be material. During 2006, no impairment allowances were required. Periodically the Receivables Management segment will sell all or a portion of a receivables pool to third parties. The gain or loss on these sales is recognized to the extent the proceeds exceed or, in the case of a loss, are less than the cost of the underlying receivables.

The agreements to purchase receivables typically include customary representations and warranties from the sellers covering account status, which permit us to return non-conforming accounts to the seller. Purchases are pooled based on similar risk characteristics and the time period when the pools are purchased, typically quarterly. The receivables portfolios are purchased at a substantial discount from their face amounts and are initially recorded at our cost to acquire the portfolio. Returns are applied against the carrying value of the receivables pool.

Cost of Services — Cost of services includes labor, sales commissions, telephone and other expenses directly related to service activities.

Selling, General and Administrative Expenses — Selling, general and administrative expenses consist of expenses that support the ongoing operation of our business. These expenses include costs related to division management, facilities costs, equipment depreciation and maintenance, amortization of finite lived intangible assets, sales and marketing activities, client support services, bad debt expense and corporate management costs.

Other income (expense) — Other income (expense) includes interest income from short-term investments, interest expense from short-term and long-term obligations and rental income.

Cash and Cash Equivalents — We consider short-term investments with original maturities of three months or less at acquisition to be cash equivalents.

Trust Cash — Trust cash represents cash collected on behalf of our Receivables Management clients that has not yet been remitted to them. A related liability is recorded in accounts payable until settlement with the respective clients.

Financial Instruments — Cash and cash equivalents, accounts receivable and accounts payable are short-term in nature and the net values at which they are recorded are considered to be reasonable estimates of their fair values. The carrying values of notes receivable, notes payable and long-term obligations are deemed to be reasonable estimates of their fair values. Interest rates that are currently available to us for the reissuance of notes with similar terms and remaining maturities are used to estimate fair values of the notes receivable, notes payable and long-term obligations.

Accounts Receivable — Short-term accounts and notes receivable from customers are presented net of an allowance for doubtful accounts of approximately $8.5 million and $10.5 million in 2006 and 2005, respectively.

Property and Equipment — Property and equipment are recorded at cost. Depreciation expense is based on the estimated useful lives of the assets or remaining lease terms, whichever is shorter, and is calculated on the straight-line method. Our owned buildings have estimated useful lives ranging from 20 to 39 years and the majority of the other assets have estimated useful lives of three to five years. We review property, plant and equipment for impairment whenever events or changes in business circumstances indicate that the carrying amount of the assets may not be fully recoverable. Recoverability of an asset "held-for-use" is determined by comparing the carrying amount of the asset to the undiscounted net cash flows expected to be generated from the use of the asset. If the carrying amount is greater than the undiscounted net cash flows expected to be generated by the asset, the asset's carrying amount is reduced to its fair value. An asset "held-for-sale" is reported at the lower of the carrying amount or fair value less cost to sell.

Goodwill and other Intangible Assets — Goodwill and other intangible assets with indefinite lives are not amortized, but are tested for impairment on an annual basis. We have determined that goodwill and other intangible assets with indefinite lives are not impaired and therefore no write-off is necessary. Finite lived intangible assets are

WEST CORPORATION

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS — (Continued)
YEAR ENDED DECEMBER 31, 2006, 2005 AND 2004

reviewed for impairment whenever events or changes in business circumstances indicate that the carrying amount of the assets may not be fully recoverable.

Other Assets — Other assets primarily include the unamortized balance of debt acquisition costs, assets held in non-qualified deferred compensation plans and the unamortized balance of a licensing agreement.

Income Taxes — We file a consolidated United States income tax return. We use an asset and liability approach for the financial reporting of income taxes in accordance with SFAS No. 109, *Accounting for Income Taxes*. Deferred income taxes arise from temporary differences between financial and tax reporting. Income tax expense has been provided on the portion of foreign source income that we have determined will be repatriated to the United States.

Other Comprehensive Income — Comprehensive income is composed of results of operations for foreign subsidiaries translated using the average exchange rates during the period. Assets and liabilities are translated at the exchange rates in effect on the balance sheet dates. The translation adjustment is included in comprehensive income, net of related tax expense. Also, the gain or loss on the effective portion of cash flow hedges (i.e., change in fair value) is initially reported as a component of other comprehensive income. The remaining gain or loss is recognized in interest expense in the same period in which the cash flow hedge affects earnings. These are the only components of other comprehensive income.

Stock Based Compensation — On January 1, 2006 we adopted Statement of Financial Accounting Standards ("SFAS") No. 123 (revised 2004), "Share-Based Payment" ("SFAS 123R"). SFAS 123R requires us to recognize expense related to the fair value of employee stock option awards and to measure the cost of employee services received in exchange for an award of equity instruments based on the grant date fair value of the award. This eliminated the exception to account for such awards using the intrinsic method previously allowable under Accounting Principles Board Opinion No. 25, "Accounting for Stock issued to Employees" ("APB 25"). Prior to January 1, 2006, we accounted for the stock-based compensation plans under the recognition and measurement provisions of APB 25, as permitted by SFAS No. 123, "Accounting for Stock-Based Compensation" ("SFAS 123"). No stock option-based employee compensation cost was recognized in the income statement prior to 2006, as all stock options granted under those plans had an exercise price equal to the market value of the underlying common stock on the date of grant.

Minority Interest — Effective September 30, 2004, our portfolio receivable lenders CFSC Capital Corp. XXXIV, ("Cargill") exchanged its rights to share profits in certain receivable portfolios under its revolving financing facility with us for a 30% minority interest in one of our subsidiaries, Worldwide Asset Purchasing, LLC ("WAP"). Effective January 1, 2006, and in connection with the renegotiation of the revolving financing facility, we acquired an additional 5% interest in WAP, which reduced Cargill's minority interest to 25%.

Common Stock — As a result of the recapitalization our publicly traded securities were cancelled. Cash investors (i.e., the Sponsors, the Founders and certain members of management, acquired a combination of Class L and Class A shares (in strips of eight Class A shares and one Class L share) in exchange for cash or in respect of converted shares. Supplemental management incentive equity awards (restricted stock and option programs) have been implemented with Class A shares/options only. General terms of these securities are:

Class L shares: Each Class L share is entitled to a priority return preference equal to the sum of (x) $90 per share base amount plus (y) an amount sufficient to generate a 12% internal rate of return ("IRR") on that base amount from the date of the Merger until the priority return preference is paid in full. At closing of the recapitalization, the Company issued 9.8 million Class L shares. Each Class L share also participates in any equity appreciation beyond the priority return on the same per share basis as the Class A shares.

Class A shares: Class A shares participate in the equity appreciation after the Class L priority return is satisfied. At closing of the recapitalization, the Company issued approximately 78.2 million Class A shares.

WEST CORPORATION

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Voting: Each share (whether Class A or Class L) is entitled to one vote per share on all matters on which stockholders vote, subject to Delaware law regarding class voting rights.

Distributions: Dividends and other distributions to stockholders in respect of shares, whether as part of an ordinary distribution of earnings, as a leveraged recapitalization or in the event of an ultimate liquidation and distribution of available corporate assets, are to be paid as follows. First, holders of Class L shares are entitled to receive an amount equal to the Class L base amount of $90 per share plus an amount sufficient to generate a 12% IRR on that base amount, compounded quarterly from the closing date of the Merger to the date of payment. Second, after payment of this priority return to Class L holders, the holders of Class A shares and Class L shares participate together, as a single class, in any and all distributions by the Company.

Conversion of Class L shares: Class L shares automatically convert into Class A shares immediately prior to an Initial Public Offering ("IPO"). Also, the board of directors may elect to cause all Class L shares to be converted into Class A shares in connection with a transfer (by stock sale, merger or otherwise) of a majority of all common stock to a third party (other than to Thomas H. Lee Partners, LP and its affiliates). In the case of any such conversion (whether on IPO or sale), if any unpaid Class L priority return (base $90/share plus accrued 12% IRR) remains unpaid at the time of conversion it will be "paid" in additional Class A shares valued at the deal price (in case of IPO, at the IPO price net of underwriter's discount); that is each Class L share would convert into a number of Class A shares equal to (i) one plus (ii) a fraction, the numerator of which is the unpaid priority return on such Class L share and the denominator of which is the value of a Class A share at the time of conversion.

As the Class L stockholders control a majority of the votes of the board of directors through direct representation on the board of directors and the conversion and redemption features are considered to be outside the control of the Company, all shares of Class L common stock have been presented outside of permanent equity in accordance with EITF Topic D-98, *Classification and Measurement of Redeemable Securities.* At December 31, 2006, the 12% priority return preference has been accreted and included in the Class L share balance.

In accordance with EITF Issue 98-5. *Accounting for Convertible Securities with Beneficial Conversion Features or Contingently Adjustable Conversion Ratios* (EITF 98-5), the Company determined that the conversion feature in the Class L shares is in-the-money at the date of issuance and therefore represents a beneficial conversion feature. Under EITF 98-5, $12.2 million (the intrinsic value of the beneficial conversion feature) of the proceeds received from the issuance of the Class L shares was allocated to additional paid-in capital, consistent with the classification of the Class A shares, creating a discount on the Class L shares. Because the Class L shares have no stated redemption date and the beneficial conversion feature is not considered to be contingent under EITF 98-5, but can be realized immediately, the discount resulting from the allocation of value to the beneficial conversion feature is required to be recognized immediately as a return to the Class L shareholders analogous to a dividend. As no retained earnings are available to pay this dividend at the date of issuance, the dividend is charged against additional paid-in capital resulting in no net impact.

Recent Accounting Pronouncements — In July 2006, the Financial Accounting Standards Board (FASB) issued FASB Interpretation No. 48, *Accounting for Uncertainty in Income Taxes — an interpretation of FASB Statement No. 109* ("FIN 48"), which clarifies the accounting for uncertainty in tax positions. FIN 48 requires that we recognize in our financial statements, the impact of a tax position, if that position is more likely than not to be sustained on audit, based on the technical merits of the position. The provisions of FIN 48 are effective as of the beginning of our 2007 fiscal year, with the cumulative effect of the change in accounting principle recorded as an adjustment to beginning of the year retained earnings. We are currently evaluating the impact FIN 48 will have on our financial statements.

In September 2006, the FASB issued SFAS No. 157 *Fair Value Measurements,* ("SFAS 157") which defines fair value, establishes a framework for measuring fair value, and expands disclosures about fair value

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YEAR ENDED DECEMBER 31, 2006, 2005 AND 2004

measurements. The provisions of SFAS 157 are effective as of the beginning of our 2008 fiscal year. We are currently evaluating the impact, if any, SFAS 157 will have on our financial statements.

2. Recapitalization

On October 24, 2006, we completed a recapitalization of the Company in a transaction sponsored by an investor group led by the Sponsors pursuant to the Agreement and Plan of Merger (the "Merger Agreement"), dated as of May 31, 2006, between West Corporation and Omaha Acquisition Corp. Pursuant to such recapitalization, our publicly traded securities were cancelled in exchange for cash. As a result of and immediately following the recapitalization, the Sponsors owned approximately 72.1% of our outstanding class A and Class L common stock, the Founders of the Company owned approximately 24.9% of our outstanding class A and Class L common stock and certain executive officers had beneficial ownership of the remainder, approximately 3.0% of our outstanding class A and Class L common stock. The recapitalization has been accounted for as a leveraged recapitalization in accordance with EITF D-98, whereby the historical bases of our assets and liabilities have been maintained. As a result of the closing of the recapitalization, our common stock is no longer publicly traded.

Immediately following the recapitalization, each stock option issued and outstanding under our 1996 Stock Incentive Plan and 2006 Stock Incentive Plan, whether or not then vested, (other than certain stock options held by certain members of management who elected to invest in the surviving corporation) was canceled and converted into the right to receive payment from us (subject to any applicable withholding taxes) equal to the product of the excess of $48.75 less the respective stock option exercise price multiplied by the number of options held. Also immediately following the recapitalization, the unvested restricted shares were vested and canceled and the holders of those securities received $48.75 per share, less applicable withholding taxes. Certain of our executive officers agreed to convert ("rollover") existing vested options and common stock in exchange for new options and common stock in the surviving corporation. The total equity participation by the executive officers was $30.0 million, representing approximately 3% of our total equity. In exchange for each share of pre-merger common stock, the executive officer participant received an equity strip in exchange for such share, consisting of eight shares of class A common stock and one share of Class L common stock.

We financed the recapitalization with $725.8 million of equity contributions from the Sponsors, the rollover of a portion of the equity interests in the Company held by the Founders and certain members of management, $250.0 million and $30.0 million, respectively. Additional financing of the recapitalization was provided by a new $2.1 billion senior secured term loan facility, a new senior secured revolving credit facility providing financing of up to $250.0 million (none of which was drawn at the closing of the recapitalization) and the private placement of $650.0 million aggregate principal amount of 9.5% senior notes due 2014 and $450.0 million aggregate principal amount of 11% senior subordinated notes due 2016. The $2.1 billion senior secured term loan facility and new senior secured revolving credit facility bear interest at a variable rate as described in Note 10 to the Consolidated Financial Statements. In connection with the closing of the recapitalization, the Company terminated and paid off the outstanding balance of its existing $800.0 million unsecured revolving credit facility.

The Company recorded approximately $108.3 million in debt acquisition costs and approximately $92.8 million in expenses in connection with the recapitalization. These expenses were primarily for advisory fees, fairness opinions, transaction fees, management fees, accelerated share based compensation costs, legal and accounting fees, bonuses and other closing costs.

3. Mergers and Acquisitions

InPulse

On October 2, 2006, we acquired InPulse Response Group, Inc. ("InPulse") for a purchase price of approximately $45.8 million in cash plus acquisition costs. We funded the acquisition with a combination of

WEST CORPORATION

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cash on hand and our previous bank revolving credit facility. InPulse provides outsourced sales solutions to direct response marketers. These sales are generated from calls from consumers in response to direct response advertising. The results of operations of InPulse have been consolidated with our operating results and reported in our Communication Services segment since the acquisition date, October 1, 2006.

At December 31, 2006 estimated goodwill and finite lived intangible assets, net of amortization, was $28.3 million and $20.8 million, respectively. We have engaged the assistance of a third-party appraiser to assist us with the valuation of certain intangible assets. Thus, the allocation of the purchase price is subject to refinement.

The following table summarizes the estimated fair values of the assets acquired and liabilities assumed at October 1, 2006.

	October 1, 2006 (Amounts in thousands)
Cash	$ 4,702
Other current assets	2,353
Property and equipment	1,513
Other assets	41
Intangible assets	21,634
Goodwill	28,314
Total assets acquired	58,557
Current liabilities	2,440
Capital lease obligations	3,723
Other long term obligations	6,548
Total liabilities assumed	12,711
Net assets acquired	$ 45,846

Raindance

On April 6, 2006, we completed the acquisition of all of the outstanding shares of Raindance Communications, Inc. ("Raindance"). The purchase price, net of cash received of $45.1 million, and estimated transaction costs were approximately $112.7 million in cash. We funded the acquisition with a combination of cash on hand and borrowings under our previous bank revolving credit facility. The results of Raindance's operations have been included in our consolidated financial statements since April 1, 2006.

Raindance provides web and audio conferencing services. Based in Louisville, Colorado, Raindance serves a base of corporate customers across vertical markets and industries. Raindance is part of our Conferencing Services segment, and Raindance products and services are being integrated into the InterCall suite of products.

At December 31, 2006 estimated goodwill and finite lived intangible assets, net of amortization, was approximately $43.4 million and $14.3 million, respectively. We have engaged the assistance of a third-party appraiser to assist us with the valuation of certain intangible assets. Thus, the allocation of the purchase price is subject to refinement.

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The following table summarizes the estimated fair values of the assets acquired and liabilities assumed at April 1, 2006.

	April 1, 2006 (Amounts in thousands)
Cash	$ 45,126
Deferred tax asset — short term	2,705
Other current assets	12,685
Property and equipment	13,937
Deferred tax asset — long term	40,444
Other assets	117
Intangible assets	16,766
Goodwill	43,413
Total assets acquired	175,193
Current liabilities	17,366
Total liabilities assumed	17,366
Net assets acquired	$ 157,827

Intrado

On April 4, 2006, we completed the acquisition of all of the outstanding shares of Intrado Inc. ("Intrado"). The purchase price, net of cash received of $58.3 million, and estimated transaction costs were approximately $480 million in cash. We funded the acquisition with a combination of cash on hand, a portion of Intrado's cash on hand and borrowings under our previous bank revolving credit facility. The results of Intrado's operations have been included in our consolidated financial statements since April 1, 2006.

Intrado is a provider of emergency communications infrastructure systems and services and is part of our Communication Services segment. Based in Longmont, Colorado, Intrado provides mission critical services to major United States telecommunications providers. Intrado supports the United States 9-1-1 network and delivers solutions to communications service providers and public safety organizations, including data management, network transactions, wireless data services and notification services.

At December 31, 2006, estimated goodwill and finite lived intangible assets, net of amortization, was approximately $381.7 million and $57.0 million, respectively. We have engaged the assistance of a third-party appraiser to assist us with the valuation of certain intangible assets. Thus, the allocation of the purchase price is subject to refinement.

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The following table summarizes the estimated fair values of the assets acquired and liabilities assumed at April 1, 2006.

	April 1, 2006 (Amounts in thousands)
Cash	$ 58,322
Other current assets	32,386
Property and equipment	23,530
Other assets	14,898
Intangible assets	63,218
Goodwill	381,683
Total assets acquired	574,037
Current liabilities	20,043
Obligations under capital leases — long term	1,056
Deferred tax liability	14,122
Total liabilities assumed	35,221
Net assets acquired	$ 538,816

Sprint Conferencing Assets

On June 3, 2005, we acquired the conferencing-related assets of Sprint Corporation ("Sprint") for a purchase price of $207.0 million in cash plus related acquisition costs (the "Acquisition"). We funded the acquisition with cash on hand and borrowings under our previous bank credit facility.

The conferencing services assets acquired from Sprint provide audio, video and web-based conferencing products and services. Premise-based equipment was included in the purchase of the assets. In connection with the closing of the Acquisition, West and Sprint entered into, among other arrangements, (i) a strategic alliance to jointly market and sell conferencing services and (ii) a telecommunications agreement through which we purchase telecommunications services from Sprint. The results of operations of the Sprint conferencing assets have been consolidated with our operating results since the acquisition date, June 3, 2005.

The following table summarizes the fair values of the assets acquired in the Sprint Conferencing acquisition:

	June 3, 2005 (Amounts in thousands)
Property and equipment	$ 13,823
Intangible assets — customer lists (5 year amortization period)	57,696
Goodwill	137,460
Total assets acquired	$ 208,979

Assuming the acquisitions of InPulse, Raindance, Intrado, and the Sprint conferencing assets had occurred as of the beginning of the periods presented, our unaudited pro forma results of operations for the years ended December 31, 2006 and 2005 would have been, in thousands, as follows:

	2006	2005
Revenue	$1,939,379	$1,831,989
Net Income	$ 63,195	$ 134,389

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The pro forma results above are not necessarily indicative of the operating results that would have actually occurred if the acquisitions had been in effect on the dates indicated, nor are they necessarily indicative of future results of the combined companies.

4. Goodwill and Other Intangible Assets

The following table presents the activity in goodwill by reporting segment for the years ended December 31, 2006 and 2005, in thousands:

	Communication Services	Conferencing Services	Receivables Management	Combined
Balance at January 1, 2005	$ 79,789	$ 367,199	$ 126,897	$ 573,885
Acquisitions	8,843	127,220	—	136,063
Finalization of purchase price allocation	—	3,801	475	4,276
Attention earn out adjustment	—	—	3,400	3,400
Balance at December 31, 2005	88,632	498,220	130,772	717,624
Finalization of purchase price allocation	—	10,240	—	10,240
Attention earn out adjustment	—	—	5,100	5,100
Acquisitions	409,998	43,413	—	453,411
Balance at December 31, 2006	$ 498,630	$ 551,873	$ 135,872	$1,186,375

We allocated the excess of the InPulse, Raindance and Intrado purchase costs over the fair value of the assets acquired and other finite-lived intangible assets to goodwill based on preliminary estimates. We have engaged the assistance of a third-party appraiser to assist us with the valuation of certain intangible assets. The process of obtaining a third-party appraisal involves numerous time consuming steps for information gathering, verification and review. We expect to finalize the Intrado and Raindance appraisals in the first quarter of 2007. We expect to finalize the InPulse appraisal in the third quarter of 2007. Goodwill recognized in these transactions is currently estimated at approximately $453.4 million and is not deductible for tax purposes.

During 2006 we completed the purchase price allocation for Sprint's conferencing assets acquisition. The results of the valuation of certain intangible assets required an additional $10.2 million to be allocated to goodwill and a corresponding reduction to certain finite lived intangible assets from what was previously estimated.

In April 2006, we accrued an additional $5.1 million in goodwill for an earn out obligation of the Attention acquisition.

Factors contributing to the recognition of goodwill

Factors that contributed to a purchase price resulting in goodwill for the InPulse acquisition included its position as a leader in the soft-offer segment of the direct response marketing services market and the acquisition expands our product offering in a growing market.

Factors that contributed to a purchase price resulting in goodwill for the purchase of Raindance include its enhanced multimedia conferencing technologies, system synergies in the Conferencing Services segment and margin expansion opportunities due to additional scale and cost savings opportunities.

Factors that contributed to a purchase price resulting in goodwill for the Intrado acquisition included its position in a growing market and its innovative technology. Further, Intrado complements the existing offerings of our Communications Services segment, providing cross-selling and margin expansion opportunities.

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Factors that contributed to a purchase price resulting in goodwill for the purchase of Sprint's conferencing assets included process and system synergies within our Conferencing Services segment.

Other intangible assets

Below is a summary of the major intangible assets and weighted average amortization periods for each identifiable intangible asset, in thousands:

Intangible Assets	As of December 31, 2006 Acquired Cost	Accumulated Amortization	Net Intangible Assets	Weighted Average Amortization Period
Customer lists	$226,506	$ (75,807)	$ 150,699	7.1
Trade names	23,910	—	23,910	Indefinite
Patents	14,963	(5,869)	9,094	17.0
Trade names	6,251	(2,421)	3,830	3.7
Other intangible assets	13,427	(5,548)	7,879	5.0
Total	$285,057	$ (89,645)	$ 195,412	

Intangible Assets	As of December 31, 2005 Acquired Cost	Accumulated Amortization	Net Intangible Assets	Weighted Average Amortization Period
Customer lists	$146,650	$ (43,964)	$ 102,686	5.8
Trade names	23,910	—	23,910	Indefinite
Patents	14,963	(4,988)	9,975	17.0
Trade names	1,751	(1,525)	226	3.1
Other intangible assets	6,261	(2,711)	3,550	6.6
Total	$193,535	$ (53,188)	$ 140,347	

Amortization expense for finite lived intangible assets was $36.5 million, $23.8 million and $14.6 million for the years ended December 31, 2006, 2005 and 2004, respectively. Estimated amortization expense for the intangible assets acquired in all acquisitions for the next five years in millions is as follows:

2007	$40.9
2008	$32.8
2009	$29.0
2010	$19.6
2011	$ 8.9

The amount of other finite-lived intangible assets recognized in the InPulse acquisition is currently estimated to be approximately $20.8 million, net of amortization, and is comprised of customer lists. These finite lived intangible assets are being amortized over seven years based on the estimated lives of the intangible asset. Amortization expense for the InPulse finite lived intangible assets was approximately $0.8 million in 2006.

