

## **EXHIBIT D**

**Documentation attesting to applicant's financial viability  
(See Exhibits D-1 through D-3)**

## **EXHIBIT D-1**

**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 D-2.

## **EXHIBIT D-2**

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

Fidelity Connect LLC is a wholly owned subsidiary of Fidelity Access Networks, LLC.

Attached are the financial statements for Fidelity Access Networks, LLC and Subsidiary.

**FIDELITY ACCESS  
NETWORKS, LLC  
AND SUBSIDIARY**

***COMPILED  
FINANCIAL  
STATEMENTS***

***FOR THE  
YEAR ENDED  
DECEMBER 31, 2009***

**FIDELITY ACCESS NETWORKS, LLC  
AND SUBSIDIARY**

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***Cleveland Office***

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To the Members  
Fidelity Access Networks, LLC  
and Subsidiary  
Beachwood, Ohio

We have compiled the accompanying consolidated balance sheet of Fidelity Access Networks, LLC and Subsidiary as of December 31, 2009 and the related consolidated statements of income and members' equity and cash flow for the year then ended, in accordance with Statements on Standards for Accounting and Review Services issued by the American Institute of Certified Public Accountants.

A compilation is limited to presenting in the form of financial statements information that is the representation of management. We have not audited or reviewed the accompanying consolidated financial statements and, accordingly, do not express an opinion or any other form of assurance on them.

Management has elected to omit substantially all of the disclosures required by generally accepted accounting principles. If the omitted disclosures were included in the consolidated financial statements, they might influence the user's conclusions about the Company's financial position, results of operations, and cash flows. Accordingly, these consolidated financial statements are not designed for those who are not informed about such matters.

***Providing the  
services that  
bring solutions***

member of:  
OSCPA, PCOAB, the AICPA's  
Center for Audit Quality, and  
The Leading Edge Alliance

*SS & G Financial Services, char.*

CERTIFIED PUBLIC ACCOUNTANTS

Cleveland, Ohio  
September 15, 2010

**FIDELITY ACCESS NETWORKS, LLC  
AND SUBSIDIARY**

**CONSOLIDATED BALANCE SHEET**

**DECEMBER 31, 2009**

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**ASSETS**

**CURRENT ASSETS**

Cash and cash equivalents	\$ 136,740
Accounts receivable	1,009,929
Other current assests	<u>43,679</u>

**TOTAL CURRENT ASSETS** **1,190,348**

**FIXED ASSETS**

Computers and equipment	1,616,050
Furniture	<u>8,217</u>

**1,624,267**

Less: Accumulated Depreciation 756,635

**867,632**

**DEPOSITS**

**34,542**

**\$ 2,092,522**

*See accountants' report.*

**FIDELITY ACCESS NETWORKS, LLC  
AND SUBSIDIARY**

**CONSOLIDATED BALANCE SHEET**

**DECEMBER 31, 2009**

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**LIABILITIES AND MEMBERS' EQUITY**

**CURRENT LIABILITIES**

Line of credit	\$ 152,072
Current portion of long-term debt	202,736
Current portion of capital lease obligation	242,635
Accounts payable	5,168
Accrued expenses	20,876
Accrued profit sharing	<u>171,970</u>

**TOTAL CURRENT LIABILITIES** 795,457

**LONG-TERM DEBT, less current portion** 491,580

**LONG TERM CAPITAL LEASE OBLIGATION, less current portion** 590,682

**EQUITY**

Members' equity	854,077
Non controlling interest	<u>(639,274)</u>
	<u>214,803</u>

**\$ 2,092,522**

*See accountants' report.*



**FIDELITY ACCESS NETWORKS, LLC  
AND SUBSIDIARY**

**CONSOLIDATED STATEMENT OF INCOME AND MEMBERS' EQUITY**

**FOR THE YEAR ENDED DECEMBER 31, 2009**

	<u>2009</u>	<u>% of Net Sales</u>
REVENUES	\$ 12,194,139	100.0
COST OF GOODS SOLD	<u>7,657,460</u>	<u>62.8</u>
GROSS PROFIT	4,536,679	37.2
ADMINISTRATIVE EXPENSES	3,201,498	26.3
SELLING EXPENSES	<u>863,965</u>	<u>7.1</u>
OPERATING INCOME	471,216	3.8
OTHER (INCOME) EXPENSE		
Interest expense	104,064	0.9
Depreciation and amortization expense	193,798	1.6
Interest income	<u>(1,088)</u>	<u>-</u>
	<u>296,774</u>	<