The amount of other finite-lived intangible assets recognized in the Raindance acquisition is currently estimated to be approximately $14.3 million, net of amortization, and is comprised of customer lists. These finite lived intangible assets are being amortized over five years based on the estimated lives of the intangible assets. Amortization expense for the Raindance finite lived intangible assets was approximately $2.5 million in 2006.

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The amount of other finite-lived intangible assets recognized in the Intrado acquisition is currently estimated to be approximately $57.0 million, net of amortization, and is comprised of customer lists, tradenames, technology and non-competition agreements. These finite lived intangible assets are being amortized over one to eleven years based on the estimated lives of the intangible assets. Amortization expense for the Intrado finite lived intangible assets was approximately $6.2 million in 2006.

The amount of other finite-lived intangible assets recognized in the Sprint Conferencing acquisition is approximately $38.0 million, net of amortization, and is comprised of customer lists. These finite lived intangible assets are being amortized over five years based on the estimated lives of the intangible assets. Amortization expense for the Sprint Conferencing finite lived intangible assets was approximately $11.8 million in 2006 and $7.9 million in 2005.

The intangible asset trade names for two acquisitions in 2003, InterCall and ConferenceCall.com, were determined to have an indefinite life based on management's current intentions. We periodically review the underlying factors relative to these intangible assets. If factors were to change, which would indicate the need to assign a definite life to these assets, we will do so and commence amortization.

Below is a summary of other intangible assets, at acquired cost, by reporting segment as of December 31, 2006 and 2005:

	Communication Services	Conferencing Services	Receivables Management	Corporate	Combined
As of December 31, 2006					
Customer lists	$ 78,997	$ 125,199	$ 22,310	$ —	$226,506
Trade names	5,331	24,195	635	—	30,161
Patents	14,753	—	—	210	14,963
Other intangible assets	9,028	1,609	2,790	—	13,427
Total	$ 108,109	$ 151,003	$ 25,735	$ 210	$285,057
As of December 31, 2005					
Customer lists	$ 5,677	$ 118,663	$ 22,310	$ —	$146,650
Trade names	831	24,195	635	—	25,661
Patents	14,753	—	—	210	14,963
Other intangible assets	1,996	1,475	2,790	—	6,261
Total	$ 23,257	$ 144,333	$ 25,735	$ 210	$193,535

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5. Portfolio Receivables

Changes in purchased receivable portfolios for the years ended December 31, 2006 and 2005, respectively, in thousands, were as follows:

Balance at January 1, 2005	$ 83,543
Cash purchases	11,403
Non recourse borrowing purchases	66,786
Recoveries	(154,558)
Proceeds from portfolio sales, net of putbacks	(25,292)
Revenue recognized	115,401
Purchase putbacks	(2,833)
Balance at December 31, 2005	94,450
Less: current portion	35,407
Portfolio receivables, net of current portion	$ 59,043
Balance at January 1, 2006	$ 94,450
Cash purchases	18,242
Non recourse borrowing purchases	97,871
Recoveries	(169,809)
Proceeds from portfolio sales, net of putbacks	(29,527)
Revenue recognized	139,983
Purchase putbacks	(1,553)
Balance at December 31, 2006	149,657
Less: current portion	64,651
Portfolio receivables, net of current portion	$ 85,006

6. Property and Equipment

Property and equipment, at cost, in thousands, consisted of the following:

	December 31, 2006	December 31, 2005
Land and improvements	$ 7,300	$ 7,404
Buildings	92,307	60,022
Telephone and computer equipment	495,532	396,696
Office furniture and equipment	58,688	53,057
Leasehold improvements	82,879	68,962
Construction in progress	6,693	14,798
	$743,399	$600,939

We lease certain land, buildings and equipment under operating leases which expire at varying dates through July 2024. Rent expense on operating leases was approximately $34.4 million, $26.3 million and $21.2 million for the years ended December 31, 2006, 2005 and 2004, respectively, exclusive of related-party lease expense. On all

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real estate leases, we pay real estate taxes, insurance and maintenance associated with the leased sites. Certain of the leases offer extension options ranging from month-to-month to five years.

Future minimum payments under non-cancelable operating leases with initial or remaining terms of one year or more, in thousands, are as follows:

	Non-Related Party Operating Leases	Related-Party Operating Lease	Total Operating Leases
Year Ending December 31,			
2007	$ 25,772	$ 667	$ 26,439
2008	24,516	667	25,183
2009	20,554	688	21,242
2010	14,838	731	15,569
2011	7,571	731	8,302
2012 and thereafter	52,940	1,949	54,889
Total minimum obligations	$ 146,191	$ 5,433	$151,624

In September 2006, we purchased a building for approximately $30.5 million which we previously leased under a synthetic lease dated May 9, 2003. The aggregate synthetic lease expense for the three years ended December 31, 2006, 2005 and 2004 was $1.3 million, $1.4 million and $1.1 million, respectively.

7. Accrued Expenses

Accrued expenses consisted of the following as of:

	December 31, 2006	December 31, 2005
Stock purchase obligations	$ 170,625	$ —
Accrued wages	60,282	46,848
Accrued employee benefit costs	23,075	9,907
Interest payable	22,735	1,960
Accrued phone	17,891	23,061
Deferred revenue	19,763	5,930
Acquisition earnout commitments	10,850	8,900
Accrued other taxes (non-income related)	9,223	8,849
Customer deposits	3,149	3,481
Other current liabilities	38,364	23,246
	$ 375,957	$ 132,182

Stock purchase obligations related to the recapitalization remain outstanding at December 31, 2006. See Note 14 of the Notes to Consolidated Financial Statements included elsewhere in this report for information regarding this obligation.

8. Related Parties

Affiliates of Thomas H. Lee Partners, L.P. and Quadrangle Group LLC provide management and advisory services pursuant to management services agreements entered into in connection with the consummation of the recapitalization. The fees for services aggregate $4.0 million annually, and approximately $0.8 million in 2006. In

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addition, in consideration for financial advisory services and capital structure analysis services rendered in connection with the recapitalization, affiliates of Thomas H. Lee Partners, L.P. and Quadrangle Group LLC received an aggregate transaction fee of $40.0 million. Thomas H. Lee Partners, L.P. and Quadrangle Group LLC also received reimbursement for travel and other out-of pocket expenses associated with the recapitalization transaction in the aggregate of approximately $0.2 million.

We lease certain office space owned by a partnership whose partners own approximately 24% of our common stock at December 31, 2006. Related party lease expense was approximately $0.7 million, $0.7 million and $0.9 million for the years ended December 31, 2006, 2005 and 2004, respectively. The lease expires in 2014.

9. Portfolio Notes Payable

Our portfolio notes payable consisted of the following as of:

	December 31, 2006	December 31, 2005
Non-recourse portfolio notes payable	$87,246	$40,520
Less current maturities	59,656	27,275
Portfolio notes payable	$27,590	$13,245

Pursuant to the Cargill facility, we can borrow from Cargill 80% to 85% of the purchase price of each portfolio purchase completed. Interest accrues on the debt at a variable rate of 2% over prime. The debt is non-recourse and is collateralized by all portfolio receivables within a loan series. Each loan series contains a group of portfolio asset pools that have an aggregate original principal amount of approximately $20.0 million. Payments are due monthly over two years from the date of origination. Interest expense on these notes in 2006 was $5.7 million compared to $2.7 million in 2005.

10. Long-Term Obligations

Long-term obligations consist of the following (dollars in thousands):

	December 31, 2006	December 31, 2005
Senior Secured Term Loan Facility, due 2013	$2,100,000	$ —
9.5% Senior Notes, due 2014	650,000	—
11% Senior Subordinated Notes, due 2016	450,000	—
Bank Revolving Credit Facility, repaid in 2006	—	220,000
	3,200,000	220,000
Less: current maturities	21,000	—
Long-term Obligations	$3,179,000	$220,000

Interest expense during 2006, 2005 and 2004 on these long term obligations was approximately $89.3 million, $12.6 million, and $7.3 million, respectively.

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Future maturities of long-term debt at December 31, 2006 were (dollars in thousands):

Year	Amount
2007	$ 21,000
2008	$ 21,000
2009	$ 21,000
2010	$ 21,000
2011	$ 21,000
Thereafter	$3,095,000

Recapitalization

In connection with a recapitalization we incurred $3.2 billion of new debt. The new debt consists of $2.1 billion under a senior secured term loan facility which will be subject to scheduled amortization of $21.0 million per year with variable interest at 2.75% over the selected LIBOR; a new senior secured revolving credit facility providing financing of up to $250.0 million (none of which was drawn during 2006); and the private placement of $650.0 million aggregate principal amount of 9.5% senior notes due 2014 and $450.0 million aggregate principal amount of 11% senior subordinated notes due 2016. Interest on the notes will accrue and be payable semiannually in arrears on April 15 and October 15 of each year, commencing on April 15, 2007.

Senior Secured Term Loan Facility and Senior Secured Revolving Credit Facility.

The $2.1 billion senior secured term loan facility and new senior secured revolving credit facility bear interest at a variable rate. Amounts borrowed by the Company under these senior secured credit facilities initially bear interest at a rate equal to an applicable margin plus, at the Company's option, either (a) a base rate determined by reference to the higher of (1) the prime lending rate as set forth on the British Banking Association Telerate Page 5 and (2) the federal funds effective rate from time to time plus 0.50% or (b) a LIBOR rate determined by reference to the costs of funds for deposits for the interest period relevant to such borrowing, adjusted for certain costs. Initially, the applicable margin percentage is a percentage per annum equal to, (x) for term loans, 1.75% for base rate loans and 2.75% for LIBOR rate loans and (y) for revolving credit loans, 1.50% for base rate loans and 2.50% for LIBOR rate loans. The applicable margin percentage with respect to borrowings under the revolving credit facility will be subject to adjustments based upon the Company's leverage ratio. Overdue amounts (after giving effect to any applicable grace periods) bear interest at a rate per annum equal to the then applicable interest rate plus 2.00% per annum. Initially, the Company is required to pay each lender a commitment fee of 0.50% in respect of any unused commitments under the revolving credit facility. The commitment fee in respect of unused commitments under the revolving credit facility will be subject to adjustment based upon the Company's leverage ratio. The Company is required to comply, on a quarterly basis, with a maximum leverage ratio covenant and a minimum interest coverage ratio covenant. The consolidated leverage ratio of funded debt to adjusted earnings before interest expense, stock-based compensation, taxes, depreciation and amortization, recapitalization costs, certain acquisition costs, synthetic lease costs, acquisition synergies and a minority interest adjustment ("adjusted EBITDA") which may not exceed 7.75 to 1.0 and a consolidated fixed charge coverage ratio of adjusted EBITDA to the sum of consolidated interest expense, which must exceed 1.25 to 1.0. Both ratios are measured on a rolling four-quarter basis. We were in compliance with the financial covenants at December 31, 2006. These financial covenants will become more restrictive over time. The senior secured credit facilities also contain various negative covenants, including limitations on indebtedness; liens; mergers and consolidations; asset sales; dividends and distributions or repurchases of the Company's capital stock; investments, loans and advances; capital expenditures; payment of other debt, including the senior subordinated notes; transactions with affiliates; amendments to material agreements governing the Company's subordinated indebtedness, including the senior subordinated notes; and changes in the

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Company's lines of business. The effective annual interest rate, inclusive of debt amortization costs, on the senior secured term loan facility from October 24, 2006 through December 31, 2006 was 8.86%.

The senior secured credit facilities include certain customary representations and warranties, affirmative covenants, and events of default, including payment defaults, breach of representations and warranties, covenant defaults, cross-defaults to certain indebtedness, certain events of bankruptcy, certain events under the Employee Retirement Income Security Act of 1974, material judgments, the invalidity of material provisions of the documentation with respect to the senior secured credit facilities, the failure of collateral under the security documents for the senior secured credit facilities, the failure of the senior secured credit facilities to be senior debt under the subordination provisions of certain of the Company's subordinated debt and a change of control of the Company. If an event of default occurs, the lenders under the senior secured credit facilities will be entitled to take certain actions, including the acceleration of all amounts due under the senior secured credit facilities and all actions permitted to be taken by a secured creditor.

The Company may request additional tranches of term loans or increases to the revolving credit facility in an aggregate amount not to exceed $500.0 million plus the aggregate amount of principal payments previously made in respect of the term loan facility. Availability of such additional tranches of term loans or increases to the revolving credit facility are subject to the absence of any default pro forma compliance with financial covenants and, among other things, the receipt of commitments by existing or additional financial institutions.

Senior Notes

The senior notes consist of $650.0 million aggregate principal amount of 9.5% senior notes due 2014. Interest is payable semiannually. The senior notes contain covenants limiting, among other things, the Company's ability and the ability of the Company's restricted subsidiaries to: incur additional debt or issue certain preferred shares; pay dividends on or make distributions in respect of the Company's capital stock or make other restricted payments; make certain investments; sell certain assets; create liens on certain assets to secure debt; consolidate, merge, sell, or otherwise dispose of all or substantially all of the Company's assets; enter into certain transactions with the Company's affiliates; and designate the Company's subsidiaries as unrestricted subsidiaries.

At any time prior to October 15, 2010, the Company may redeem all or a part of the senior notes, at a redemption price equal to 100% of the principal amount of senior notes redeemed plus the applicable premium and accrued and unpaid interest and all additional interest then owing pursuant to the applicable registration rights agreement, if any, to the date of redemption, subject to the rights of holders of senior notes on the relevant record date to receive interest due on the relevant interest payment date.

On and after October 15, 2010, the Company may redeem the senior notes, in whole or in part, at the redemption prices (expressed as percentages of principal amount of the senior notes to be redeemed) set forth below, plus accrued and unpaid interest thereon to the applicable date of redemption, subject to the right of holders of senior notes of record on the relevant record date to receive interest due on the relevant interest payment date, if redeemed during the twelve-month period beginning on October 15 of each of the years indicated below:

Year	Percentage
2010	104.750
2011	102.375
2012 and thereafter	100.000

In addition, until October 15, 2009, the Company may, at its option, on one or more occasions redeem up to 35% of the aggregate principal amount of senior notes issued by it at a redemption price equal to 109.50% of the aggregate principal amount thereof, plus accrued and unpaid interest thereon to the applicable date of redemption, subject to the right of holders of senior notes of record on the relevant record date to receive interest due on the

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relevant interest payment date, with the net cash proceeds of one or more equity offerings; *provided* that at least 65% of the sum of the aggregate principal amount of senior notes originally issued under the senior indenture issued under the senior indenture after the issue date remains outstanding immediately after the occurrence of each such redemption; provided further that each such redemption occurs within 90 days of the date of closing of each such equity offering.

Senior Subordinated Notes

The senior subordinated notes consist of $450.0 million aggregate principal amount of 11% senior subordinated notes due 2016. Interest is payable semiannually. The senior subordinated indenture contains covenants limiting, among other things, the Company's ability and the ability of the Company's restricted subsidiaries to: incur additional debt or issue certain preferred shares; pay dividends on or make distributions in respect of the Company's capital stock or make other restricted payments; make certain investments; sell certain assets; create liens on certain assets to secure debt; consolidate, merge, sell, or otherwise dispose of all or substantially all of the Company's assets; enter into certain transactions with the Company's affiliates; and designate the Company's subsidiaries as unrestricted subsidiaries.

At any time prior to October 15, 2011, the Company may redeem all or a part of the senior subordinated notes at a redemption price equal to 100% of the principal amount of senior subordinated notes redeemed plus the applicable premium and accrued and unpaid interest to the date of redemption, subject to the rights of holders of senior subordinated notes on the relevant record date to receive interest due on the relevant interest payment date. On and after October 15, 2011, the Company may redeem the senior subordinated notes in whole or in part, at the redemption prices (expressed as percentages of principal amount of the senior subordinated notes to be redeemed) set forth below, plus accrued and unpaid interest thereon to the applicable date of redemption, subject to the right of holders of senior subordinated notes of record on the relevant record date to receive interest due on the relevant interest payment date, if redeemed during the twelve-month period beginning on October 15 of each of the years indicated below:

Year	Percentage
2011	105.500
2012	103.667
2013	101.833
2014 and thereafter	100.000

In addition, until October 15, 2009, the Company may, at its option, on one or more occasions redeem up to 35% of the aggregate principal amount of senior subordinated notes issued by it at a redemption price equal to 111% of the aggregate principal amount thereof, plus accrued and unpaid interest thereon to the applicable date of redemption, subject to the right of holders of senior subordinated notes of record on the relevant record date to receive interest due on the relevant interest payment date, with the net cash proceeds of one or more equity offerings (as defined in the senior subordinated indenture); provided that at least 65% of the sum of the aggregate principal amount of senior subordinated notes originally issued under the senior subordinated indenture issued under the senior subordinated indenture after the issue date remains outstanding immediately after the occurrence of each such redemption; provided further that each such redemption occurs within 90 days of the date of closing of each such equity offering.

Registration Rights

On October 24, 2006, the Company entered into registration rights agreements with respect to the senior notes and the senior subordinated notes. Pursuant to the registration rights agreements, the Company has agreed that it will use its reasonable best efforts to register with the Securities and Exchange Commission notes having

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substantially identical terms as the senior notes and notes having substantially identical terms as the senior subordinated notes as part of offers to exchange freely tradable exchange notes for each series of notes (each, an "Exchange Offer"). The Company is required to use its reasonable best efforts to cause each Exchange Offer to be completed or, if required, to have one or more shelf registration statements declared effective, within 315 days after the issue date of each of the senior notes and the senior subordinated notes. If the Company fails to meet this target the annual interest rate on the applicable series of notes will increase by 0.25%. The annual interest rate on the applicable series of notes will increase by an additional 0.25% for each subsequent 90 day period during which the registration default continues, up to a maximum additional interest rate of 0.5% per year over the applicable interest rate described above. If the registration default is corrected, the applicable interest rate on the applicable series of notes will revert to the original level.

Interest Rate Protection

In October 2006 we entered into a three-year interest rate swap to hedge the cash flows from our variable rate debt, which effectively converted the hedged portion to fixed rate debt. The initial and ongoing assessments of hedge effectiveness as well as the periodic measurements of hedge ineffectiveness are performed using the change in variable cash flows method. These agreements hedge notional amounts of $800.0 million, $680.0 million and $600.0 million for the year ending October 23, 2007, 2008 and 2009, respectively, of our $2.1 billion senior secured term loan facility. In accordance with SFAS 133, *Accounting for Derivative Instruments and Hedging Activities,* these cash flow hedges are recorded at fair value with a corresponding entry, net of taxes, recorded in other comprehensive income until earnings are affected by the hedged item. At December 31, 2006, our gross fair value asset position was approximately $0.5 million. We experienced no ineffectiveness during 2006.

The following chart summarizes interest rate hedge transactions effective during 2006 (dollars in thousands):

Accounting Method	Effective Dates	Nominal Amount	Fixed Interest Rate	Status
Change in variable cash flow	10/24/06-10/24/07	$800,000	5.0% — 5.005%	Outstanding
Change in variable cash flow	10/24/07-10/24/08	$680,000	5.0% — 5.005%	Outstanding
Change in variable cash flow	10/24/08-10/24/09	$600,000	5.0% — 5.005%	Outstanding

Bank Revolving Credit Facility

At December 31, 2005, we maintained a bank revolving credit facility of $400,000 which was to mature November 15, 2009. The facility bore interest at a variable rate over a selected LIBOR based on our leverage. At December 31, 2005, $220.0 million was outstanding on the revolving credit facility. The highest balance outstanding on the credit facility during 2005 was $365.0 million. The average daily outstanding balance of the revolving credit facility during 2005 was $257.9 million. The effective annual interest rate, inclusive of debt amortization costs, on the revolving credit facility for the year ended December 31, 2005 was 4.53%. The commitment fee on the unused revolving credit facility at December 31, 2005 was 0.175%.

We amended and restated our bank revolving credit facility on March 30, 2006. The Amended and Restated Credit Agreement included the following features: increased the revolving credit available from $400 million to $800 million; included an uncommitted add-on facility allowing an additional increase in the revolving credit available from $800 million to $1.2 billion; increased the letter of credit commitment amount from $20 million to $50 million; increased the swingline loan commitment amount from $10 million to $25 million; reduced the required Consolidated Leverage Ratio from "2.5 to 1.0" to "3.0 to 1.0"; reduced the minimum commitment fee from 15 basis points to 8 basis points; reduced the maximum commitment fee from 25 basis points to 17.5 basis points; reduced the maximum interest rate over the alternative base rate from 25 basis points to 0 basis points; reduced the minimum interest rate over LIBOR from 75 basis points to 40 basis points; and reduced the maximum interest rate over LIBOR from 125 basis points to 87.5 basis points. The average daily outstanding balance of the revolving

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credit facility from January 1, 2006 through October 23, 2006 was $540.3 million. The effective annual interest rate, inclusive of debt amortization costs, on the revolving credit facility from January 1, 2006 through October 23, 2006 was 6.05%. The commitment fee on the unused revolving credit facility at October 23, 2006 was 0.15%. At October 24, 2006, the outstanding balance, including accrued interest, due under the bank revolving credit facility of approximately $663.3 million, was paid in full in connection with the consummation of the recapitalization. We also charged to interest expense $3.9 million of unamortized debt issuance costs related to the paid off bank revolving credit facility.

11. Income Taxes

Components of income tax expense, in thousands, were as follows:

	Year Ended December 31,		
	2006	2005	2004
Current income tax expense:			
Federal	$44,865	$77,977	$51,486
State	2,992	5,198	2,819
Foreign	8,348	7,206	5,280
	56,205	90,381	59,585
Deferred income tax expense (benefit):			
Federal	8,876	(2,424)	5,895
State	424	(221)	282
	9,300	(2,645)	6,177
	$65,505	$87,736	$65,762

A reconciliation of income tax expense computed at statutory tax rates compared to effective income tax rates was as follows:

	Year Ended December 31,		
	2006	2005	2004
Statutory rate	35.0%	35.0%	35.0%
Non-deductible recapitalization expenses	10.9%	0.0%	0.0%
Non-deductible losses in a majority owned subsidiary which is not consolidated for tax purposes	1.9%	0.1%	0.0%
State income tax effect	1.5%	1.4%	1.0%
Tax credits	(1.1)%	(0.3)%	(0.3)%
Other	0.6%	0.7%	1.1%
	48.8%	36.9%	36.8%

The 2006 effective income tax rate was impacted by approximately $40.0 million of recapitalization transaction costs which we estimate to be non-deductible for income tax purposes.

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Significant temporary differences between reported financial and taxable earnings that give rise to deferred tax assets and liabilities, in thousands, were as follows:

	2006	2005
Allowance for doubtful accounts	$ 3,144	$ 3,784
Benefit plans	3,573	2,674
Accrued expenses	4,943	2,048
Tax credits	9,628	—
Net operating loss carryforwards	39,502	917
Valuation allowance	(1,253)	(917)
Other	360	—
Total deferred tax assets	59,897	8,506
Deferred tax liabilities:		
Depreciation and amortization	$61,302	$35,846
Purchased portfolios — cost recovery	7,884	6,995
Prepaid expenses	3,213	2,432
International earnings	1,037	1,776
Foreign currency translation	145	(738)
Total deferred tax liabilities	$73,581	$46,311
Net deferred tax liability	$13,684	$37,805
Deferred tax assets / liabilities included in the balance sheet are:		
Other current assets	$ 4,636	$ 2,368
Long-term deferred income taxes	18,320	40,173
Net deferred income taxes	$13,684	$37,805

At December 31, 2006, the Company had federal and foreign net operating loss ("NOL") carryforwards in the amount of $115.1 million. In connection with the Raindance acquisition, the Company assumed a NOL of approximately $115.1 million which will begin to expire in 2019. The use of these NOL carryforwards is subject to limitations under Internal Revenue Code Section 382. As a result of these statutory limitations, the Company believes that $104.3 million for those NOL's that will be utilized to offset future taxable income. The Company also has state NOL carryforwards of approximately $115.1 million which begin to expire in 2019, of which $115.1 million was acquired in the Raindance acquisition.

In 2006, 2005, and 2004, income tax benefits attributable to employee stock option transactions of $50.8 million, $8.4 million and $6.2 million, respectively were allocated to shareholders' equity.

In preparing our tax returns, we are required to interpret complex tax laws and regulations. On an ongoing basis, we are subject to examinations by federal and state tax authorities that may give rise to different interpretations of these complex laws and regulations. Due to the nature of the examination process, it generally takes years before these examinations are completed and matters are resolved. At year-end, we believe the aggregate amount of any additional tax liabilities that may result from these examinations, if any, will not have a material adverse effect on our financial condition, results of operations or cash flows.

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12. Off-Balance Sheet Arrangements

During September 2006, the Sallie Mae purchased paper financing facility was terminated which resulted in dissolution of a non-consolidated qualified special purpose entity ("QSPE") established in December 2003 solely to hold defaulted accounts receivable portfolios and related funding debt secured through the Sallie Mae facility. The portfolios of the QSPE were purchased by a consolidated WAM subsidiary with funding pursuant to the Cargill agreement. Termination of the agreement removed all remaining Sallie Mae related funding commitments and profit sharing requirements.

During September 2006, we purchased for approximately $30.5 million the building previously leased by us under a synthetic lease, dated May 9, 2003, between Wachovia Development Corporation and West Facilities Corporation.

At December 31, 2006 we do not participate in any off-balance sheet arrangements.

13. Employee Benefits and Incentive Plans

Qualified Retirement Plan

We have a multiple employer 401(k) plan, which covers substantially all employees twenty-one years of age or older who will also complete a minimum of 1,000 hours of service in each calendar year. Under the plan, we match 50% of employees' contributions up to 14% of their gross salary or the statutory limit which ever is less if the employee satisfies the 1,000 hours of service requirement during the calendar year. Our matching contributions vest 25% per year beginning after the second service anniversary date. The matching contributions are 100% vested after the employee has attained five years of service. Total employer contributions under the plan were approximately $5.4 million, $3.2 million and $2.5 million for the years ended December 31, 2006, 2005 and 2004, respectively.

Non-Qualified Retirement Plans

We maintain a grantor trust under the West Corporation Executive Retirement Savings Plan ("Trust"). The principal of the Trust, and any earnings thereon shall be held separate and apart from our other funds and shall be used exclusively for the uses and purposes of plan participants and general creditors. Participation in the Trust is voluntary and is restricted to highly compensated individuals as defined by the Internal Revenue Service. We will match 50% of employee contributions, limited to the same maximums and vesting terms as those of the 401(k) plan. Our total contributions under the plan were approximately $1.5 million, $0.9 million and $0.6 million for the years ended December 31, 2006, 2005 and 2004, respectively. Assets under the Trust at December 31, 2006 and 2005 were $11.9 million and $8.5 million, respectively.

Effective January 2003, we established our Nonqualified Deferred Compensation Plan (the "Deferred Compensation Plan"). Pursuant to the terms of the Deferred Compensation Plan, eligible management, non-employee directors or highly compensated employees may elect to defer a portion of their compensation and have such deferred compensation notionally invested in the same investments made available to participants of the 401(k) plan or in notional Equity Strips. We match a percentage (50% in years 2006-2004) of any amounts notionally invested in Equity Strips, where matched amounts are subject to 20% vesting each year. All matching contributions are 100% vested five years after the employee has initiated participation in the matching feature of the Deferred Compensation Plan. Amounts deferred under the Deferred Compensation Plan and any earnings credited thereunder shall be held separate and apart from our other funds and shall be used exclusively for the uses and purposes of plan participants and general creditors. Our total contributions under the plan were approximately $2.0 million, $1.0 million and $0.7 million for the years ended December 31, 2006, 2005 and 2004, respectively. Assets under the Deferred Compensation Plan at December 31, 2006 and 2005 were $21.1 million and $12.7 million, respectively.

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Employee Stock Purchase Plan

We maintained an Employee Stock Purchase Plan (the "Stock Purchase Plan"). The Stock Purchase Plan provides employees an opportunity to purchase Common Shares through annual offerings. Each employee participating in any offering is granted an option to purchase as many full Common Shares as the participating employee may elect so long as the purchase price for such Common Shares does not exceed 10% of the compensation received by such employee from us during the annual offering period or 1,000 Common Shares. The purchase price is to be paid through payroll deductions. The purchase price for each Common Share is equal to 100% of the fair market value of the Common Share on the date of the grant, determined by the average of the high and low NASDAQ National Market quoted market price ($38.045 at July 1, 2005). On the last day of the offering period, the option to purchase Common Shares becomes exercisable. If at the end of the offering, the fair market value of the Common Shares is less than 100% of the fair market value at the date of grant, then the options will not be deemed exercised and the payroll deductions made with respect to the options will be applied to the next offering unless the employee elects to have the payroll deductions withdrawn from the Stock Purchase Plan. Subsequent to June 30, 2006 this plan was suspended.

1996 & 2006 Stock Incentive Plans

Effective January 1, 2006, we adopted the fair value recognition provisions of SFAS 123R, using the modified-prospective-transition method. Under that transition method, compensation cost recognized in 2006 and beyond includes: (a) compensation cost for all share-based payments granted prior to, but not yet vested as of January 1, 2006, based on the grant date fair value estimated in accordance with the provisions of SFAS 123, and (b) compensation cost for all stock-based payments granted subsequent to January 1, 2006, based on the grant-date fair value estimated in accordance with the provisions of SFAS 123R. Results for prior periods have not been restated and there is no cumulative effect upon adoption of SFAS 123R.

During our annual stockholders meeting on May 11, 2006, the proposal to establish the 2006 Stock Incentive Plan (the "Plan") was approved. The Plan replaced the Amended and Restated West Corporation 1996 Stock Incentive Plan, which was scheduled to expire on December 31, 2009. In October 2006, in connection with the recapitalization of West Corporation we terminated the Plan. The Plan authorized the granting to our employees, consultants, directors and non-employee directors of options to purchase shares of our common stock ("Common Shares"), as well as other incentive awards based on the Common Shares. As of its effective date, awards covering a maximum of 5,000,000 Common Shares could have been granted under the Plan. The expiration date of the Plan, after which no awards could have been granted was April 1, 2016. However, the administration of the Plan generally continues in effect until all matters relating to the payment of options previously granted have been settled. Options granted under this Plan had a ten-year contractual term. Options vested and became exercisable within such period (not to exceed ten years) as determined by the Compensation Committee; however, options granted to outside directors generally vested over three years.

Immediately following the recapitalization, each stock option issued and outstanding under our 1996 Stock Incentive Plan and 2006 Stock Incentive Plan, whether or not then vested, was canceled and converted into the right to receive payment from us (subject to any applicable withholding taxes) equal to the product of the excess of $48.75 less the respective stock option exercise price multiplied by the number of options held. Also immediately following the recapitalization, the unvested restricted shares were vested and canceled and the holders of those securities received $48.75 per share, less applicable withholding taxes. All options had grant date exercise prices less than $48.75. Certain members of our executive officers agreed to convert ("rollover") existing vested options in exchange for new options. We recorded an expense of approximately $13.6 million in relation to the acceleration of vesting of these options.

Prior to the accelerated vesting as a result of the recapitalization, we recognized the cost of all share-based awards on a straight-line basis over the vesting period of the award net of estimated forfeitures. Prior to the adoption

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of SFAS 123R, we presented all tax benefits of deductions resulting from the exercise of stock options as operating cash flows in the Statement of Cash Flows. Beginning on January 1, 2006 we changed our cash flow presentation in accordance with SFAS 123R which requires the cash flows from the tax benefits resulting from tax deductions in excess of the compensation cost recognized for those options (excess tax benefits) to be classified as financing cash flows in the Statement of Cash Flows. The excess tax benefits for 2006 were approximately $50.8 million.

The following table presents the activity of the stock options for the fiscal years ended December 31, 2004 and 2005 and the partial year 2006 up to termination date of the plan on October 24, 2006:

	Stock Option Shares	Weighted Average Exercise Price
Outstanding at January 1, 2004	6,228,982	$ 16.32
Granted	1,764,001	25.68
Canceled	(135,141)	22.76
Exercised	(1,085,984)	13.42
Outstanding at December 31, 2004	6,771,858	19.10
Granted	873,789	35.33
Canceled	(217,159)	26.77
Exercised	(1,157,323)	18.87
Outstanding at December 31, 2005	6,271,165	21.22
Granted	823,250	45.48
Canceled	(138,119)	37.38
Exercised	(978,376)	17.95
Options outstanding at the termination of the plan, at October 24, 2006	5,977,920	$ 24.72

The following table summarizes information about our employee stock options outstanding prior to the plan's termination:

Range of Exercise Prices	Stock Option Shares Outstanding	Weighted Average Remaining Contractual Life in Years	Weighted Average Exercise Price	Stock Option Shares Exercisable	Weighted Average Exercise Price
$8.00 - $13.6215	1,224,152	2.2	$ 9.69	1,224,152	$ 9.69
$13.6216 - $18.162	395,893	6.2	$ 16.14	180,743	$ 15.89
$18.1621 - $22.7025	798,250	6.4	$ 18.83	573,461	$ 18.86
$22.7026 - $27.243	1,624,029	7.1	$ 25.14	744,910	$ 25.39
$27.2431 - $31.7835	433,801	7.4	$ 29.49	128,959	$ 29.51
$31.7836 - $36.324	418,295	8.3	$ 33.62	85,795	$ 33.61
$36.3241 - $40.8645	329,500	8.9	$ 37.72	41,188	$ 38.05
$40.8646 - $48.435	754,000	9.6	$ 46.65	—	$ 0.00
$8.00 - $48.435	5,977,920	6.4	$ 24.03	2,979,208	$ 17.70

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We have estimated the fair value of option awards on the grant date using a Black-Scholes option pricing model that uses the assumptions noted in the following table. Expected volatilities are based on the historical volatility of trading prices for our Common Shares. The expected life of options granted is derived from historical exercise behavior. The risk-free rate for periods within the expected life of the option is based on the U.S. Treasury yield curve in effect at the time of grant.

	2006	2005	2004
Risk-free interest rate	4.7%	3.7%	2.5%
Dividend yield	0.0%	0.0%	0.0%
Expected volatility	14.3%	24.9%	32.5%
Expected life (years)	2.2	3.7	4.7

The weighted average fair value per share of options granted in 2006, 2005 and 2004 was $11.28, $8.76 and $8.32, respectively. The total intrinsic value of options exercised during 2006, 2005 and 2004 was $26.1 million, $23.0 million and $14.6 million, respectively.

The following table details what the effects on net income would have been had compensation expense for stock-based awards been recorded in 2005 and 2004 based on the fair value method under SFAS 123R.

	Year Ended December 31, 2005	2004
Net Income (in thousands):		
As reported	$150,349	$113,171
Add: Stock-based compensation included in reported net income, net of tax	339	304
Deduct: Total stock based compensation expense determined under the fair value method under SFAS 123R, net of related tax benefits	(10,672)	(11,872)
Pro forma	$140,016	$101,603

2006 Executive Incentive Plan

In October 2006, the new board of directors approved the 2006 Executive Incentive Plan ("EIP"). The EIP was established to advance the interests of the Company and its affiliates by providing for the grant to participants of stock-based and other incentive awards. Awards under the EIP are intended to align the incentives of the Company's executives and investors and to improve the performance of the Company. The administrator will select participants from among those key employees and directors of, and consultants and advisors to, the Company or its affiliates who, in the opinion of the administrator, are in a position to make a significant contribution to the success of the Company and its affiliates. In addition, a maximum of 359,986 Equity Strips (each comprised of eight (8) shares of Class A Common and one (1) share of Class L Common), in each case pursuant to rollover options issued in connection with the recapitalization, are authorized to be delivered in satisfaction of rollover option awards under the Plan. In addition, an aggregate maximum of 11,276,291 shares of Class A Common may be delivered in satisfaction of other Awards under the Plan.

In general, stock options granted under the EIP become exercisable over a period of five years, with 20% of the stock option becoming exercisable at the end of each year. Once an option has vested, it generally remains exercisable until the tenth anniversary of the date of grant. In the case of a normal termination, the awards will remain exercisable for the shorter of (i) the one-year period ending with the first anniversary of the participant's normal termination or (ii) the period ending on the latest date on which such award could have been exercised.

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Stock option activity under the 2006 EIP for the year ended December 31, 2006 is set forth below:

	Options Available for Grant	Options Outstanding: Number of Shares	Options Outstanding: Weighted Average Exercise Price
Balance at January 1, 2006	—	—	$ —
2006 Executive Incentive Plan options approved	3,075,347	—	—
Granted December 1, 2006	(2,555,000)	2,555,000	1.64
Balance at December 31, 2006	520,347	2,555,000	$ 1.64
Executive Management Rollover Options:			
Balance at January 1, 2006	—	—	$ —
Class A and L equity strip options available for roll over	3,239,738	—	—
Class A and L equity strip options granted	(3,239,721)	3,239,721	33.47
Balance at December 31, 2006	17	3,239,721	$ 33.47

An Equity Strip is comprised of eight options of Class A stock and one option of Class L Stock. The rollover options are fully vested and none were exercised or canceled during 2006.

None of the EIP options were exercised, vested or canceled during the year. At December 31, 2006, we expect that 2,197,300 of these options will vest. There is no aggregated intrinsic value of options expected to vest at year end.

The following table summarizes the information on the options granted under the EIP in 2006:

	Outstanding			Exercisable	
Exercise Price	Number of Options	Average Remaining Contractual Life (years)	Weighted Average Exercise Price	Number of Options	Weighted Average Exercise Price
$1.64	2,555,000	9.83	$1.64	—	$1.64

The following table summarizes the information on the Class A and L equity strip options granted under the EIP in 2006:

	Outstanding			Exercisable	
Range of Exercise Prices	Number of Options	Average Remaining Contractual Life (years)	Weighted Average Exercise Price	Number of Options	Weighted Average Exercise Price
$33.00	2,877,309	5.9	$ 33.00	2,877,309	$ 33.00
$34.01	79,380	6.0	$ 34.01	79,380	$ 34.01
$38.15	283,032	5.9	$ 38.15	283,032	$ 38.15
$33.00 - $38.15	3,239,721	5.9	$ 33.47	3,239,721	$ 33.47

The aggregate intrinsic value of these options at December 31, 2006 was approximately $24.0 million.

We account for the stock option grants under the 2006 EIP in accordance with SFAS 123R. Approximately $42,000 was recorded as share-based compensation for the year ended December 31, 2006 for the 2006 EIP option grants. The fair value of options granted under the 2006 EIP was $1.15 per option. We have estimated the fair value of 2006 EIP option awards on the grant date using a Black-Scholes option pricing model that uses the assumptions noted in the following table. Expected volatility was implied using the average four year historical stock price

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volatility for six companies that were used in applying the market approach to value the Company for the recapitalization. The expected life of four years for the options granted was derived based on management's view of the likelihood of a change-of-control event occurring in that time frame. The risk-free rate for periods within the expected life of the option is based on the U.S. Treasury yield curve in effect at the time of grant.

	2006
Risk-free interest rate	4.65%
Dividend yield	0.0%
Expected volatility	98.0%
Expected life (years)	4.0

At December 31, 2006 there was approximately $2.5 million of unrecorded and unrecognized compensation cost related to unvested share based compensation under the 2006 EIP. No share-based compensation was recorded for the management rollover options as these options were fully vested prior to the recapitalization which triggered the rollover event.

Pre-recapitalization Restricted Stock

Unearned restricted stock grants totaled 47,851 and 79,389 shares prior to the recapitalization on October 24, 2006, and December 31, 2005, respectively. Prior to the adoption of SFAS 123R, we presented unearned restricted stock grants in the stockholders' equity section of the balance sheet. Beginning on January 1, 2006 we changed our balance sheet presentation in accordance with SFAS 123R which requires unearned restricted stock grants to be included in additional paid-in capital. As a result of the consummation of a recapitalization of the Company we recorded an expense of approximately $0.5 million in relation to the acceleration of vesting of the restricted stock. Compensation expense for restricted stock recognized for the years ended 2006, 2005 and 2004 were approximately $0.8 million, $0.5 million and $0.5 million, respectively.

Post recapitalization Restricted Stock

Grants of restricted stock under the EIP are in three tranches; 33.33% of the shares in Tranche 1, 22.22% of the shares in Tranche 2 and 44.45% of the shares in Tranche 3. Vesting of restricted stock acquired under the Plan vest during the grantee's employment by the Company or its subsidiaries in accordance with the provisions of the EIP, as follows:

The Tranche 1 shares will vest over a period of five years, with 20% of the stock option becoming exercisable at the end of each year. Notwithstanding the above, 100% of a grantee's outstanding and unvested Tranche 1 shares shall vest immediately upon a change of control.

The vesting schedule for Tranche 2 and Tranche 3 shares is subject to the total return of the Investors and the Investor internal rate of return ("IRR") as of an exit event, subject to the following terms and conditions: Tranche 2 shares shall become 100% vested upon an exit event if, after giving effect to any vesting of the Tranche 2 shares on a exit event, Investors' total return is greater than 200% and the Investor IRR exceeds 15%. Tranche 3 shares will be eligible to vest upon an exit event if, after giving effect to any vesting of the Tranche 2 shares and/or Tranche 3 shares on an exit event, Investors' total return is more than 200% and the Investor IRR exceeds 15%, with the amount of Tranche 3 shares vesting upon the exit event varying with the amount by which the Investors' total return exceeds 200%, as follows: 100%, if, after giving effect to any vesting of the Tranche 2 shares and/or the Tranche 3 shares on an exit event, the Total Return is equal to or greater than 300%; 0%, if, after giving effect to any vesting of the Tranche 2 shares and/or the Tranche 3 shares on an exit event, the total return is 200% or less; and if, after giving effect to any vesting of the Tranche 2 shares and/or the Tranche 3 shares on an exit event, the total return is greater than 200% and less than 300%, then the Tranche 3 shares shall vest by a percentage between 0% and 100% determined on a straight line basis.

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Performance conditions that affect vesting are not reflected in estimating the fair value of an award at the grant date as those conditions are restrictions that stem from the forfeitability of instruments to which employees have not yet earned the right. Paragraph A64 of FAS 123R requires that if the vesting of an award is based on satisfying both a service and performance condition, the company must initially determine which outcomes are probable of achievement and recognize the compensation cost over the longer of the explicit or implicit service period. Since an exit event is currently not considered probable nor is meeting the performance objectives, no compensation costs will be recognized on Tranches 2 or 3 until those events become probable. The unrecognized compensation costs of Tranches 2 and 3 in the aggregate total $7.4 million.

Restricted Stock activity under the 2006 EIP for the year ended December 31, 2006 is set forth below:

	Restricted Stock Available for Grant	Restricted Stock Outstanding Number of Shares	Restricted Stock Outstanding Fair Value
Balance at January 1, 2006	—	—	—
2006 Executive Incentive Plan shares approved	8,200,925	—	—
Restricted Stock granted December 1, 2006	(7,720,000)	7,720,000	$ 1.43
Balance at December 31, 2006	480,925	7,720,000	$ 1.43

The following table summarizes the information on the restricted stock granted under the EIP in 2006:

Outstanding			
Fair Value	Number of Shares	Average Remaining Contractual Life (years)	Weighted Average Grant Date Fair Value Price
$1.43	7,720,000	9.83	$1.43

We account for the restricted stock in accordance with SFAS 123R. Approximately $0.1 million was recorded as share-based compensation for the year ended December 31, 2006 for the 2006 EIP restricted stock grants. The fair value of the restricted stock granted under the 2006 EIP was $1.43. We have estimated the fair value of 2006 EIP restricted stock grants on the grant date using a Black-Scholes option pricing model that uses the same assumptions noted above for the 2006 EIP option awards. A 13% discount was applied to the fair value determined using the Black-Scholes pricing model. This discount was determined through reference to the trading multiples of public guideline companies to recognize the lack of marketability and liquidity in our common stock.

At December 31, 2006 there was approximately $3.6 million of unrecorded and unrecognized compensation cost related to Tranche 1 unvested restricted stock under the 2006 EIP.

The components of stock-based compensation expense in thousands are presented below:

	Year Ended December 31, 2006	2005	2004
Stock options	$10,757	$ —	$ —
Restricted stock	291	538	483
Employee stock purchase plan	47	—	—
Recapitalization affect on options and restricted stock	17,643	—	—
	$28,738	$538	$483

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The net income effect of stock-based compensation expense for 2006, 2005 and 2004 was approximately $18.2 million, $0.3 million and $0.3 million, respectively.

14. Commitments and Contingencies

From time to time, we are subject to lawsuits and claims which arise out of our operations in the normal course of our business. West Corporation and certain of our subsidiaries are defendants in various litigation matters in the ordinary course of business, some of which involve claims for damages that are substantial in amount. We believe, except for the items discussed below for which we are currently unable to predict the outcome, the disposition of claims currently pending will not have a material adverse effect on our financial position, results of operations or cash flows.

Sanford v. West Corporation et al., No. GIC 805541, was filed February 13, 2003 in the San Diego County, California Superior Court. The original complaint alleged violations of the California Consumer Legal Remedies Act, Cal. Civ. Code §§ 1750 et seq., unlawful, fraudulent and unfair business practices in violation of Cal. Bus. & Prof. Code §§ 17200 et seq., untrue or misleading advertising in violation of Cal. Bus. & Prof. Code §§ 17500 et seq., and common law claims for conversion, unjust enrichment, fraud and deceit, and negligent misrepresentation, and sought monetary damages, including punitive damages, as well as restitution, injunctive relief and attorneys fees and costs. The complaint was brought on behalf of a purported class of persons in California who were sent a Memberworks, Inc. ("MWI") membership kit in the mail, were charged for an MWI membership program, and were allegedly either customers of what the complaint contended was a joint venture between MWI and West Corporation or West Telemarketing Corporation ("WTC") or wholesale customers of West Corporation or WTC. WTC and West Corporation filed a demurrer in the trial court on July 7, 2004. The court sustained the demurrer as to all causes of action in plaintiff's complaint, with leave to amend. WTC and West Corporation received an amended complaint and filed a renewed demurrer. On January 24, 2005, the Court entered an order sustaining West Corporation and WTC's demurrer with respect to five of the seven causes of action. On February 14, 2005, WTC and West Corporation filed a motion for judgment on the pleadings seeking a judgment as to the remaining claims. On April 26, 2005 the Court granted the motion without leave to amend. The Court also denied a motion to intervene filed on behalf of Lisa Blankenship and Vicky Berryman. The Court entered judgment in West Corporation's and WTC's favor on May 5, 2005. The plaintiff and proposed intervenors appealed the judgment and the order denying intervention. On June 30, 2006, the Fourth Appellate District Court of Appeals affirmed the entry of judgment against the original plaintiff, Patricia Sanford, but reversed the denial of the motion to intervene and remanded the case for the trial court to determine whether Berryman and Blankenship should be added as plaintiffs through intervention or amendment of the complaint.

On December 1, 2006, the trial court permitted Berryman and Blankenship to join the action pursuant to a second amended complaint which contained the same claims as Sanford's original complaint. West Corporation and WTC filed a demurrer to the second amended complaint. The Court overruled that the demurrer, with one exception, on December 4, 2006. On February 16, 2007, after receiving briefing and hearing argument on class certification, the trial court certified a class consisting of "All persons in California, who, after calling defendants West Corporation and West Telemarketing Corporation (collectively "West" or "defendants") to inquire about or purchase another product between September 1, 1998 through July 2, 2001, were; (a) sent a membership kit in the mail; (b) charged for a MemberWorks, Inc. ("MWI") membership program; and (c) customers of a joint venture between MWI and West or were wholesale customers of West (the "Class"). Not included in the Class are defendants and their officers, directors, employees, agents and/or affiliates." West and WTC intend to seek appellate review of this decision. Discovery in the case is ongoing. The trial court has indicated that it will schedule a trial in or around February 2008.

Patricia Sanford, the original plaintiff in the litigation described above, had previously filed a complaint on March 28, 2002 in the United States District Court for the Southern District of California, No. 02-cv-0601-H,

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against WTC and West Corporation and MWI alleging, among other things, claims under 39 U.S.C. § 3009. The federal court dismissed the federal claims against WTC and West Corporation and declined to exercise supplemental jurisdiction over the remaining state law claims. Plaintiff proceeded to arbitrate her claims with MWI and refiled her claims as to WTC and West Corporation in the Superior Court of San Diego County, California as described above. Plaintiff has contended that the order of dismissal in federal court was not a final order and that the federal case is still pending against West Corporation and WTC. The District Court on December 30, 2004 confirmed the arbitration award in the arbitration between plaintiff and MWI. Plaintiff filed a Notice of Appeal on January 28, 2005. Preston Smith and Rita Smith, whose motion to intervene was denied by the District Court, have also sought to appeal. WTC and West Corporation moved to dismiss the appeal and joined in a motion to dismiss the appeal filed by MWI. The motions to dismiss have been referred to the merits panel, and the case has been fully briefed in the Ninth Circuit Court of Appeals. On February 9, 2007, the Ninth Circuit heard oral arguments on the appeal. WTC and West Corporation are currently unable to predict the outcome or reasonably estimate the possible loss, if any, or range of losses associated with the claims in the state and federal actions described above.

Brandy L. Ritt, et al. v. Billy Blanks Enterprises, et al. was filed in January 2001 in the Court of Common Pleas in Cuyahoga County, Ohio, against two of our clients. The suit, a purported class action, was amended for the third time in July 2001 and West Corporation was added as a defendant at that time. The suit, which seeks statutory, compensatory, and punitive damages as well as injunctive and other relief, alleges violations of various provisions of Ohio's consumer protection laws, negligent misrepresentation, fraud, breach of contract, unjust enrichment and civil conspiracy in connection with the marketing of certain membership programs offered by our clients. On February 6, 2002, the court denied the plaintiffs' motion for class certification. On July 21, 2003, the Ohio Court of Appeals reversed and remanded the case to the trial court for further proceedings. The plaintiffs filed a Fourth Amended Complaint naming West Telemarketing Corporation as an additional defendant and a renewed motion for class certification. One of the defendants, NCP Marketing Group ("NCP"), filed for bankruptcy and on July 12, 2004 removed the case to federal court. Plaintiffs filed a motion to remand the case back to state court. On August 30, 2005, the U.S. Bankruptcy Court for the District of Nevada remanded the case back to the state court in Cuyahoga County, Ohio. The Bankruptcy Court also approved a settlement between the named plaintiffs and NCP and two other defendants, Shape The Future International LLP and Integrity Global Marketing LLC. West Corporation and West Telemarketing Corporation have filed motions for judgment on the pleadings and a motion for summary judgment. On March 28, 2006, the state court certified a class of Ohio residents. West and WTC have filed a notice of appeal from that decision, and plaintiffs have cross-appealed. West and WTC filed their opening brief on appeal on June 23, 2006. Plaintiffs' filed their opening brief on appeal on August 17, 2006. West and WTC filed their reply brief on September 15, 2006. Plaintiffs' reply brief was filed on September 28, 2006. The appeal was argued on February 26, 2007. On April 20, 2006, the trial court denied West and WTC's motion for judgment on the pleadings. West and WTC's summary judgment motion remains pending. The trial court has stayed all further action in the case pending resolution of the appeal. West Corporation and West Telemarketing Corporation are currently unable to predict the outcome or reasonably estimate the possible loss, if any, or range of losses associated with this claim.

Polygon Litigation. On July 31, 2006, Polygon Global Opportunity Master Fund ("Polygon") commenced an action against West Corporation, captioned Polygon Global Opportunity Master Fund v. West Corporation, in the Court of Chancery of the State of Delaware, New Castle County. The complaint alleged, among other things, that Polygon had complied with the statutory demand requirements of Section 220, and that Polygon's purposes for the inspection sought included: (i) valuing its West Corporation stock, (ii) evaluating whether members of West Corporation's special committee or board breached their fiduciary duties in approving the Agreement and Plan of Merger in connection with our recapitalization dated as of May 31, 2006 between West Corporation and Omaha Acquisition Corp. ("Merger Agreement"), and (iii) communicating with other West Corporation stockholders regarding the vote on the Merger Agreement. The complaint sought an order compelling West to permit the inspection sought and an award of Polygon's costs and expenses. A hearing was held on September 21, 2006. On

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October 12, 2006, the Court of Chancery of the State of Delaware dismissed the complaint and entered judgment in favor of West Corporation. On October 19, 2006, Polygon notified the Company that it was asserting appraisal rights with respect to 3,500,000 shares of the Company's common stock outstanding prior to the recapitalization. On February 9, 2007, Polygon filed a petition for appraisal in the Court of Chancery of the State of Delaware, New Castle County, seeking to have the Court determine the fair value of its shares and a monetary award of the fair value, along with interest and attorney's fees and costs. Included in our accrued expenses at December 31, 2006, is a stock purchase obligation for approximately $170.6 million for this stock purchase obligation. We do not believe that any difference between this accrual and the final settlement will have a material effect on our financial position, results of operations, or cash flows.

15. Business Segments

We operate in three segments: Communication Services, Conferencing Services and Receivables Management. These segments are consistent with our management of the business and operating focus.

The Communication Services segment is composed of dedicated agent, shared agent, automated, business-to-business services and emergency infrastructure systems and services. The Conferencing Services segment is composed of audio, web and video conferencing services. The Receivables Management segment is composed of debt purchasing and collections, contingent/third party collections, government collections, first-party collections and commercial collections. The following results for 2006 and 2005 include InPulse, Intrado, Raindance and Sprint's conferencing related assets from their respective acquisition dates for accounting purposes: October 1, 2006, April 1, 2006, April 1, 2006 and June 3, 2005, respectively.

	For the Year Ended December 31,		
	2006	2005	2004
Revenue:			
Communication Services	$1,020,242	$ 873,975	$ 817,718
Conferencing Services	607,506	438,613	302,469
Receivables Management	234,521	216,191	99,411
Intersegment eliminations	(6,231)	(4,856)	(2,215)
Total	$1,856,038	$1,523,923	$1,217,383
Operating Income:			
Communication Services	$ 89,065	$ 122,076	$ 105,638
Conferencing Services	119,437	105,793	67,264
Receivables Management	28,713	38,808	14,989
Total	$ 237,215	$ 266,677	$ 187,891
Depreciation and Amortization (Included in Operating Income):			
Communication Services	$ 71,056	$ 59,683	$ 64,201
Conferencing Services	57,042	41,480	28,530
Receivables Management	8,882	8,319	5,755
Total	$ 136,980	$ 109,482	$ 98,486

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	For the Year Ended December 31,		
	2006	2005	2004
Capital Expenditures:			
Communication Services	$ 40,043	$ 43,881	$ 41,871
Conferencing Services	34,090	17,640	13,440
Receivables Management	7,206	8,274	2,396
Corporate	32,556	7,060	2,179
Total	$ 113,895	$ 76,855	$ 59,886

	As of December 31, 2006	As of December 31, 2005	As of December 31, 2004
Assets:			
Communication Services	$ 933,716	$ 360,150	$ 370,527
Conferencing Services	835,399	749,168	549,540
Receivables Management	355,555	301,155	271,977
Corporate	411,186	88,189	79,162
Total	$ 2,535,856	$ 1,498,662	$ 1,271,206

Revenues and assets outside the United States are less than 10% of consolidated revenues and assets.

For 2006, 2005 and 2004, our largest 100 clients represented approximately 61%, 63% and 69% of total revenue, respectively. Late in 2006, AT&T, Cingular, SBC and Bell South were merged. The aggregate revenue as a percentage of our total revenue from these four entities in 2006, 2005 and 2004 were approximately 17%, 19% and 21% respectively. At December 31, 2006 these four entities represented approximately 10% of our gross receivables compared to approximately 14% at December 31, 2005.

16. Concentration of Credit Risk

Our accounts receivable subject us to the potential for credit risk with our customers. At December 31, 2006, three customers accounted for $41.6 million or 14.6% of gross accounts receivable, compared to $34.6 million, or 15.9% of gross receivables at December 31, 2005. We perform ongoing credit evaluations of our customers' financial condition. We maintain an allowance for doubtful accounts for potential credit losses based upon historical trends, specific collection problems, historical write-offs, account aging and other analysis of all accounts and notes receivable. As of February 9, 2007, $32.5 million of the $41.6 million of the December 31, 2006 gross accounts receivable, noted above had been collected.

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17. Supplemental Cash Flow Information

The following table summarizes, in thousands, supplemental information about our cash flows for the years ended December 31, 2006, 2005 and 2004:

	Years Ended December 31,		
	2006	2005	2004
SUPPLEMENTAL DISCLOSURE OF CASH FLOW INFORMATION:			
Cash paid during the period for interest	$ 68,775	$13,595	$ 8,680
Cash paid during the period for income taxes, net of $6,801 of refunds in 2006	$ 20,987	$71,836	$48,778
SUPPLEMENTAL DISCLOSURE OF NONCASH INVESTING ACTIVITIES:			
Future obligation related to acquisitions	$ 5,100	$ 3,400	$ 3,669
Conversion of note payable to an equity interest in a majority owned subsidiary	$ —	$10,291	$ —
SUPPLEMENTAL DISCLOSURE OF NONCASH FINANCING ACTIVITIES:			
Issuance of restricted stock	$ 8	$ —	$ 1,000
Issuance of stock from treasury reserves	$ —	$ 2,697	$ —
Stock purchase obligations	$(170,625)	$ —	$ —
Value of roll over shares from the Founders and management	$ 280,043	$ —	$ —

18. Quarterly Results of Operations (Unaudited)

The following is the summary of the unaudited quarterly results of operations for the two years ended December 31, 2006 and 2005.

	Three Months Ended			
	March 31, 2006	June 30, 2006	September 30, 2006	December 31, 2006(1)
	(Amounts in thousands)			
Revenue	$424,738	$461,678	$ 473,245	$ 496,377
Cost of services	197,291	200,123	206,733	214,375
Gross Profit	227,447	261,555	266,512	282,002
SG&A	156,058	185,052	183,315	275,876
Operating income	71,389	76,503	83,197	6,126
Net income	$ 41,064	$ 37,750	$ 42,921	$ (50,907)

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	Three Months Ended			
	March 31, 2005	June 30, 2005	September 30, 2005	December 31, 2005
	(Amounts in thousands)			
Revenue	$359,557	$369,788	$ 389,814	$ 404,764
Cost of services	165,937	165,297	174,239	181,908
Gross Profit	193,620	204,491	215,575	222,856
SG&A	134,541	138,386	146,911	150,027
Operating income	59,079	66,105	68,664	72,829
Net income	$ 33,540	$ 37,458	$ 37,825	$ 41,526

(1) Net income in the fourth quarter 2006 was affected by recapitalization expenses, accelerated share-based compensation and interest expense associated with the financing of the recapitalization aggregating approximately $140.9 million. Further, approximately $37.2 million of these fourth quarter expenses are estimated to be non-deductible for income tax purposes.

19. Subsequent Events

Subsequent to December 31, 2006, we announced that we had entered into definitive agreements to acquire two privately held companies, TeleVox Software, Inc. and CenterPost Communications in separate transactions. TeleVox and CenterPost are leading firms in the large and rapidly growing notifications market. The total purchase price of these two transactions, before transaction expenses and working capital adjustments, is approximately $161.0 million and is expected to be funded with cash on hand and the Company's existing credit facility. For operating and reporting purposes, both of these acquisitions will be included in our Communication Services segment. The CenterPost transaction closed on February 1, 2007 and the TeleVox transaction is expected to close on March 1, 2007.

Subsequent to December 31, 2006 we refinanced the senior secured term loan facility. The general terms of the refinancing were a re-pricing, an expansion of the facility by $165.0 million and a soft call option. The re-pricing calls for a pricing grid based on our debt rating from 2.75% to 2.125% for LIBOR rate loans, currently priced at 2.375%, and 1.75% to 1.125% for base rate loans, currently priced at 1.375%. After the expansion of the senior secured term loan facility the aggregate facility is $2.265 billion. The soft call option provides for a premium equal to 1.0% of the amount of the repricing payment in the event that prior to the first anniversary of the refinancing we elect another refinancing amendment.

20. Financial Information for Subsidiary Guarantor and Subsidiary Non-Guarantor

In connection with the issuance of the senior notes and senior subordinated notes, West Corporation and our U.S. based wholly owned subsidiaries guaranteed the payment of principal, premium and interest. Presented below is consolidated financial information for West Corporation and our subsidiary guarantors and subsidiary non-guarantors for the periods indicated.

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SUPPLEMENTAL CONDENSED CONSOLIDATING STATEMENTS OF OPERATIONS

	Year Ended December 31, 2006				
	Parent/ Issuer	Guarantor Subsidiaries	Non-Guarantor Subsidiaries	Eliminations and Consolidating Entries	Consolidated
REVENUE	$ —	$1,638,642	$ 276,520	$ (59,124)	$1,856,038
COST OF SERVICES	—	757,916	119,730	(59,124)	818,522
SELLING, GENERAL AND ADMINISTRATIVE EXPENSES	185	740,416	59,700	—	800,301
OPERATING INCOME	(185)	140,310	97,090	—	237,215
OTHER INCOME (EXPENSE):					
Interest Income	2,793	2,143	1,145	—	6,081
Interest Expense	(670)	(84,982)	(9,152)	—	(94,804)
Subsidiary Income	29,845	37,336	—	(67,181)	—
Other, net	58,261	(55,294)	(904)	—	2,063
	90,229	(100,797)	(8,911)	(67,181)	(86,660)
INCOME BEFORE INCOME TAX EXPENSE AND MINORITY INTEREST	90,044	39,513	88,179	(67,181)	150,555
INCOME TAX EXPENSE	21,281	10,134	34,090	—	65,505
INCOME BEFORE MINORITY INTEREST	68,763	29,379	54,089	(67,181)	85,050
MINORITY INTEREST IN NET INCOME	—	—	16,287	—	16,287
NET INCOME	$68,763	$ 29,379	$ 37,802	$ (67,181)	$ 68,763

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SUPPLEMENTAL CONDENSED CONSOLIDATING STATEMENTS OF OPERATIONS

	Year Ended December 31, 2005				
	Parent/ Issuer	Guarantor Subsidiaries	Non-Guarantor Subsidiaries	Eliminations and Consolidating Entries	Consolidated
REVENUE	$ —	$1,357,123	$ 217,890	$ (51,090)	$1,523,923
COST OF SERVICES	—	644,316	94,155	(51,090)	687,381
SELLING, GENERAL AND ADMINISTRATIVE EXPENSES	459	524,984	44,422	—	569,865
OPERATING INCOME	(459)	187,823	79,313	—	266,677
OTHER INCOME (EXPENSE):					
Interest Income	841	181	477	—	1,499
Interest Expense	(708)	(10,129)	(4,521)	—	(15,358)
Subsidiary Income	113,771	34,175	—	(147,946)	—
Other, net	58,056	(58,832)	1,454	—	678
	171,960	(34,605)	(2,590)	(147,946)	(13,181)
INCOME BEFORE INCOME TAX EXPENSE AND MINORITY INTEREST	171,501	153,218	76,723	(147,946)	253,496
INCOME TAX EXPENSE	21,152	39,684	26,900	—	87,736
INCOME BEFORE MINORITY INTEREST	150,349	113,534	49,823	(147,946)	165,760
MINORITY INTEREST IN NET INCOME	—	—	15,411	—	15,411
NET INCOME	$150,349	$ 113,534	$ 34,412	$ (147,946)	$ 150,349

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NOTES TO CONSOLIDATED FINANCIAL STATEMENTS — (Continued)
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SUPPLEMENTAL CONDENSED CONSOLIDATING STATEMENTS OF OPERATIONS

	Year Ended December 31, 2004				
	Parent/ Issuer	Guarantor Subsidiaries	Non-Guarantor Subsidiaries	Eliminations and Consolidating Entries	Consolidated
REVENUE	$ —	$1,120,088	$ 114,094	$ (16,799)	$1,217,383
COST OF SERVICES	—	512,593	46,185	(16,799)	541,979
SELLING, GENERAL AND ADMINISTRATIVE EXPENSES	(117)	454,871	32,759	—	487,513
OPERATING INCOME	117	152,624	35,150	—	187,891
OTHER INCOME (EXPENSE):					
Interest Income	421	474	—	—	895
Interest Expense	(1,896)	(4,987)	(2,498)	—	(9,381)
Subsidiary Income	51,410	20,173	—	(71,583)	—
Other, net	97,862	(95,784)	40	—	2,118
	147,797	(80,124)	(2,458)	(71,583)	(6,368)
INCOME BEFORE INCOME TAX EXPENSE AND MINORITY INTEREST	147,914	72,500	32,692	(71,583)	181,523
INCOME TAX EXPENSE	34,743	21,096	9,923	—	65,762
INCOME BEFORE MINORITY INTEREST	113,171	51,404	22,769	(71,583)	115,761
MINORITY INTEREST IN NET INCOME	—	—	2,590	—	2,590
NET INCOME	$113,171	$ 51,404	$ 20,179	$ (71,583)	$ 113,171

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SUPPLEMENTAL CONDENSED BALANCE SHEET

	December 31, 2006				
	Parent/ Issuer	Guarantor Subsidiaries	Non-Guarantor Subsidiaries	Eliminations and Consolidating Entries	Consolidated
ASSETS					
CURRENT ASSETS:					
Cash and cash equivalents	$ 202,610	$ (13,358)	$ 25,680	$ —	$ 214,932
Trust cash	—	7,104	—		7,104
Accounts receivable, net	—	262,723	22,364		285,087
Intercompany receivables	95,680	—	—	(95,680)	—
Portfolio receivables, current portion	—	—	64,651		64,651
Other current assets	16,875	33,848	3,659		54,382
Total current assets	315,165	290,317	116,354	(95,680)	626,156
Property and equipment, net	66,760	209,657	18,290		294,707
PORTFOLIO RECEIVABLES, NET OF CURRENT PORTION	—		85,006		85,006
INVESTMENT IN SUBSIDIARIES	1,794,851	30,116	—	(1,824,967)	—
GOODWILL	—	1,186,375	—		1,186,375
INTANGIBLES, net	—	194,996	416		195,412
OTHER ASSETS	128,695	18,230	1,275		148,200
TOTAL ASSETS	$ 2,305,471	$ 1,929,691	$ 221,341	$ (1,920,647)	$ 2,535,856
LIABILITIES AND STOCKHOLDERS' EQUITY (DEFICIT)					
CURRENT LIABILITIES:					
Accounts payable	$ 3,229	$ 31,434	$ 5,950	$ —	$ 40,613
Intercompany payables	—	32,248	63,432	(95,680)	—
Accrued expenses	243,814	116,540	15,603		375,957
Current maturities of long term debt	21,000	—	—		21,000
Current maturities of portfolio notes payable	—	—	59,656		59,656
Income tax payable	39,636	(43,352)	4,076		360
Total current liabilities	307,679	136,870	148,717	(95,680)	497,586
PORTFOLIO NOTES PAYABLE, less current maturities	—	—	27,590		27,590
LONG-TERM OBLIGATIONS, less current maturities	3,179,000	—	—		3,179,000
DEFERRED INCOME TAXES	25,035	(6,362)	(353)		18,320
OTHER LONG TERM LIABILITIES	17,655	4,949	4,355		26,959
MINORITY INTEREST	—	—	10,299		10,299
CLASS L COMMON STOCK	903,656	—	—		903,656
TOTAL STOCKHOLDERS' EQUITY (DEFICIT)	(2,127,554)	1,794,234	30,733	(1,824,967)	(2,127,554)
TOTAL LIABILITIES AND STOCKHOLDERS' EQUITY (DEFICIT)	$ 2,305,471	$ 1,929,691	$ 221,341	$ (1,920,647)	$ 2,535,856

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NOTES TO CONSOLIDATED FINANCIAL STATEMENTS — (Continued)
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SUPPLEMENTAL CONDENSED BALANCE SHEET

	December 31, 2005				
	Parent/ Issuer	Guarantor Subsidiaries	Non-Guarantor Subsidiaries	Eliminations and Consolidating Entries	Consolidated
ASSETS					
CURRENT ASSETS:					
Cash and cash equivalents	$ 20,831	$ (2,386)	$ 12,390	$ —	$ 30,835
Trust cash	—	3,727	—		3,727
Accounts receivable, net	—	201,680	16,126		217,806
Intercompany receivables	18,097	—	—	(18,097)	—
Portfolio receivables, current portion	—	—	35,407		35,407
Other current assets	2,256	23,800	2,511		28,567
Total current assets	41,184	226,821	66,434	(18,097)	316,342
Property and equipment, net	39,844	177,259	17,768		234,871
PORTFOLIO RECEIVABLES, NET OF CURRENT PORTION	—	—	59,043		59,043
INVESTMENT IN SUBSIDIARIES	1,191,290	53,981	—	(1,245,271)	—
GOODWILL	—	717,624	—		717,624
INTANGIBLES, net	—	139,726	621		140,347
OTHER ASSETS	24,431	4,272	1,732		30,435
TOTAL ASSETS	$1,296,749	$1,319,683	$ 145,598	$ (1,263,368)	$1,498,662
LIABILITIES AND STOCKHOLDERS' EQUITY					
CURRENT LIABILITIES:					
Accounts payable	$ 5,230	$ 26,371	$ 5,769	$ —	$ 37,370
Intercompany payables	—	1,655	16,442	(18,097)	—
Accrued expenses	30,188	92,615	9,379		132,182
Current maturities of portfolio notes payable	—	—	27,275		27,275
Income tax payable	13,519	(6,563)	2,512		9,468
Total current liabilities	48,937	114,078	61,377	(18,097)	206,295
PORTFOLIO NOTES PAYABLE, less current maturities	—	—	13,245		13,245
LONG-TERM OBLIGATIONS, less current maturities	220,000	—	—		220,000
DEFERRED INCOME TAXES	28,116	12,098	(41)		40,173
OTHER LONG TERM LIABILITIES	27,828	2,366	1,578		31,772
MINORITY INTEREST	—	—	15,309		15,309
TOTAL STOCKHOLDERS' EQUITY	971,868	1,191,141	54,130	(1,245,271)	971,868
TOTAL LIABILITIES AND STOCKHOLDERS' EQUITY	$1,296,749	$1,319,683	$ 145,598	$ (1,263,368)	$1,498,662

WEST CORPORATION

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS — (Continued)
YEAR ENDED DECEMBER 31, 2006, 2005 AND 2004
(Dollars in Thousands)

SUPPLEMENTAL CONDENSED CONSOLIDATING STATEMENTS OF CASH FLOWS

	Year Ended December 31, 2006			
	Parent/ Issuer	Guarantor Subsidiaries	Non-Guarantor Subsidiaries	Consolidated
NET CASH PROVIDED BY OPERATING ACTIVITIES:	$ —	$ 151,417	$ 45,221	$ 196,638
CASH FLOWS FROM INVESTING ACTIVITIES:				
Business acquisitions	(538,817)	(104,873)	—	(643,690)
Purchase of portfolio receivables	—	—	(114,560)	(114,560)
Purchase of property and equipment	(32,556)	(72,098)	(9,241)	(113,895)
Collections applied to principal of portfolio receivables	—	—	59,353	59,353
Other	13	526	—	539
Net cash provided by (used in) investing activities	(571,360)	(176,445)	(64,448)	(812,253)
CASH FLOWS FROM FINANCING ACTIVITIES:				
Proceeds from issuance of new debt and bonds	3,200,000	—	—	3,200,000
Consideration paid to shareholders in exchange for stock	(2,790,911)	—	—	(2,790,911)
Consideration paid to stock option holders in exchange for options	(119,638)	—	—	(119,638)
Proceeds from private equity sponsors	725,750	—	—	725,750
Net change in revolving credit facility	(220,000)	—	—	(220,000)
Debt issuance costs	(109,591)	—	—	(109,591)
Proceeds from stock options exercised	18,540	—	—	18,540
Excess tax benefits from stock options exercised	50,794	—	—	50,794
Proceeds from issuance of portfolio notes payable	—	—	97,871	97,871
Payments of portfolio notes payable	—	—	(51,144)	(51,144)
Payments of capital lease obligations	—	(6,313)	—	(6,313)
Other	4,485	—	—	4,485
Net cash (used in) provided by financing activities	759,429	(6,313)	46,727	799,843
Intercompany	(6,290)	20,369	(14,079)	—
EFFECT OF EXCHANGE RATES ON CASH AND CASH EQUIVALENTS	—	—	(131)	(131)
NET CHANGE IN CASH AND CASH EQUIVALENTS	181,779	(10,972)	13,290	184,097
CASH AND CASH EQUIVALENTS, Beginning of period	20,831	(2,386)	12,390	30,835
CASH AND CASH EQUIVALENTS, End of period	$ 202,610	$ (13,358)	$ 25,680	$ 214,932

WEST CORPORATION

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS — (Continued)
YEAR ENDED DECEMBER 31, 2006, 2005 AND 2004
(Dollars in Thousands)

SUPPLEMENTAL CONDENSED CONSOLIDATING STATEMENTS OF CASH FLOWS

	Year Ended December 31, 2005			
	Parent/ Issuer	Guarantor Subsidiaries	Non-Guarantor Subsidiaries	Consolidated
NET CASH PROVIDED BY OPERATING ACTIVITIES:	$ —	$ 234,497	$ 41,817	$ 276,314
CASH FLOWS FROM INVESTING ACTIVITIES:				
Business acquisitions	—	(208,785)	(860)	(209,645)
Purchase of portfolio receivables	—	—	(75,302)	(75,302)
Purchase of property and equipment	(7,060)	(64,496)	(5,299)	(76,855)
Collections applied to principal of portfolio receivables	—	—	64,395	64,395
Other	253	—	—	253
Net cash provided by (used in) investing activities	(6,807)	(273,281)	(17,066)	(297,154)
CASH FLOWS FROM FINANCING ACTIVITIES:				
Net change in revolving credit facility	(10,000)	—	—	(10,000)
Proceeds from stock options exercised	21,175	—	—	21,175
Proceeds from issuance of portfolio notes payable	—	—	66,765	66,765
Payments of portfolio notes payable	—	—	(54,743)	(54,743)
Net cash (used in) provided by financing activities	11,175	—	12,022	23,197
Intercompany	2,903	38,312	(41,215)	—
EFFECT OF EXCHANGE RATES ON CASH AND CASH EQUIVALENTS	—	—	148	148
NET CHANGE IN CASH AND CASH EQUIVALENTS	7,271	(472)	(4,294)	2,505
CASH AND CASH EQUIVALENTS, Beginning of period	13,560	(1,914)	16,684	28,330
CASH AND CASH EQUIVALENTS, End of period	$ 20,831	$ (2,386)	$ 12,390	$ 30,835

WEST CORPORATION

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS — (Continued)
YEAR ENDED DECEMBER 31, 2006, 2005 AND 2004
(Dollars in Thousands)

SUPPLEMENTAL CONDENSED CONSOLIDATING STATEMENTS OF CASH FLOWS

	Year Ended December 31, 2004			
	Parent/ Issuer	Guarantor Subsidiaries	Non-Guarantor Subsidiaries	Consolidated
NET CASH PROVIDED BY OPERATING ACTIVITIES:	$ —	$ 199,116	$ 18,260	$ 217,376
CASH FLOWS FROM INVESTING ACTIVITIES:				
Business acquisitions	—	(159,954)	(33,931)	(193,885)
Purchase of portfolio receivables	—	—	(28,683)	(28,683)
Purchase of property and equipment	(2,179)	(51,195)	(6,512)	(59,886)
Collections applied to principal of portfolio receivables	—	—	19,713	19,713
Other	1,998	—	—	1,998
Net cash provided by (used in) investing activities	(181)	(211,149)	(49,413)	(260,743)
CASH FLOWS FROM FINANCING ACTIVITIES:				
Payments of long-term obligations	(192,000)	—	—	(192,000)
Net change in revolving credit facility	230,000	—	—	230,000
Debt issuance costs	(1,068)	—	—	(1,068)
Proceeds from stock options exercised	14,553	—	—	14,553
Proceeds from issuance of portfolio notes payable	—	—	25,316	25,316
Payments of portfolio notes payable	—	—	(28,534)	(28,534)
Net cash (used in) provided by financing activities	51,485	—	(3,218)	48,267
Intercompany	(36,802)	(8,753)	45,555	—
EFFECT OF EXCHANGE RATES ON CASH AND CASH EQUIVALENTS	—	—	(525)	(525)
NET CHANGE IN CASH AND CASH EQUIVALENTS	14,502	(20,786)	10,659	4,375
CASH AND CASH EQUIVALENTS, Beginning of period	(942)	18,872	6,025	23,955
CASH AND CASH EQUIVALENTS, End of period	$ 13,560	$ (1,914)	$ 16,684	$ 28,330

Schedule II

WEST CORPORATION AND SUBSIDIARIES

CONSOLIDATED VALUATION ACCOUNTS
THREE YEARS ENDED DECEMBER 31, 2006

Description	Balance Beginning of Year	Reserves Obtained with Acquisitions	Additions — Charged (Credited) to Cost and Expenses	Deductions — Amounts Charged-Off	Balance End of Year
	(Amounts in thousands)				
December 31, 2006 — Allowance for doubtful accounts — Accounts receivable	$ 10,489	$ 230	$ (583)	$ 1,593	$ 8,543
December 31, 2005 — Allowance for doubtful accounts — Accounts receivable	$ 10,022	$ —	$ 2,803	$ 2,336	$ 10,489
December 31, 2004 — Allowance for doubtful accounts — Accounts receivable	$ 11,208	$ 1,107	$ 5,706	$ 7,999	$ 10,022

EXHIBIT INDEX

Exhibits identified in parentheses below, on file with the SEC are incorporated by reference into this report.

Exhibit Number	Description	Sequential Page Number
2.01	Purchase Agreement, dated as of July 23, 2002, by and among the Company, Attention, LLC, the sellers and the sellers' representative named therein (incorporated by reference to Exhibit 2.1 to Form 8-K dated August 2, 2002)	*
2.02	Agreement and Plan of Merger, dated as of March 27, 2003, by and among West Corporation, Dialing Acquisition Corp., ITC Holding Company, Inc. and, for purposes of Sections 3.6, 4.1 and 8.13 and Articles 11 and 12 only, the Stockholder Representative (incorporated by reference to Exhibit 2.1 to Form 8-K dated April 1, 2003)	*
2.03	Purchase Agreement, dated as of July 22, 2004, by and among Worldwide Asset Management, LLC; National Asset Management Enterprises, Inc.; Worldwide Asset Collections, LLC; Worldwide Asset Purchasing, LLC; BuyDebtCo LLC; The Debt Depot, LLC; Worldwide Assets, Inc., Frank J. Hanna Jr., Darrell T. Hanna, West Corporation and West Receivable Services, Inc. (incorporated by reference to Exhibit 2.1 to Current Report on Form 8-K filed on August 9, 2004)	*
2.04	Purchase Agreement, dated as of July 22, 2004, by and among Asset Direct Mortgage, LLC, Frank J. Hanna, Jr., Darrell T. Hanna and West Corporation (incorporated by reference to Exhibit 2.2 to Current Report on Form 8-K filed on August 9, 2004)	*
2.05	Asset Purchase Agreement, dated as of May 9, 2005, among InterCall, Inc., Sprint Communications Company L.P. and Sprint Corporation, solely with respect to certain sections thereof (incorporated by reference to Exhibit 2.1 to Current Report on Form 8-K filed on June 9, 2005)	*
2.06	Agreement and Plan Merger, dated January 29, 2006, by and among West Corporation, West International Corp. and Intrado Inc. (incorporated by reference to Exhibit 2.06 to Form 10-K filed February 24, 2006)	*
2.07	Agreement and Plan Merger, dated February 6, 2006, by and among Raindance Communications, Inc., West Corporation and Rockies Acquisition Corporation (incorporated by reference to Exhibit 2.07 to Form 10-K filed February 24, 2006)	*
3.01	Amended and Restated Certificate of Incorporation of the Company (incorporated by reference to Exhibit 3.1 to Form 8-K dated October 30, 2006)	*
3.02	Amended and Restated By-Laws of the Company (incorporated by reference to Exhibit 3.2 to Form 8-K dated October 30, 2006)	*
10.01	Indenture, dated as of October 24, 2006, among West Corporation, the Guarantors named on the Signature Pages thereto and The Bank of New York, as Trustee, with respect to the $9^1/_2$% senior notes due 2014 (incorporated by reference to Exhibit 4.1 to Form 10-Q filed on November 9, 2006)	*
10.02	Indenture, dated as of October 24, 2006, among West Corporation, the Guarantors named on the Signature Pages thereto and The Bank of New York, as Trustee, with respect to the 11% senior subordinated notes due 2016 (incorporated by reference to Exhibit 4.2 to Form 10-Q filed on November 9, 2006)	*
10.03	Employment Agreement between the Company and Thomas B. Barker dated January 1, 1999, as amended March 13, 2006 (incorporated by reference to Exhibit 10.01 to Form 10-Q filed May 4, 2006)(1)	*
10.04	Employment Agreement between the Company and Paul M. Mendlik dated November 4, 2002, as amended March 13, 2006 (incorporated by reference to Exhibit 10.07 to Form 10-Q filed May 4, 2006)(1)	*
10.05	Registration Rights Agreement, dated as of October 24, 2006, among West Corporation, the Guarantors Signatory thereto and Deutsche Bank Securities Inc., Lehman Brothers Inc., Banc of America Securities LLC, Wachovia Capital Markets, LLC and GE Capital Markets, Inc., with respect to the $9^1/_2$% senior notes due 2014 (incorporated by reference to Exhibit 4.3 to Form 10-Q filed on November 9, 2006)	*

Exhibit Number	Description	Sequential Page Number
10.06	Registration Rights Agreement, dated as of October 24, 2006, among West Corporation, the Guarantors Signatory thereto and Deutsche Bank Securities Inc., Lehman Brothers Inc., Banc of America Securities LLC, Wachovia Capital Markets, LLC and GE Capital Markets, Inc., with respect to the 11% senior subordinated notes due 2016 (incorporated by reference to Exhibit 4.4 to Form 10-Q filed on November 9, 2006)	*
10.07	Lease, dated September 1, 1994, by and between West Telemarketing Corporation and 99-Maple Partnership (Amendment No. 1) dated December 10, 2003 (incorporated by reference to Exhibit 10.07 to Form 10-K filed February 24, 2006)	*
10.08	Employment Agreement between the Company and Nancee R. Berger, dated January 1, 1999, as amended March 13, 2006 (incorporated by reference to Exhibit 10.02 to Form 10-Q filed May 4, 2006)(1)	*
10.09	Registration Rights and Coordination Agreement, dated as of October 24, 2006, among West Corporation, THL Investors, Quadrangle Investors, Other Investors, Founders and Managers named therein (incorporated by reference to Exhibit 4.5 to Form 10-Q filed on November 9, 2006)	*
10.10	Employment Agreement between the Company and Mark V. Lavin dated July 1, 1999, as amended March 13, 2006 (incorporated by reference to Exhibit 10.05 to Form 10-Q filed May 4, 2006)(1)	*
10.11	Employment Agreement between the Company and Steven M. Stangl dated January 1, 1999, as amended March 13, 2006 (incorporated by reference to Exhibit 10.09 to Form 10-Q filed May 4, 2006)(1)	*
10.12	Employment Agreement between the Company and Michael M. Sturgeon, dated January 1, 1999, as amended March 13, 2006 (incorporated by reference to Exhibit 10.11 to Form 10-Q filed May 4, 2006)(1)	*
10.13	Employment Agreement between the Company and Jon R. (Skip) Hanson, dated October 4, 1999, as amended March 13, 2006 (incorporated by reference to Exhibit 10.04 to Form 10-Q filed May 4, 2006)(1)	*
10.14	Credit Agreement, dated as of October 24, 2006, among West Corporation, as Borrower, The Lenders Party thereto, Lehman Commercial Paper Inc., as Administrative Agent and Swing Line Lender, Deutsche Bank Securities Inc. and Bank of America, N.A., as Syndication Agents, and Wachovia Bank, National Association and General Electric Capital Corporation, as Co-Documentation Agents, Lehman Brothers Inc. and Deutsche Bank Securities Inc., as Joint Lead Arrangers and Lehman Brothers Inc., Deutsche Bank Securities Inc. and Banc of America Securities LLC, as Joint Bookrunners (incorporated by reference to Exhibit 10.1 to Form 10-Q filed on November 9, 2006)	*
10.15	Employment Agreement between the Company and Michael E. Mazour, dated January 9, 2004 as amended March 13, 2006 (incorporated by reference to Exhibit 10.06 to Form 10-Q filed May 4, 2006)(1)	*
10.16	Guarantee Agreement, dated as of October 24, 2006, among The Guarantors identified therein and Lehman Commercial Paper Inc., as Administrative Agent (incorporated by reference to Exhibit 10.2 to Form 10-Q filed on November 9, 2006)	*
10.17	West Corporation Nonqualified Deferred Compensation Plan (incorporated by reference to Annex B to Schedule 14A filed April 10, 2003)(1)	*
10.18	Employment Agreement between the Company and Joseph Scott Etzler, dated May 7, 2003, as amended March 13, 2006 (incorporated by reference to Exhibit 10.03 to Form 10-Q filed May 4, 2006)(1)	*
10.19	Security Agreement, dated as of October 24, 2006, among West Corporation, The Other Grantors Identified therein and Lehman Commercial Paper Inc., as Administrative Agent (incorporated by reference to Exhibit 10.3 to Form 10-Q filed on November 9, 2006)	*
10.20	Intellectual Property Security Agreement, dated as of October 24, 2006, among West Corporation, The Other Grantors Identified therein and Lehman Commercial Paper Inc., as Administrative Agent (incorporated by reference to Exhibit 10.4 to Form 10-Q filed on November 9, 2006)	*

Exhibit Number	Description	Sequential Page Number
10.21	Deed of Trust, Assignment of Leases and Rents, Security Agreement and Financing Statement, dated October 24, 2006, from West Corporation, as Trustor to Chicago Title Insurance Company, as Trustee and Lehman Commercial Paper Inc., as Beneficiary (incorporated by reference to Exhibit 10.5 to Form 10-Q filed on November 9, 2006)	*
10.22	Deed of Trust, Assignment of Leases and Rents, Security Agreement and Financing Statement, dated October 24, 2006, from West Business Services, LP to Lehman Commercial Paper Inc. (incorporated by reference to Exhibit 10.6 to Form 10-Q filed on November 9, 2006)	*
10.23	Mortgage, Assignment of Leases and Rents, Security Agreement and Financing Statement, dated October 24, 2006, from West Telemarketing, LP to Lehman Commercial Paper Inc. . (incorporated by reference to Exhibit 10.7 to Form 10-Q filed on November 9, 2006)	*
10.24	Management Agreement, dated as of October 24, 2006, among Omaha Acquisition Corp., West Corporation, Quadrangle Advisors II LLC, and THL Managers VI, LLC (incorporated by reference to Exhibit 10.8 to Form 10-Q filed on November 9, 2006)	*
10.25	Founders Agreement, dated October 24, 2006, among West Corporation, Gary L. West and Mary E. West (incorporated by reference to Exhibit 10.9 to Form 10-Q filed on November 9, 2006)	*
10.26	Stockholder Agreement, dated as of October 24, 2006, among West Corporation, THL Investors, Quadrangle Investors, Other Investors, Founders and Managers named therein (incorporated by reference to Exhibit 10.10 to Form 10-Q filed on November 9, 2006)	*
10.27	Form of Rollover Agreement (incorporated by reference to Exhibit 10.11 to Form 10-Q filed on November 9, 2006)	*
10.28	West Corporation 2006 Executive Incentive Plan (incorporated by reference to Exhibit 10.12 to Form 10-Q filed on November 9, 2006)(1)	*
10.29	Form of West Corporation Restricted Stock Award and Special Bonus Agreement (incorporated by reference to Exhibit 10.13 to Form 10-Q filed on November 9, 2006)(1)	*
10.30	Form of Option Agreement (incorporated by reference to Exhibit 10.14 to Form 10-Q filed on November 9, 2006)(1)	*
10.31	Form of Rollover Option Grant Agreement (incorporated by reference to Exhibit 10.15 to Form 10-Q filed on November 9, 2006)(1)	*
10.32	West Corporation Nonqualified Deferred Compensation Plan (incorporated by reference to Exhibit 10.16 to Form 10-Q filed on November 9, 2006)(1)	*
10.33	West Corporation Executive Retirement Savings Plan Amended and Restated Effective January 1, 2005(1)	**
10.34	Amendment One West Corporation Executive Retirement Savings Plan(1)	**
10.35	Amendment Two West Corporation Executive Retirement Savings Plan(1)	**
10.36	Form of Change in Control Severance Agreement (incorporated by reference to Exhibit 10.1 to Form 8-K dated June 5, 2006)(1)	*
10.37	Senior Management Transaction Bonus Plan (incorporated by reference to Exhibit 10.2 to Form 8-K dated June 5, 2006)(1)	*
10.38	Senior Management Retention Plan (incorporated by reference to Exhibit 10.3 to Form 8-K dated June 5, 2006)(1)	*
10.39	Voting Agreement (incorporated by reference to Exhibit 99.2 to Form 8-K dated June 5, 2006)	*
10.40	Employment Agreement between the Company and James F. Richards, dated March 13, 2006 (incorporated by reference to Exhibit 10.08 to Form 10-Q filed on May 4, 2006)(1)	*
10.41	Employment Agreement between the Company and Todd B. Strubbe, dated March 13, 2006 (incorporated by reference to Exhibit 10.10 to Form 10-Q filed on May 4, 2006)(1)	*
21.01	Subsidiaries	**
31.01	Certification pursuant to 15 U.S.C. section 7241 as adopted pursuant to section 302 of the Sarbanes-Oxley Act of 2002	**

Exhibit Number	Description	Sequential Page Number
31.02	Certification pursuant to 15 U.S.C. section 7241 as adopted pursuant to section 302 of the Sarbanes-Oxley Act of 2002	**
32.01	Certification pursuant to 18 U.S.C. section 1350 as adopted pursuant to section 906 of the Sarbanes-Oxley Act of 2002	**
32.02	Certification pursuant to 18 U.S.C. section 1350 as adopted pursuant to section 906 of the Sarbanes-Oxley Act of 2002	**

* Indicates that the page number for such item is not applicable.

** Filed herewith

(1) Indicates management contract or compensation plan or arrangement.

EXHIBIT 11
Documentation to Support Cash and Funding Sources

Please refer to Exhibit 10 for documentation supporting Intrado Comm's cash and funding sources.

EXHIBIT 12
Technical and Managerial Expertise

See attached bios.

Technical and Managerial Expertise
Short bio-sketches

George Heinrichs, President

George Heinrichs is Co-founder of Intrado Inc.[11] and President of Intrado Inc. and Intrado Comm. A recognized emergency services expert, Mr. Heinrichs has played a key role in the evolution of the nation's 9-1-1 network and continues to influence 9-1-1 public policy. For his sustained support and leadership as well as his contributions to public safety and communications, Mr. Heinrichs has received numerous awards, including the National Emergency Number Association (NENA) William H. Stanton Nation 9-1-1 Service Award, the NENA President's Award and the Denver Telecom Professional Executive of the Year. In 2005, Mr. Heinrichs received the Ernst & Young Entrepreneur of the Year Award for Technology.

Stephen Meer, Chief Technology Officer

Stephen Meer is the Co-founder of Intrado Inc. and Chief Technology Officer of Intrado Inc and Intrado Comm. He is also actively involved with the development of 9-1-1 public policy and is a valued advisor to government and industry organizations such as the FCC, the National Emergency Number Association (NENA), and the U.S. Department of Transportation. Mr. Meer is a charter-certified Emergency Number Professional (ENP), RCA Fellow, and an active member of NENA, APCO International, the Institute of Electrical and Electronics Engineers (EEE) and the National Sheriff's Association. In 2005, Mr. Meer received the Ernst & Young Entrepreneur of the Year Award for Technology.

Craig W. Donaldson, Senior Vice President, Regulatory Affairs

Craig W. Donaldson is the Senior Vice President of Regulatory Affairs for Intrado Inc. and Intrado Comm and is responsible for the development of the Company's telecommunications-related policies that are advocated in state and federal forums.

Mr. Donaldson joined Intrado Inc. in 1997 and served as Intrado Inc.'s General Counsel until the Company was acquired by West Corporation in April 2006. Before joining Intrado Inc. Mr. Donaldson practiced law for ten years with an emphasis on trials and appeals and represented clients primarily in the media and telecommunications industries. Prior to that he worked at AT&T for six years and served for one year on the Colorado Commission Government Productivity under former Governor Roy Romer. Mr. Donaldson currently serves on the Advisory Board for the University of Colorado's Silicon Flatirons

[11] Intrado Inc. was formerly known as SCC Communications.

Telecommunications Program and on the Board of ATIS (Alliance for Telecommunications Industry Solutions).

Mary Hester, Senior Vice President – Sales and Service Delivery

Mary Hester is the Senior Vice President of sales and service delivery for Intrado Inc. and Intrado Comm. In this role she leads Intrado Comm teams responsible for sales and delivery of Intrado Comm products and services to telecommunications carriers and public safety agencies in North America. She also oversees strategic planning, operations and customer satisfaction and is directly responsible for the provision of 9-1-1 services to carriers serving over 350 million subscribers.

Prior to assuming her current position, Ms. Hester was senior vice president of Intrado Inc's Wireline Business. In this role she expanded and strengthened Intrado's relationships with Incumbent Local Exchange Carriers, VoIP carriers and direct customers. Before that, she was vice president of wireless operations for Intrado.

Ms. Hester joined Intrado Inc. in 1997 as manager of Intrado's Data Integrity Unit, where she made a significant contribution to improving 9-1-1 data quality.

She has an extensive public safety background that began with a 15-year career with the Boulder Regional Communications Center. Ms. Hester is a member of the National Emergency Number Association, and has received numerous civic awards for her dedication to public safety.

Nancy Casey, Corporate Controller

Nancy Casey is corporate controller for Intrado Inc. and Intrado Comm. She has the responsibility for all Intrado Comm's financial reporting.

Ms. Casey brings over 15 years of diversified business advisory, management, financial and accounting experience to her position. A certified public accountant, Ms. Casey has extensive knowledge and expertise in working with multinational, multi-location companies in the high tech telecommunications, retail and manufacturing industries. She joined Intrado Inc. in 2003 and was instrumental in establishing the company's Sarbanes-Oxley Section 404 compliance program. She also managed due diligence activities related to the acquisition of Intrado by West Corporation, a global outsourced communications solutions provider. Prior to joining Intrado, Ms. Casey was the corporate controller and treasurer for Wild Oats Markets, Inc. in Boulder, Colorado and was an audit manager for Price Waterhouse LLP in Denver, Colorado.

Ms. Casey holds multiple bachelor and master degrees from the University of Colorado-Boulder, and she is a member of the American Institute of Certified Public Accountants and the Colorado Society of Certified Public Accountants.

Michael Nelson - Vice President of Software Engineering

Mr. Nelson has more than 26 years of experience in software development. He is responsible for software development and forward looking architectures for Intrado Comm service offerings and software products. He has extensive telecommunications and information technology experience in product development involving call processing, large databases, GIS functionality, client server system architecture and monitoring and alarming systems. Mr. Nelson holds six patents related to emergency call services.

Prior to joining the Intrado family of companies, Mr. Nelson held senior positions in software development at Qwest and U S WEST, including senior director of network systems where he managed software development organizations related to telephony network design and operations. Mr. Nelson was a member of the technical staff at AT&T Bell Laboratories after earning a Master of Science degree in computer science from the University of Southern California and a bachelor's degree in computer science from Northern Arizona University. Mr. Nelson has been an active participant in American National Standards development bodies and was a member of the FCC NRIC study of next generation 9-1-1 services.

Carey F. Spence, ENP –Vice President, Regulatory Affairs

Carey F. Spence is the Vice President of Regulatory Affairs for Intrado Comm and is responsible for the company's regulatory, legislative, and policies initiatives. Ms. Spence was a founding member of the NENA Emergency Number Professional program and served as an officer on the Texas Emergency Number Association. She is an active member of the National Association of 9-1-1 State Administrators ("NASNA"), Association of Public Safety Communications ("APCO"), National Emergency Number Association ("NENA") and served on several national committees and conference planning, and the National Conference of State Legislators. From 1989 to 2003, she held various management positions at the Texas Commission on State Emergency Telecommunications, including Deputy Director from 1998 to 2003, and is a graduate of the State of Texas Governor's Executive Management School. At Intrado Comm, she leads a team of 9-1-1 professionals throughout the United States who provide support and information to 9-1-1 stakeholders, namely State Agencies, and Public Safety Answering Points ("PSAPs"), related to state legislative/statutory, administrative rules and tariffs, and cost recovery.

Technical and Managerial Expertise
Short bio-sketches

Thomas W. Hicks, Director – Carrier Relations

Thomas W. Hicks is Intrado Comm's Director – Carrier Relations and has nearly 40 years of experience in telecommunications. Mr. Hicks oversees regulatory and technical affairs involving other carriers, including wireline and VoIP interconnection. Mr. Hicks is active in 9-1-1 industry standards bodies, including leading the ATIS-ESIF Emergency Call and Data Routing subcommittee focused on the development of network interoperability and technology integration standards related to emergency call and data routing components. He also participates as a 9-1-1 subject matter expert for ATIS-ESIF on the North American Numbering Council (NANC) Pseudo-ANI (pANI) Issues Management Group for development of pANI Administration Guidelines. He is a recipient of the NENA Lifetime Membership Award for contributing to and leading industry and association efforts that led to the creation of FCC Docket 94-102 (wireless E9-1-1 order) and for establishing and leading the NENA Technical Standards organization.

Eric Sorensen, Director – Regulatory Compliance

Eric Sorensen, who has more than 15 years of telecommunications experience with an ILEC, oversees all state and federal regulatory compliance for Intrado Comm. During his tenure, he served as the Company's Director, International Market Development and was responsible for all operations of Intrado's services in the State of Texas, including the implementation, delivery, maintenance, and billing of E9-1-1 database services. Mr. Sorensen was also instrumental in the development of innovative E9-1-1 services and led Intrado's contribution to the successful conclusion of six wireless 9-1-1 technology demonstrations, including both Phase One and Phase Two services. He is the former Product Management Director for 9-1-1 and emergency services at AT&T in the Pacific Bell territory. In this role, Mr. Sorensen was instrumental in leading the effort that brought E9-1-1 service to Pacific Bell subscribers statewide. He has served as the Western Regional Vice President of NENA and as a Board member for the Colorado NENA chapter.

Bob Currier, ENP – Manager – Government Affairs

Bob Currier coordinates with the public safety community on Enhanced 9-1-1 deployment issues; presents educational programs at local, state and regional levels; and assists in the deployment of Enhanced 9-1-1 services to PSAPs and government programs across the Great Lakes region and throughout the northern east coast. Mr Currier is currently the North Central Regional Director of NENA; a member of the NENA Finance and Operations Committee; and has served in many positions on the Michigan Chapter of NENA and APCO Executive Boards. He is a state-certified fire training instructor for the St. Clair County Fire and Emergency Service Training Institute, and an instructor for the NENA Educational

Advisory Board. He was recognized by his peers in Michigan for his outstanding service to 9-1-1 and public safety; he received the Meritorious Service Award from the Port Huron Police Department for his efforts in implementing 9-1-1 services in St. Clair County; and he was honored as Intrado Comm Employee of the Month for his dedication to serving the public safety community.

Jay Neilson – Director of Network System Operations

In his position as Director of Network System Operations of Intrado Comm, Mr. Neilson is responsible for the Network Operations Center (service and repair activities) and the Emergency Call Relay Center. Both of these centers are manned 24/7. In addition the Product Support Group and the Network System engineers report to him. Mr. Neilson also manages network change of control notification, a process that must be undertaken to notify the appropriate PSAP contact staff every time Intrado or another vendor makes a change in its processes or equipment.

Mr. Neilson has 20 years experience in the telecom industry. His career began when he was a central office technician for Western Telecommunications, a long distance provider (using microwave technology) a voice and data provider. He then became a research and development engineer with Kansas Cellular (known as "Kinnet") were he was involved with cellular, fiber optic and SONET communication technologies. While at Kinnet he had responsibility for maintaining thee DMS switches (models 100, 250 and 500) and he conducted studies involving local multipoint distribution services ("LMDS") and served as a beta tester for a LMDS product. Thereafter, prior to joining Intrado Comm, Mr. Neilson was associated with Level 3 where he was in charge of operations engineering. At Level 3, engineers who were responsible for VoIP operations and engineers responsible for SS7 activities reported to him.

EXHIBIT 13
Names, Addresses, and Phone Numbers of Officers of Intrado Comm

George Heinrichs, President
Craig W. Donaldson, Sr. Vice President, Regulatory Affairs
Paul Mendlik, Treasurer
Mary West, Secretary

All the officers are located at:

Intrado Communications, Inc.
1601 Dry Creek Drive
Longmont, Colorado 80503
Telephone: (720) 494-5800

Intrado Comm is ultimately owned by West Corporation, a public consortium that files a 10K with the Securities and Exchange Commission. The contact information for the West Corporation officers follows:

Tom Barker, Chief Executive Officer and Director
Nancee Berger, Chief Operating Officer and President
Paul Mendlik, Chief Financial Officer, Treasurer and Executive Vice President – Finance
Mike Sturgeon, Executive Vice President – Sale and Marketing
Skip Hanson, Chief Administrative Officer and Executive Vice President – Corporate Services
Rob Johnson, Executive Vice President – Strategic Business Development
Dave Mussman, Executive Vice President, General Counsel and Secretary

Officers are located at:

West Corporation
11808 Miracle Hills Drive
Omaha, Nebraska 68154
Telephone: 800-232-0900

EXHIBIT 14

Corporate Structure and Ownership Documentation

While the documentation of Intrado Comm's ownership and structure is indicated on Exhibit 10, SEC Form 10K as of December 31, 2006, below is a diagram of its corporation ownership.

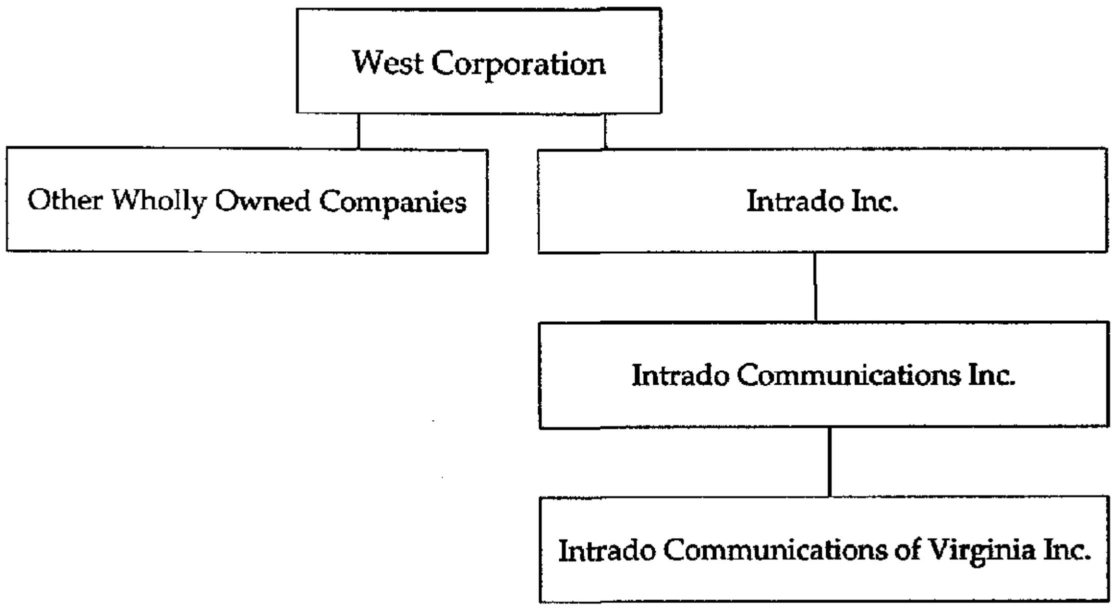

EXHIBIT 15

Information Regarding Similar Operations in Other States

Intrado Comm is a certified telecommunications provider in 35 states where it has authority to provide the exact services it seeks to provide in the State of Ohio. In Virginia, its subsidiary, Intrado Communications of Virginia Inc., is certified to provide these exact services. In Texas, Intrado Inc., Intrado Comm's parent company, provides competitive selective routing database services in competition with incumbent providers and holds a telecommunications services certification. The certification in Illinois is also held by Intrado Inc.

Since the 1990s, Intrado Inc. has provided the core of the nation's 9-1-1 ALI and selective routing infrastructure. Each year, Intrado Inc.'s services and systems support over 200 million 9-1-1 calls, including calls from wireline, wireless, VoIP and other alternative communication technologies.

EXHIBIT 16

Verification of Maintenance of Telephony Records

I, Craig W. Donaldson, Senior Vice President of Regulatory Affairs for Intrado Comm verify that Intrado Comm will maintain its local telephony records in accordance with Generally Accepted Accounting Principles ("GAAP"), as required by O.A.C. 4901:1-6-10(D)(4), adopted pursuant to PUCO Case No. 06-1345-TP-ORD.

Craig W. Donaldson

Nov. 15, 2007

Date

EXHIBIT 17

Verification of Affiliate Transaction Requirements

I, Craig W. Donaldson, Senior Vice President of Regulatory Affairs for Intrado Comm verify that Intrado Comm will comply with all Affiliate Transaction Requirements set forth in O.A.C. 4901:1-6-10(D)(3), adopted pursuant to PUCO Case No. 06-1345-TP-ORD.

Craig W. Donaldson

Nov. 15, 2007

Date

EXHIBIT 18

Explanation of Interconnection Negotiation Request
Pursuant to 1996 TRA Sections 251 and 252

Intrado Comm does not have an interconnection agreement with any providers in Ohio at this time. Below is the status of negotiations with AT&T Ohio, CenturyTel of Ohio, Cincinnati Bell Telephone Company, United Telephone Company of Ohio dba Embarq, Verizon North, and Windstream:

Company Name[1]	Date 251 Negotiations Requested	Current Status
AT&T	5/18/2007	Conducted initial call with AT&T. Negotiating footprint wide agreement. Intrado Comm-edited agreement returned to AT&T for review.
Cincinnati Bell	5/18/2007	Intrado Comm is currently reviewing/editing the Cincinnati Bell boilerplate 251 agreement. On May 18, 2007, Intrado Comm had made a request for negotiations, but when the time for agreement expired, unlike most carriers, Cincinnati Bell refused to grant an extension. Thus, Intrado Comm was compelled to begin the process anew with a request for negotiation letter dated October 29, 2007.
Embarq	5/18/2007	Conducted initial negotiation call with Embarq. Intrado Comm-edited agreement returned to Embarq for review, and Intrado Comm is awaiting agreement and/or edits from Embarq.
Verizon	5/18/2007	Conducted initial negotiation call with Verizon. Intrado Comm-edited agreement was returned to Verizon, and Intrado Comm is awaiting agreement and/or edits from Verizon (some of which has already been received).
Windstream-Alltel	7/13/2007	Windstream's required non-disclosure agreement is being reviewed/edited by Intrado Comm. Windstream has agreed to provide Intrado Comm their boilerplate 251 agreement once NDAs are executed.

Note [1] Intrado Comm's negotiation team is focused on establishing negotiating formal 251 agreements with the ILECs shown here, as these entities currently operate E9-1-1 selective routing system(s) that Intrado Comm may find the need to interoperate with for purposes of call transfers or call handoffs to/from its system(s).

EXHIBIT 19

Notarized Affidavit Regarding Intrado Comm Requests for Interconnection

State of Colorado)
) SS:
County of Boulder)

AFFIDAVIT

I Craig W. Donaldson, Senior Vice President of Regulatory Affairs for Intrado Comm verify that Intrado Comm, having been duly cautioned, state that Intrado Comm has requested interconnection arrangements with AT&T Ohio, CenturyTel of Ohio, Cincinnati Bell Telephone Company, United Telephone Company of Ohio dba Embarq, Verizon North, and Windstream as shown on Exhibit 18 to this application. Attached to this Affidavit are copies of bona fide letters sent to these companies requesting interconnection negotiations pursuant to Sections 251 and 252 of the Telecommunications Act of 1996.

A timeline for the provision of Intrado Comm's services is not possible because Intrado Comm will be marketing to individual PSAPs throughout Ohio. Currently Intrado Comm is in discussion with one PSAP to provide 9-1-1 services that include the CLEC services that are contemplated by an Ohio certificate. Intrado Comm has already built a selective routing facility in Ohio to support beta testing and work is underway for the implementation of a second, redundant selective routing facility in Ohio. Once a PSAP selects Intrado Comm's CLEC service, Intrado Comm will immediately arrange for the requisite facilities to serve the PSAP. These facilities could include administrative links to Intrado Comm's existing facilities in Colorado and leases of transport facilities within Ohio. The company's experience in other states has been that once an agreement for services is reached with a PSAP, the time for arranging for, or constructing, the requisite facilities varies from two to six months. The date for the commencement of service is negotiated with each PSAP.

Further affiant sayeth not.

Craig W. Donaldson

Subscribed before me this 15th day of November, 2007.

Vera M Wing
Notary Public

6/20/10
Date my commission expires

SEAL VERA M. WING NOTARY PUBLIC STATE OF COLORADO

May 18, 2007

VIA CERTIFIED MAIL

AT&T Contract Management
311 S Akard
Four AT&T Plaza, 9th floor
Dallas, TX 75202

RE: Request for Section 251 Interconnection

Dear Contract Manager:

Pursuant to Section 251, et seq. of the Telecommunications Act of 1996, as amended, Intrado Communications Inc. herein requests interconnection with AT&T.

Please forward the appropriate materials to:

Thomas W. Hicks
Director, Regulatory Affairs
c/o Colleen Lockett
Intrado Communications Inc.
1601 Dry Creek Drive
Longmont, CO 80503
e-mail: regulatory@intrado.com

We look forward to commencing interconnection negotiations with your team. Should you have any questions please feel free to contact me at (972) 772-5883.

Thank you for your consideration.

Sincerely,

Thomas W. Hicks

Thomas W. Hicks

intrado®
COMMUNICATIONS INC.

July 13, 2007

VIA CERTIFIED MAIL

ATTENTION: Carrier Relations
CenturyTel
100 CenturyTel Drive, 1 North
Monroe, LA 71203

RE: Request Interconnection Negotiations pursuant to Section 251 of the Telecommunications Act of 1996.

Dear Carrier Relations Representative:

Pursuant to Section 251, et seq. of the Telecommunications Act of 1996, as amended, Intrado Communications Inc. herein requests interconnection with CenturyTel.

Please forward the appropriate materials to:

Thomas W. Hicks
Director, Regulatory Affairs
c/o Colleen Lockett
Intrado Communications Inc.
1601 Dry Creek Drive
Longmont, CO 80503
e-mail: regulatory@intrado.com

We look forward to commencing interconnection negotiations with your team. Should you have any questions please feel free to contact me at (972) 772-5883.

Thank you for your consideration.

Sincerely,

Thomas W Hicks

Thomas W. Hicks

intrado
COMMUNICATIONS INC.

May 18, 2007

VIA CERTIFIED MAIL

Gary Peddicord
Director of Carrier Operations
Cincinnati Bell Telephone
221 East Fourth Street, 121-850
P.O. Box 2301
Cincinnati, Ohio 45201-2301

RE: Request for Section 251 Interconnection

Dear Mr. Peddicord:

Pursuant to Section 251, *et seq.* of the Telecommunications Act of 1996, as amended, Intrado Communications Inc. herein requests interconnection with Cincinnati Bell.

Please forward the appropriate materials to:

Thomas W. Hicks
Director, Regulatory Affairs
c/o Colleen Lockett
Intrado Communications Inc.
1601 Dry Creek Drive
Longmont, CO 80503
e-mail: regulatory@intrado.com

We look forward to commencing interconnection negotiations with your team. Should you have any questions please feel free to contact me at (972) 772-5883.

Thank you for your consideration.

Sincerely,

Thomas W Hicks

Thomas W. Hicks

SENDER: COMPLETE THIS SECTION

- Complete items 1, 2, and 3. Also complete item 4 if Restricted Delivery is desired.
- Print your name and address on the reverse so that we can return the card to you.
- Attach this card to the back of the mailpiece, or on the front if space permits.

1. Article Addressed to:

Gary Peddicord
Director of Carrier Operations
Cincinnati Bell Telephone
221 East Fourth st 121-850
P.O. Box 2301
Cincinnati, Ohio 45201

COMPLETE THIS SECTION ON DELIVERY

A. Signature
X Tina Vogt ☐ Agent ☐ Addressee

B. Received by (Printed Name) | C. Date of Delivery

D. Is delivery address different from item 1? ☐ Yes
If YES, enter delivery address below: ☐ No

MAY 21 2007

3. Service Type
☐ Certified Mail ☐ Express Mail
☐ Registered ☐ Return Receipt for Merchandise
☐ Insured Mail ☐ C.O.D.

4. Restricted Delivery? (Extra Fee) ☐ Yes

2. Article Number
(Transfer from service label) 7006 0100 0001 0683 8691

PS Form 3811, February 2004 Domestic Return Receipt 102595-02-M-1540

7006 0100 0001 0683 8691

CERTIFIED MAIL™ RECEIPT
(Domestic Mail Only; No Insurance Coverage Provided)

For delivery information visit our website at www.usps.com

OFFICIAL USE

Postage	$
Certified Fee	
Return Receipt Fee (Endorsement Required)	
Restricted Delivery Fee (Endorsement Required)	
Total Postage & Fees	$ 5.61

5/18/07
Postmark Here

canceled

Sent To

Street, Apt. No.; or PO Box No.

City, State, ZIP+4

Bricker & Eckler
ATTORNEYS AT LAW

COLUMBUS | CLEVELAND
CINCINNATI-DAYTON

BRICKER & ECKLER LLP
100 South Third Street
Columbus, Ohio 43215-4291
MAIN: 614.227.2300
FAX: 614.227.2390

www.bricker.com
info@bricker.com

Sally W. Bloomfield
614.227.2368
sbloomfield@bricker.com

October 29, 2007

Mr. Robert Wilhelm
Cincinnati Bell Telephone Company
201 East Fourth Street, 102-910
P.O. Box 2301
Cincinnati OH 45201-2301

VIA FEDERAL EXPRESS

Dear Mr. Wilhelm:

Intrado Communications Inc. ("Intrado Comm") is a certified telecommunications provider in Kentucky and will have filed an application for certification as a competitive local exchange carrier in the State of Ohio. Intrado Comm is Intrado Comm's is headquartered at 1601 Dry Creek Drive, Longmont, Colorado 80503. We presently are a certified telecommunications provider in all but 12 states.[1] The Ohio application will be filed shortly.

We would like to re-initiate the process of establishing an interconnection agreement with Cincinnati Bell Telephone Company pursuant to Section 251 of the Telecommunications Act of 1996 in the States of Kentucky and Ohio. Specifically, Intrado Comm is interested in interconnecting to Cincinnati Bell's 9-1-1 tandems for the purpose of 9-1-1 call transfers between Intrado Comm-served public safety answering points ("PSAPs") and Cincinnati Bell-served PSAPs, the opportunity to collocate select Intrado Comm facilities and apparatus in Cincinnati Bell collocation sites, and for wholesale access for UNE services where necessary for the provision of local exchange service.

---

[1] Intrado Comm is in the process of applying for certification in Arkansas, Alaska, Arizona, Delaware, Georgia, Hawaii, Louisiana, Maine, New Hampshire, New Jersey, Pennsylvania, and South Dakota.

We would like to proceed with this matter in an orderly but not overly lengthy manner. If you have any questions regarding this matter you may contact me on 614-227-2368. Our main contact for this activity will be Thomas W. Hicks, Intrado Comm's Director – Carrier Relations, on 972-correspondence and e-mails. My mailing address and e-mail address are listed on this letter; Ms. Kiser may be reached at Mintz, Levin, Cohn, Ferris, Glovsky and Popeo, 701 Pennsylvania Avenue, NW, Washington DC 20004; her e-mail address is ckiser@mintz.com.

Sincerely,

Sally W. Bloomfield

Sally W. Bloomfield

Cc: Allen Francis, Chief, Telecommunications

BONA FIDE REQUEST FOR INTERCONNECTION
Local Service Guidelines, Appendix A
Section III, C.

1. *The technical description of the requested meet point(s) or, in the alternative, the requested point(s) of collocation (e.g. the end office, tandem, etc.);*

Intrado Communications Inc.: Intrado Comm is interested in collocation in Cincinnati Bell facilities.

2. *For each collocation point: a forecast of DS-1 and DS-3 cross connects required during the term of the agreement; the requested interface format (electrical vs. optical); the type of collocation (physical or virtual) requested; and, if physical collocation is requested, the amount of partitioned space required, as well as DC power and environmental conditioning requirements;*

Intrado Communications Inc.: Intrado Comm will seek DS1 connections over DS0-level facilities to Cincinnati Bell tandems employing SS7 signaling.

3. *For each meet point, a detailed technical description of the requested interface equipment must be provided;*

Intrado Communications Inc.: **None**

4. *The requested reciprocal compensation arrangement for transport and termination of local traffic;*

Intrado Communications Inc.: **None**

5. *A technical description of any required unbundled network elements;*

Intrado Communications Inc.: Intrado Comm seeks UNE loops for the provision of local exchange service to PSAPs from Cincinnati Bell end offices.

6. *Any requested access to the poles, ducts, conduits, and rights-of-way owned or controlled by the providing carrier;*

Intrado Communications Inc.: **None**

7. *Any requested white pages directory listings for the customer of the requesting carrier's telephone exchange service;*

Intrado Communications Inc.: **None**

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8. *Any requested access to 9-1-1, E-94-1, directory assistance, operator call completion service, and any required dialing parity capability;*

Intrado Communications Inc.: Intrado Comm will seek DS1 connections over DS0-level facilities to Cincinnati Bell tandems employing SS7 signaling. In addition, Intrado Comm will seek access to Cincinnati Bell's call-related databases, including local dial translations, to permit, *inter alia*, emergency call transfers.

9. *Any requested telephone numbers for the assignment to the requesting LEC's local exchange service customers;*

Intrado Communications Inc.: **None**

10. *The requested method(s) of interim number portability capability, until long-term number portability is available;*

Intrado Communications Inc.: **None**

11. *An itemized list of the required telecommunications services to be offered for resale by the providing carrier, and required operational support Systems associated with the resale of these telecommunications services;*

Intrado Communications Inc.: **None**

12. *If transit traffic functionality is required, the requested method(s) of providing that functionality at each requested point of interconnection pursuant to Section IV of these guidelines;*

Intrado Communications Inc: **None.**

13. *The requested completion date; and*

Intrado Communications Inc.: **60 days**

14. *A list including names, phone numbers, and areas of responsibility of the requesting carrier's contact persons for the negotiation process.*

Thomas W. Hicks
Director – Carrier Relations
Intrado Communications Inc.
1601 Dry Creek Drive
Longmont, CO 80503
(972) 772-5883

2239290v1

intrado®
COMMUNICATIONS INC.

May 18, 2007

VIA CERTIFIED MAIL

Kathryn Feeney
EMBARQ Corporation
9300 Metcalf Ave., Overland Park, KS 66212-1463

RE: Request for Section 251 Interconnection

Dear Ms. Feeney:

Pursuant to Section 251, et seq. of the Telecommunications Act of 1996, as amended, Intrado Communications Inc. herein requests interconnection with Embarq.

Please forward the appropriate materials to:

Thomas W. Hicks
Director, Regulatory Affairs
c/o Colleen Lockett
Intrado Communications Inc.
1601 Dry Creek Drive
Longmont, CO 80503
e-mail: regulatory@intrado.com

We look forward to commencing interconnection negotiations with your team. Should you have any questions please feel free to contact me at (972) 772-5883.

Thank you for your consideration.

Sincerely,

Thomas W. Hicks

intrado
COMMUNICATIONS INC.

May 18, 2007

VIA Certified Mail

Manager - Contract Management
Verizon Wholesale Markets
600 Hidden Ridge
HQEWMNOTICES-CM
Irving, TX 75038

RE: Request for Section 251 Interconnection

Dear Contract Manager:

Pursuant to Section 251, et seq., of the Telecommunications Act of 1996, as amended, Intrado Communications Inc. herein requests interconnection with Verizon.

Please forward the appropriate materials to:

Tom Hicks
Director, Regulatory Affairs
c/o Colleen Lockett
Intrado Communications Inc.
1601 Dry Creek Drive
Longmont, CO 80503
e-mail: regulatory@intrado.com

We look forward to commencing interconnection negotiations with your team. Should you have any questions, please feel free to contact me at (972) 772-5883.

Thank you for your consideration.

Sincerely,

Tom Hicks

Tom Hicks

intrado®
COMMUNICATIONS INC.

July 13, 2007

VIA CERTIFIED MAIL

Mr.
ALLTEL Communications, Inc.
One Allied Drive
Little Rock, AR 72202

RE: Request Interconnection Negotiations pursuant to Section 251 of the Telecommunications Act of 1996.

Dear:

Pursuant to Section 251, et seq. of the Telecommunications Act of 1996, as amended, Intrado Communications Inc. herein requests interconnection with ALLTEL Communications, Inc..

Please forward the appropriate materials to:

Thomas W. Hicks
Director, Regulatory Affairs
c/o Colleen Lockett
Intrado Communications Inc.
1601 Dry Creek Drive
Longmont, CO 80503
e-mail: regulatory@intrado.com

We look forward to commencing interconnection negotiations with your team. Should you have any questions please feel free to contact me at (972) 772-5883.

Thank you for your consideration.

Sincerely,

Thomas W Hicks

Thomas W. Hicks

EXHIBIT 20

Advance Payment

Intrado Comm does not require advance payments.

EXHIBIT 21

Customer Bill and Disconnect Notice

Not applicable because PSAP customers are governmental entities that have legal obligations to pay, and though they may delay in making payments, Intrado never experienced a "no pay" situation with this class of customers. Furthermore, the customer contracts typically provide for a term and for events that would permit the PSAP to end the contract earlier than term.

See attached for a copy of Intrado Comm's customer bill.

intrado
COMMUNICATIONS INC.
1601 Dry Creek Drive
Longmont, CO 80503

REMIT TO: **intrado**
COMMUNICATIONS INC.
LOCKBOX #1273
DENVER CO 80256

For Billing Questions, Please Call:
1-800-269-4165

Invoice

NUMBER	66881
DATE	25-OCT-07
PAGE	1 of 1
PURCHASE ORDER NUMBER	PO 5998630021
OUR REFERENCE	
CUSTOMER NUMBER	5361

Bill To
ELAINE STUART
UNIDENTIFIED CUSTOMER
ONLY USED FOR AR AGING PURPOSES
LONGMONT CO 80503

Ship To

TERMS	DUE DATE		CUSTOMER CONTACT	SHIP DATE	SHIP VIA	SHIPPING REFERENCE
30 NET	24-NOV-07		ELAINE STUART			

ITEM NO	Invoice	QUANTITY	UNIT PRICE	EXTENDED AMOUNT
1	Description for Services	1	1,000.00	1,000.00

SPECIAL INSTRUCTIONS

SUBTOTAL	TAX		TOTAL
1,000.00	0.00	0.00	1,000.00 Currency: USD

EXHIBIT 22

Sample Copy of Customer Application Form

Not applicable because each PSAP customer enters into a customer contract unique to its own situation.

EXHIBIT 24

List of Ohio ILEC Exchanges Intrado Comm Intends to Serve

See attached form.

ILEC	COUNTY	EXCHANGE	[illegible]
AT&T Ohio	CUYAHOGA	Brecksville	X
AT&T Ohio	CUYAHOGA	Chagrin Falls	X
AT&T Ohio	CUYAHOGA	Cleveland	X
AT&T Ohio	CUYAHOGA	Gates Mills	X
AT&T Ohio	CUYAHOGA	Hillcrest	X
AT&T Ohio	CUYAHOGA	Independence	X
AT&T Ohio	CUYAHOGA	Montrose [CUY]	X
AT&T Ohio	CUYAHOGA	North Royalton	X
AT&T Ohio	CUYAHOGA	Olmsted Falls	X
AT&T Ohio	CUYAHOGA	Strongsville	X
AT&T Ohio	CUYAHOGA	Terrace	X
AT&T Ohio	CUYAHOGA	Trinity	X
AT&T Ohio	CUYAHOGA	Victory	X
AT&T Ohio	ERIE	Bloomingville	X
AT&T Ohio	ERIE	Castalia	X
AT&T Ohio	ERIE	Sandusky	X
AT&T Ohio	FAIRFIELD	Carroll	X
AT&T Ohio	FAIRFIELD	Lancaster	X
AT&T Ohio	FAIRFIELD	Rushville	X
AT&T Ohio	FAIRFIELD	Sugar Grove	X
AT&T Ohio	FAYETTE	Bloomingburg	X
AT&T Ohio	FAYETTE	Jeffersonville	X
AT&T Ohio	FAYETTE	Milledgeville	X
AT&T Ohio	FAYETTE	Washington Court House	X
AT&T Ohio	FRANKLIN	Alton	X
AT&T Ohio	FRANKLIN	Canal Winchester	X
AT&T Ohio	FRANKLIN	Columbus	X
AT&T Ohio	FRANKLIN	Dublin	X
AT&T Ohio	FRANKLIN	Gahanna	X
AT&T Ohio	FRANKLIN	Grove City	X
AT&T Ohio	FRANKLIN	Groveport	X
AT&T Ohio	FRANKLIN	Harrisburg	X
AT&T Ohio	FRANKLIN	Hilliard	X
AT&T Ohio	FRANKLIN	Lockbourne	X
AT&T Ohio	FRANKLIN	New Albany	X
AT&T Ohio	FRANKLIN	Reynoldsburg	X
AT&T Ohio	FRANKLIN	Westerville	X
AT&T Ohio	FRANKLIN	Worthington	X
AT&T Ohio	GALLIA	Cheshire	X
AT&T Ohio	GALLIA	Gallipolis	X
AT&T Ohio	GALLIA	Guyan	X
AT&T Ohio	GALLIA	Rio Grande	X
AT&T Ohio	GALLIA	Vinton	X
AT&T Ohio	GALLIA	Walnut	X
AT&T Ohio	GEAUGA	Burton	X
AT&T Ohio	GEAUGA	Chesterland	X
AT&T Ohio	GREENE	Beavercreek	X
AT&T Ohio	GREENE	Bellbrook	X
AT&T Ohio	GREENE	Bowersville	X

ILEC	COUNTY	EXCHANGE	
AT&T Ohio	GREENE	Cedarville	X
AT&T Ohio	GREENE	Fairborn	X
AT&T Ohio	GREENE	Jamestown	X
AT&T Ohio	GREENE	Spring Valley	X
AT&T Ohio	GREENE	Xenia	X
AT&T Ohio	GREENE	Yellow Springs-Clifton	X
AT&T Ohio	HANCOCK	Findlay	X
AT&T Ohio	HIGHLAND	Belfast	X
AT&T Ohio	HIGHLAND	Danville [HIG]	X
AT&T Ohio	HIGHLAND	Hillsboro	X
AT&T Ohio	HIGHLAND	Marshall	X
AT&T Ohio	HIGHLAND	Rainsboro	X
AT&T Ohio	HIGHLAND	Sugar Tree Ridge	X
AT&T Ohio	HOCKING	Murray City	X
AT&T Ohio	JEFFERSON	Mingo Junction	X
AT&T Ohio	JEFFERSON	Steubenville	X
AT&T Ohio	JEFFERSON	Toronto	X
AT&T Ohio	LAKE	Leroy	X
AT&T Ohio	LAKE	Mentor	X
AT&T Ohio	LAKE	Painesville	X
AT&T Ohio	LAKE	Wickliffe	X
AT&T Ohio	LAKE	Willoughby	X
AT&T Ohio	LAWRENCE	Arabia	X
AT&T Ohio	LAWRENCE	Ironton	X
AT&T Ohio	LUCAS	Holland	X
AT&T Ohio	LUCAS	Maumee	X
AT&T Ohio	LUCAS	Toledo	X
AT&T Ohio	LUCAS	Whitehouse	X
AT&T Ohio	MADISON	London	X
AT&T Ohio	MADISON	Sedalia	X
AT&T Ohio	MADISON	South Solon	X
AT&T Ohio	MADISON	West Jefferson	X
AT&T Ohio	MAHONING	Canfield	X
AT&T Ohio	MAHONING	Lowellville	X
AT&T Ohio	MAHONING	North Jackson	X
AT&T Ohio	MAHONING	North Lima	X
AT&T Ohio	MAHONING	Sebring	X
AT&T Ohio	MAHONING	Youngstown	X
AT&T Ohio	MIAMI	Fletcher-Lena	X
AT&T Ohio	MIAMI	Piqua	X
AT&T Ohio	MONROE	Beallsville	X
AT&T Ohio	MONROE	Clarington	X
AT&T Ohio	MONROE	Duffy	X
AT&T Ohio	MONROE	Graysville	X
AT&T Ohio	MONROE	Lewisville	X
AT&T Ohio	MONROE	Woodsfield	X
AT&T Ohio	MONTGOMERY	Centerville [MOT]	X
AT&T Ohio	MONTGOMERY	Dayton	X
AT&T Ohio	MONTGOMERY	Miamisburg-W.Carrollton	X

AT&T Ohio	MONTGOMERY	Vandalia	X
AT&T Ohio	MUSKINGUM	Dresden	X
AT&T Ohio	MUSKINGUM	Fultonham	X
AT&T Ohio	MUSKINGUM	Norwich	X
AT&T Ohio	MUSKINGUM	Philo	X
AT&T Ohio	MUSKINGUM	Zanesville	X
AT&T Ohio	PERRY	Corning	X
AT&T Ohio	PERRY	Glenford	X
AT&T Ohio	PERRY	New Lexington	X
AT&T Ohio	PERRY	Roseville	X
AT&T Ohio	PERRY	Shawnee	X
AT&T Ohio	PERRY	Somerset	X
AT&T Ohio	PERRY	Thornville	X
AT&T Ohio	PICKAWAY	New Holland	X
AT&T Ohio	PORTAGE	Atwater	X
AT&T Ohio	PORTAGE	Kent	X
AT&T Ohio	PORTAGE	Mantua	X
AT&T Ohio	PORTAGE	Mogadore	X
AT&T Ohio	PORTAGE	Ravenna	X
AT&T Ohio	PORTAGE	Rootstown	X
AT&T Ohio	SANDUSKY	Fremont	X
AT&T Ohio	SANDUSKY	Lindsey	X
AT&T Ohio	SENECA	Fostoria	X
AT&T Ohio	SENECA	New Riegel	X
AT&T Ohio	SENECA	Tiffin	X
AT&T Ohio	STARK	Alliance	X
AT&T Ohio	STARK	Canal Fulton	X
AT&T Ohio	STARK	Canton	X
AT&T Ohio	STARK	Hartville	X
AT&T Ohio	STARK	Louisville	X
AT&T Ohio	STARK	Magnolia-Waynesburg	X
AT&T Ohio	STARK	Marlboro	X
AT&T Ohio	STARK	Massillon	X
AT&T Ohio	STARK	Navarre	X
AT&T Ohio	STARK	North Canton	X
AT&T Ohio	STARK	Uniontown	X
AT&T Ohio	SUMMIT	Akron	X
AT&T Ohio	SUMMIT	Greensburg	X
AT&T Ohio	SUMMIT	Manchester [SUM]	X
AT&T Ohio	TRUMBULL	Girard	X
AT&T Ohio	TRUMBULL	Hubbard	X
AT&T Ohio	TRUMBULL	Kirtland	X
AT&T Ohio	TRUMBULL	Niles	X
AT&T Ohio	TRUMBULL	Sharon	X
AT&T Ohio	TUSCARAWAS	Gnadenhutten	X
AT&T Ohio	TUSCARAWAS	Newcomerstown	X
AT&T Ohio	TUSCARAWAS	Uhrichsville	X
AT&T Ohio	WARREN	Franklin	X
AT&T Ohio	WASHINGTON	Belpre	X

[illegible]	COUNTY	[illegible]	[illegible]
AT&T Ohio	WASHINGTON	Marietta	X
AT&T Ohio	WASHINGTON	New Matamoras	X
AT&T Ohio	WASHINGTON	Newport	X
AT&T Ohio	WAYNE	Dalton	X
AT&T Ohio	WOOD	Perrysburg	X
AT&T Ohio	WYANDOT	Upper Sandusky	X
Ayersville	DEFIANCE	Ayersville	X
Bascom Mutual	SENECA	Bascom	X
Benton Ridge	HANCOCK	Benton Ridge	X
Benton Ridge	HENRY	New Bavaria	X
Benton Ridge	PUTNAM	North Creek	X
Buckland	AUGLAIZE	Buckland	X
CC&S Telco	WILLIAMS	Cooney	X
Century	ERIE	Birmingham	X
Century	ERIE	Vermilion	X
Century	LORAIN	Amherst	X
Century	LORAIN	Avon	X
Century	LORAIN	Avon Lake	X
Century	LORAIN	Lorain	X
Champaign	CHAMPAIGN	Terre Haute	
Champaign	CHAMPAIGN	Urbana	
Chillicothe	ROSS	Bainbridge [ROS]	
Chillicothe	ROSS	Bourneville	
Chillicothe	ROSS	Chillicothe	
Chillicothe	ROSS	Clarksburg	
Chillicothe	ROSS	Frankfort	
Chillicothe	ROSS	Hallsville	
Chillicothe	ROSS	Kingston	
Chillicothe	ROSS	Londonderry	
Chillicothe	ROSS	Massieville	
Chillicothe	ROSS	Richmondale	
Cincinnati Bell	BUTLER	Bethany-West Chester	X
Cincinnati Bell	BUTLER	Hamilton	X
Cincinnati Bell	BUTLER	Reily	X
Cincinnati Bell	BUTLER	Seven Mile	X
Cincinnati Bell	BUTLER	Shandon	X
Cincinnati Bell	CLERMONT	Bethel	X
Cincinnati Bell	CLERMONT	Clermont	X
Cincinnati Bell	CLERMONT	Little Miami	X
Cincinnati Bell	CLERMONT	Newtonsville	X
Cincinnati Bell	CLERMONT	Williamsburg	X
Cincinnati Bell	HAMILTON	Cincinnati	X
Cincinnati Bell	HAMILTON	Harrison	X
Columbus Grove	PUTNAM	Columbus Grove	
Conneaut	ASHTABULA	Conneaut	
Continental	PAULDING	Grover Hill	
Continental	PUTNAM	Continental	
Continental	PUTNAM	Miller City	
Doylestown	WAYNE	Doylestown	

Farmers Mutual	HENRY	Okolona	
Fort Jennings	PUTNAM	Fort Jennings	
Germantown	MONTGOMERY	Germantown	
Glandorf	PUTNAM	Glandorf	
Kalida	PUTNAM	Kalida	
Little Miami	BROWN	Fayetteville	
Little Miami	WARREN	Butlerville	
McClure	HENRY	McClure	
Middle Point Home	VAN WERT	Middle Point	
Minford	SCIOTO	Minford	
New Knoxville	AUGLAIZE	New Knoxville	
Nova	ASHLAND	Nova	
Nova	ASHLAND	Sullivan	
Oakwood	PAULDING	Oakwood	
Orwell	ASHTABULA	Colebrook	
Orwell	ASHTABULA	Orwell	
Orwell	ASHTABULA	Windsor	
Orwell	HANCOCK	Mount Cory	
Orwell	PUTNAM	Belmore	
Orwell	PUTNAM	Gilboa	
Orwell	PUTNAM	Leipsic	
Orwell	PUTNAM	Pandora	
Orwell	TRUMBULL	North Bloomfield	
Ottoville Mutual	PUTNAM	Cloverdale	
Ottoville Mutual	PUTNAM	Ottoville	
Pattersonville	CARROLL	Pattersonville	
Ridgeville	HENRY	Ridgeville Corners	
Sherwood Mutual	DEFIANCE	Sherwood	
Sycamore	SENECA	McCutcheonville	
Sycamore	SENECA	Melmore	
Sycamore	WYANDOT	Sycamore	
Telephone Service Co	AUGLAIZE	Cridersville	
Telephone Service Co	AUGLAIZE	Wapakoneta	
United of Indiana	DARKE	Union City	
United Telephone dba Embarq	ALLEN	Beaverdam	X
United Telephone dba Embarq	ALLEN	Bluffton	X
United Telephone dba Embarq	ALLEN	Cairo	X
United Telephone dba Embarq	ALLEN	Delphos	X
United Telephone dba Embarq	ALLEN	Elida	X
United Telephone dba Embarq	ALLEN	Gomer	X
United Telephone dba Embarq	ALLEN	Lafayette	X
United Telephone dba Embarq	ALLEN	Lima	X
United Telephone dba Embarq	ALLEN	Westminster	X
United Telephone dba Embarq	ASHTABULA	Andover	X
United Telephone dba Embarq	ASHTABULA	Jefferson	X
United Telephone dba Embarq	ASHTABULA	New Lyme	X
United Telephone dba Embarq	ATHENS	Glouster	X
United Telephone dba Embarq	AUGLAIZE	Waynesfield	X
United Telephone dba Embarq	CHAMPAIGN	North Lewisburg	X

[illegible]	[illegible]	[illegible]	[illegible]
United Telephone dba Embarq	CHAMPAIGN	Rosewood	X
United Telephone dba Embarq	CRAWFORD	Bucyrus	X
United Telephone dba Embarq	CRAWFORD	Chatfield	X
United Telephone dba Embarq	CRAWFORD	Lykens	X
United Telephone dba Embarq	CRAWFORD	New Winchester	X
United Telephone dba Embarq	DARKE	Ansonia	X
United Telephone dba Embarq	DARKE	Arcanum	X
United Telephone dba Embarq	DARKE	Bradford	X
United Telephone dba Embarq	DARKE	Gettysburg	X
United Telephone dba Embarq	DARKE	Greenville	X
United Telephone dba Embarq	DARKE	Hollansburg	X
United Telephone dba Embarq	DARKE	New Madison	X
United Telephone dba Embarq	DARKE	Rossburg	X
United Telephone dba Embarq	DARKE	Versailles	X
United Telephone dba Embarq	DEFIANCE	Defiance	X
United Telephone dba Embarq	DEFIANCE	Jewell	X
United Telephone dba Embarq	DELAWARE	Sunbury	X
United Telephone dba Embarq	FULTON	Archbold	X
United Telephone dba Embarq	FULTON	Lyons	X
United Telephone dba Embarq	FULTON	Metamora	X
United Telephone dba Embarq	FULTON	Swanton	X
United Telephone dba Embarq	FULTON	Wauseon	X
United Telephone dba Embarq	HARDIN	Ada	X
United Telephone dba Embarq	HARDIN	Alger	X
United Telephone dba Embarq	HARDIN	Dunkirk	X
United Telephone dba Embarq	HARDIN	Mount Victory	X
United Telephone dba Embarq	HARDIN	Ridgeway	X
United Telephone dba Embarq	HENRY	Deshler	X
United Telephone dba Embarq	HENRY	Florida	X
United Telephone dba Embarq	HENRY	Gerald	X
United Telephone dba Embarq	HENRY	Grelton-Malinta	X
United Telephone dba Embarq	HENRY	Hamler	X
United Telephone dba Embarq	HENRY	Holgate	X
United Telephone dba Embarq	HENRY	Liberty Center	X
United Telephone dba Embarq	HENRY	Napoleon	X
United Telephone dba Embarq	HOLMES	Big Prairie	X
United Telephone dba Embarq	HOLMES	Glenmont	X
United Telephone dba Embarq	HOLMES	Holmesville	X
United Telephone dba Embarq	HOLMES	Killbuck	X
United Telephone dba Embarq	HOLMES	Millersburg	X
United Telephone dba Embarq	HOLMES	Nashville	X
United Telephone dba Embarq	KNOX	Centerburg	X
United Telephone dba Embarq	KNOX	Danville [KNO]	X
United Telephone dba Embarq	KNOX	Fredericktown	X
United Telephone dba Embarq	KNOX	Gambier	X
United Telephone dba Embarq	KNOX	Martinsburg	X
United Telephone dba Embarq	KNOX	Mount Vernon	X
United Telephone dba Embarq	LICKING	Alexandria	X
United Telephone dba Embarq	LICKING	Croton	X

ILEC	[illegible]	[illegible]	[illegible]
United Telephone dba Embarq	LICKING	Hebron	X
United Telephone dba Embarq	LICKING	Johnstown	X
United Telephone dba Embarq	LICKING	Pataskala	X
United Telephone dba Embarq	LICKING	Utica-Homer	X
United Telephone dba Embarq	LOGAN	Belle Center	X
United Telephone dba Embarq	LOGAN	Bellefontaine	X
United Telephone dba Embarq	LOGAN	De Graff	X
United Telephone dba Embarq	LOGAN	East Liberty	X
United Telephone dba Embarq	LOGAN	Huntsville	X
United Telephone dba Embarq	LOGAN	Rushsylvania	X
United Telephone dba Embarq	LOGAN	Russells Point	X
United Telephone dba Embarq	LOGAN	West Liberty	X
United Telephone dba Embarq	LOGAN	West Mansfield	X
United Telephone dba Embarq	LUCAS	Richfield Center-Berkey	X
United Telephone dba Embarq	LUCAS	Waterville	X
United Telephone dba Embarq	MAHONING	Berlin Center	X
United Telephone dba Embarq	MAHONING	Damascus	X
United Telephone dba Embarq	MAHONING	North Benton	X
United Telephone dba Embarq	MARION	Caledonia	X
United Telephone dba Embarq	MERCER	Rockford	X
United Telephone dba Embarq	MORGAN	Chesterhill	X
United Telephone dba Embarq	MORGAN	McConnelsville	X
United Telephone dba Embarq	MORGAN	Pennsville	X
United Telephone dba Embarq	MORGAN	Reinersville-Hackney	X
United Telephone dba Embarq	MORGAN	Stockport	X
United Telephone dba Embarq	MORROW	Cardington	X
United Telephone dba Embarq	MORROW	Chesterville	X
United Telephone dba Embarq	MORROW	Johnsville	X
United Telephone dba Embarq	MORROW	Marengo	X
United Telephone dba Embarq	MORROW	Mount Gilead	X
United Telephone dba Embarq	MUSKINGUM	Adamsville	X
United Telephone dba Embarq	MUSKINGUM	Frazeysburg	X
United Telephone dba Embarq	PERRY	Crooksville	X
United Telephone dba Embarq	PERRY	Junction City	X
United Telephone dba Embarq	PICKAWAY	Mount Sterling	X
United Telephone dba Embarq	PORTAGE	Lake Milton	X
United Telephone dba Embarq	PORTAGE	Wayland	X
United Telephone dba Embarq	PORTAGE	Windham	X
United Telephone dba Embarq	PREBLE	Camden	X
United Telephone dba Embarq	PREBLE	Eaton	X
United Telephone dba Embarq	PREBLE	Eldorado	X
United Telephone dba Embarq	PREBLE	New Paris	X
United Telephone dba Embarq	PREBLE	West Manchester	X
United Telephone dba Embarq	PUTNAM	Ottawa	X
United Telephone dba Embarq	RICHLAND	Adario	X
United Telephone dba Embarq	RICHLAND	Bellville	X
United Telephone dba Embarq	RICHLAND	Butler	X
United Telephone dba Embarq	RICHLAND	Lexington	X
United Telephone dba Embarq	RICHLAND	Lucas	X

[illegible]	[illegible]	[illegible]	[illegible]
United Telephone dba Embarq	RICHLAND	Mansfield	X
United Telephone dba Embarq	RICHLAND	Shelby	X
United Telephone dba Embarq	RICHLAND	Shiloh	X
United Telephone dba Embarq	SANDUSKY	Woodville	X
United Telephone dba Embarq	SENECA	Green Springs	X
United Telephone dba Embarq	SENECA	Old Fort	X
United Telephone dba Embarq	SHELBY	Anna	X
United Telephone dba Embarq	SHELBY	Botkins	X
United Telephone dba Embarq	SHELBY	Fort Loramie	X
United Telephone dba Embarq	SHELBY	Jackson Center	X
United Telephone dba Embarq	SHELBY	Sidney	X
United Telephone dba Embarq	TRUMBULL	Bristolville	X
United Telephone dba Embarq	TRUMBULL	Cortland	X
United Telephone dba Embarq	TRUMBULL	Greene	X
United Telephone dba Embarq	TRUMBULL	Hartford	X
United Telephone dba Embarq	TRUMBULL	Johnston	X
United Telephone dba Embarq	TRUMBULL	Kinsman	X
United Telephone dba Embarq	TRUMBULL	Newton Falls	X
United Telephone dba Embarq	TRUMBULL	Warren	X
United Telephone dba Embarq	UNION	Byhalia	X
United Telephone dba Embarq	UNION	Magnetic Springs	X
United Telephone dba Embarq	UNION	Marysville	X
United Telephone dba Embarq	UNION	Milford Center	X
United Telephone dba Embarq	UNION	Raymond	X
United Telephone dba Embarq	UNION	York Center	X
United Telephone dba Embarq	VAN WERT	Van Wert	X
United Telephone dba Embarq	VAN WERT	Venedocia	X
United Telephone dba Embarq	WARREN	Lebanon	X
United Telephone dba Embarq	WARREN	Mason	X
United Telephone dba Embarq	WARREN	Morrow	X
United Telephone dba Embarq	WARREN	South Lebanon	X
United Telephone dba Embarq	WARREN	Waynesville	X
United Telephone dba Embarq	WASHINGTON	Bartlett	X
United Telephone dba Embarq	WAYNE	Apple Creek	X
United Telephone dba Embarq	WAYNE	Fredericksburg	X
United Telephone dba Embarq	WAYNE	Kidron	X
United Telephone dba Embarq	WAYNE	Marshallville	X
United Telephone dba Embarq	WAYNE	Orrville	X
United Telephone dba Embarq	WAYNE	Rittman	X
United Telephone dba Embarq	WAYNE	Shreve	X
United Telephone dba Embarq	WAYNE	Smithville	X
United Telephone dba Embarq	WAYNE	Sterling	X
United Telephone dba Embarq	WAYNE	Wooster	X
United Telephone dba Embarq	WILLIAMS	Stryker	X
United Telephone dba Embarq	WOOD	Bloomdale	X
United Telephone dba Embarq	WOOD	Cygnet	X
United Telephone dba Embarq	WOOD	Luckey	X
United Telephone dba Embarq	WOOD	Moline	X
United Telephone dba Embarq	WOOD	Portage	X

ILEC	COUNTY	[illegible]	[illegible]
United Telephone dba Embarq	WOOD	Risingsun	X
United Telephone dba Embarq	WOOD	Stony Ridge	X
Vanlue	HANCOCK	Vanlue	
Vaughnsville	PUTNAM	Vaughnsville	
Verizon North	ADAMS	Manchester [ADA]	X
Verizon North	ADAMS	Peebles	X
Verizon North	ADAMS	Seaman	X
Verizon North	ADAMS	West Union	X
Verizon North	ALLEN	Spencerville	X
Verizon North	ASHLAND	Ashland	X
Verizon North	ASHLAND	Hayesville	X
Verizon North	ASHLAND	Loudonville	X
Verizon North	ASHLAND	Perrysville	X
Verizon North	ASHLAND	Polk	X
Verizon North	ASHLAND	Redhaw	X
Verizon North	ASHLAND	Savannah	X
Verizon North	ATHENS	Albany	X
Verizon North	ATHENS	Amesville	X
Verizon North	ATHENS	Athens	X
Verizon North	ATHENS	Guysville	X
Verizon North	ATHENS	New Marshfield	X
Verizon North	ATHENS	Shade	X
Verizon North	ATHENS	The Plains	X
Verizon North	AUGLAIZE	Minster	X
Verizon North	AUGLAIZE	New Bremen	X
Verizon North	AUGLAIZE	St. Marys	X
Verizon North	BELMONT	Flushing	X
Verizon North	BROWN	Decatur	X
Verizon North	BROWN	Georgetown	X
Verizon North	BROWN	Hamersville	X
Verizon North	BROWN	Higginsport	X
Verizon North	BROWN	Mount Orab	X
Verizon North	BROWN	Russellville	X
Verizon North	BROWN	Sardinia	X
Verizon North	BUTLER	Morning Sun	X
Verizon North	BUTLER	Oxford	X
Verizon North	CARROLL	Carrollton	X
Verizon North	CARROLL	Dellroy	X
Verizon North	CARROLL	Harlem Springs	X
Verizon North	CARROLL	Malvern	X
Verizon North	CARROLL	Mechanicstown	X
Verizon North	CHAMPAIGN	Mechanicsburg	X
Verizon North	CHAMPAIGN	Woodstock	X
Verizon North	CLARK	Catawba	X
Verizon North	CLERMONT	Felicity	X
Verizon North	CLINTON	Blanchester	X
Verizon North	CLINTON	Clarksville	X
Verizon North	CLINTON	Martinsville	X
Verizon North	CLINTON	New Burlington	X

ILEC	COUNTY	[illegible]	[illegible]
Verizon North	CLINTON	New Vienna	X
Verizon North	CLINTON	Port William	X
Verizon North	CLINTON	Sabina	X
Verizon North	CLINTON	Wilmington	X
Verizon North	COLUMBIANA	East Rochester	X
Verizon North	COLUMBIANA	Hanoverton	X
Verizon North	COLUMBIANA	North Georgetown	X
Verizon North	COLUMBIANA	Winona	X
Verizon North	COSHOCTON	Cooperdale	X
Verizon North	COSHOCTON	Warsaw	X
Verizon North	CRAWFORD	Crestline	X
Verizon North	CRAWFORD	Galion	X
Verizon North	CRAWFORD	New Washington	X
Verizon North	DARKE	North Star	X
Verizon North	DARKE	Yorkshire	X
Verizon North	DEFIANCE	Hicksville	X
Verizon North	DEFIANCE	Ney	X
Verizon North	DELAWARE	Ashley	X
Verizon North	DELAWARE	Cheshire Center	X
Verizon North	DELAWARE	Delaware	X
Verizon North	DELAWARE	Kilbourne	X
Verizon North	DELAWARE	Ostrander	X
Verizon North	DELAWARE	Radnor	X
Verizon North	DELAWARE	Rathbone	X
Verizon North	ERIE	Berlin Heights	X
Verizon North	ERIE	Huron	X
Verizon North	ERIE	Kelleys Island	X
Verizon North	ERIE	Milan	X
Verizon North	FAIRFIELD	Amanda	X
Verizon North	FAIRFIELD	Baltimore	X
Verizon North	FAIRFIELD	Bremen	X
Verizon North	FAIRFIELD	Millersport	X
Verizon North	FAIRFIELD	Pleasantville	X
Verizon North	FULTON	Fayette	X
Verizon North	GUERNSEY	Byesville	X
Verizon North	GUERNSEY	Cambridge	X
Verizon North	HANCOCK	Arlington	X
Verizon North	HANCOCK	Jenera	X
Verizon North	HANCOCK	McComb	X
Verizon North	HANCOCK	Mount Blanchard	X
Verizon North	HANCOCK	Rawson	X
Verizon North	HANCOCK	Van Buren	X
Verizon North	HARDIN	Forest	X
Verizon North	HARRISON	Bowerston	X
Verizon North	HARRISON	Cadiz	X
Verizon North	HARRISON	Freeport	X
Verizon North	HARRISON	Jewett	X
Verizon North	HARRISON	Scio	X
Verizon North	HIGHLAND	Greenfield	X

[illegible]	[illegible]	[illegible]	[illegible]
Verizon North	HIGHLAND	Leesburg	X
Verizon North	HIGHLAND	Lynchburg	X
Verizon North	HIGHLAND	Mowrystown	X
Verizon North	HIGHLAND	Sinking Spring	X
Verizon North	HOCKING	Laurelville	X
Verizon North	HOCKING	Logan	X
Verizon North	HOLMES	Berlin	X
Verizon North	HOLMES	Lakeville	X
Verizon North	HURON	Bellevue	X
Verizon North	HURON	Greenwich	X
Verizon North	HURON	Monroeville	X
Verizon North	HURON	New London	X
Verizon North	HURON	Norwalk	X
Verizon North	HURON	Wakeman	X
Verizon North	HURON	Willard	X
Verizon North	JACKSON	Jackson	X
Verizon North	JACKSON	Oak Hill	X
Verizon North	JACKSON	Wellston	X
Verizon North	JEFFERSON	Adena	X
Verizon North	JEFFERSON	Amsterdam	X
Verizon North	JEFFERSON	Bergholz	X
Verizon North	JEFFERSON	Brilliant	X
Verizon North	JEFFERSON	Dillonvale-Mt. Pleasant	X
Verizon North	JEFFERSON	Knoxville	X
Verizon North	JEFFERSON	Richmond	X
Verizon North	JEFFERSON	Smithfield	X
Verizon North	JEFFERSON	Tiltonsville	X
Verizon North	LAWRENCE	Chesapeake	X
Verizon North	LORAIN	Grafton	X
Verizon North	LORAIN	North Eaton	X
Verizon North	LORAIN	Oberlin	X
Verizon North	LORAIN	Wellington	X
Verizon North	LUCAS	Curtice-Oregon	X
Verizon North	LUCAS	Sylvania	X
Verizon North	MADISON	Resaca	X
Verizon North	MARION	Green Camp	X
Verizon North	MARION	Larue	X
Verizon North	MARION	Marion	X
Verizon North	MARION	Morral	X
Verizon North	MARION	Prospect	X
Verizon North	MARION	Waldo	X
Verizon North	MEDINA	Brunswick	X
Verizon North	MEDINA	Chatham	X
Verizon North	MEDINA	Homerville	X
Verizon North	MEDINA	Lodi	X
Verizon North	MEDINA	Medina	X
Verizon North	MEDINA	Seville	X
Verizon North	MEDINA	Sharon Center	X
Verizon North	MEDINA	Spencer	X

[illegible]	[illegible]	[illegible]	[illegible]
Verizon North	MEDINA	Valley City	X
Verizon North	MEDINA	Wadsworth	X
Verizon North	MEDINA	Westfield Center	X
Verizon North	MEIGS	Letart Falls	X
Verizon North	MEIGS	Pomeroy	X
Verizon North	MEIGS	Portland	X
Verizon North	MERCER	Celina	X
Verizon North	MERCER	Coldwater	X
Verizon North	MERCER	Fort Recovery	X
Verizon North	MERCER	Maria Stein	X
Verizon North	MERCER	Mendon	X
Verizon North	MIAMI	Laura	X
Verizon North	MIAMI	Tipp City	X
Verizon North	MIAMI	Troy	X
Verizon North	MIAMI	West Milton	X
Verizon North	MONTGOMERY	Brookville	X
Verizon North	MONTGOMERY	Englewood	X
Verizon North	MONTGOMERY	Farmersville	X
Verizon North	MONTGOMERY	Liberty	X
Verizon North	MONTGOMERY	New Lebanon	X
Verizon North	MONTGOMERY	Phillipsburg	X
Verizon North	MONTGOMERY	Trotwood	X
Verizon North	MUSKINGUM	New Concord	X
Verizon North	NOBLE	Caldwell	X
Verizon North	NOBLE	Dexter City	X
Verizon North	NOBLE	Summerfield	X
Verizon North	OTTAWA	Elmore	X
Verizon North	OTTAWA	Genoa	X
Verizon North	OTTAWA	Marblehead	X
Verizon North	OTTAWA	Oak Harbor	X
Verizon North	OTTAWA	Port Clinton	X
Verizon North	OTTAWA	Put-In-Bay	X
Verizon North	PAULDING	Antwerp	X
Verizon North	PAULDING	Payne	X
Verizon North	PICKAWAY	Ashville	X
Verizon North	PICKAWAY	Circleville	X
Verizon North	PICKAWAY	Williamsport	X
Verizon North	PIKE	Beaver	X
Verizon North	PIKE	Idaho	X
Verizon North	PIKE	Piketon	X
Verizon North	PIKE	Waverly	X
Verizon North	PORTAGE	Garrettsville	X
Verizon North	PREBLE	Gratis	X
Verizon North	PREBLE	Lewisburg	X
Verizon North	PREBLE	West Alexandria	X
Verizon North	RICHLAND	Plymouth	X
Verizon North	SANDUSKY	Clyde	X
Verizon North	SANDUSKY	Gibsonburg	X
Verizon North	SANDUSKY	Helena	X

Verizon North	SCIOTO	Portsmouth	X
Verizon North	SENECA	Attica	X
Verizon North	SENECA	Bettsville	X
Verizon North	SENECA	Bloomville	X
Verizon North	SENECA	Republic	X
Verizon North	STARK	Beach City	X
Verizon North	STARK	Brewster	X
Verizon North	STARK	Minerva	X
Verizon North	STARK	Paris	X
Verizon North	STARK	Wilmot	X
Verizon North	SUMMIT	Montrose [SUM]	X
Verizon North	TUSCARAWAS	Baltic	X
Verizon North	TUSCARAWAS	Bolivar	X
Verizon North	TUSCARAWAS	Mineral City	X
Verizon North	TUSCARAWAS	New Philadelphia	X
Verizon North	TUSCARAWAS	Strasburg	X
Verizon North	TUSCARAWAS	Sugarcreek	X
Verizon North	UNION	Plain City	X
Verizon North	UNION	Richwood	X
Verizon North	VAN WERT	Convoy	X
Verizon North	VAN WERT	Ohio City	X
Verizon North	VAN WERT	Scott	X
Verizon North	VAN WERT	Willshire-Wren	X
Verizon North	VINTON	McArthur	X
Verizon North	VINTON	Wilkesville	X
Verizon North	WASHINGTON	Barlow	X
Verizon North	WASHINGTON	Beverly	X
Verizon North	WASHINGTON	Lowell	X
Verizon North	WASHINGTON	Lower Salem	X
Verizon North	WASHINGTON	Watertown	X
Verizon North	WAYNE	Burbank	X
Verizon North	WAYNE	Congress	X
Verizon North	WAYNE	Creston	X
Verizon North	WAYNE	West Salem	X
Verizon North	WILLIAMS	Bryan	X
Verizon North	WILLIAMS	Edgerton	X
Verizon North	WILLIAMS	Edon	X
Verizon North	WILLIAMS	Evansport	X
Verizon North	WILLIAMS	Montpelier	X
Verizon North	WILLIAMS	Pioneer	X
Verizon North	WILLIAMS	West Unity	X
Verizon North	WOOD	Bowling Green	X
Verizon North	WOOD	Grand Rapids	X
Verizon North	WOOD	Haskins-Tontogany	X
Verizon North	WOOD	North Baltimore	X
Verizon North	WOOD	Pemberville	X
Verizon North	WOOD	Wayne-Bradner	X
Verizon North	WOOD	Weston	X
Verizon North	WYANDOT	Carey	X

Verizon North	WYANDOT	Harpster	X
Verizon North	WYANDOT	Nevada	X
Verizon North	WYANDOT	Wharton	X
Wabash Mutual	MERCER	Wabash	X
Windstream Ohio	CHAMPAIGN	St. Paris	X
Windstream Ohio	FULTON	Chesterfield	X
Windstream Ohio	FULTON	Delta	X
Windstream Ohio	FULTON	Neapolis	X
Windstream Ohio	HARDIN	Kenton	X
Windstream Ohio	LICKING	Granville	X
Windstream Ohio	LICKING	Gratiot	X
Windstream Ohio	LICKING	Hanover-Marne*	X
Windstream Ohio	LICKING	Newark	X
Windstream Ohio	LICKING	St. Louisville	X
Windstream Ohio	LORAIN	Columbia Station	X
Windstream Ohio	LORAIN	Elyria	X
Windstream Ohio	MIAMI	Covington	X
Windstream Ohio	MIAMI	Pleasant Hill	X
Windstream Ohio	PAULDING	Paulding	X
Windstream Western Reserve	ASHTABULA	Ashtabula	X
Windstream Western Reserve	ASHTABULA	Austinburg	X
Windstream Western Reserve	ASHTABULA	Dorset	X
Windstream Western Reserve	ASHTABULA	Geneva	X
Windstream Western Reserve	ASHTABULA	Kingsville	X
Windstream Western Reserve	ASHTABULA	Pierpont	X
Windstream Western Reserve	ASHTABULA	Rock Creek	X
Windstream Western Reserve	ASHTABULA	Trumbull	X
Windstream Western Reserve	ATHENS	Coolville	X
Windstream Western Reserve	BELMONT	Centerville [BEL]	X
Windstream Western Reserve	BELMONT	Morristown	X
Windstream Western Reserve	BELMONT	Powhatan Point	X
Windstream Western Reserve	GEAUGA	Bainbridge [GEA]	X
Windstream Western Reserve	GEAUGA	Chardon	X
Windstream Western Reserve	GEAUGA	East Claridon	X
Windstream Western Reserve	GEAUGA	Huntsburg	X
Windstream Western Reserve	GEAUGA	Middlefield	X
Windstream Western Reserve	GEAUGA	Montville	X
Windstream Western Reserve	GEAUGA	Newbury	X
Windstream Western Reserve	GEAUGA	Parkman	X
Windstream Western Reserve	GEAUGA	Russell	X
Windstream Western Reserve	GEAUGA	Thompson	X
Windstream Western Reserve	GUERNSEY	Cumberland	X
Windstream Western Reserve	GUERNSEY	Fairview	X
Windstream Western Reserve	GUERNSEY	Old Washington	X
Windstream Western Reserve	GUERNSEY	Quaker City	X
Windstream Western Reserve	HARRISON	Hopedale	X
Windstream Western Reserve	JEFFERSON	Bloomingdale	X
Windstream Western Reserve	LAKE	Madison	X
Windstream Western Reserve	LAKE	Perry	X

ILEC	COUNTY	EXCHANGE	[illegible]
Windstream Western Reserve	MEDINA	Hinckley	X
Windstream Western Reserve	MEIGS	Chester	X
Windstream Western Reserve	PORTAGE	Aurora	X
Windstream Western Reserve	PORTAGE	Hiram	X
Windstream Western Reserve	SUMMIT	Hudson	X
Windstream Western Reserve	SUMMIT	Northfield	X
Windstream Western Reserve	SUMMIT	Peninsula	X
Windstream Western Reserve	SUMMIT	Richfield	X
Windstream Western Reserve	SUMMIT	Twinsburg	X
Windstream Western Reserve	TRUMBULL	Mesopotamia	X
Windstream Western Reserve	WASHINGTON	Little Hocking	X
			X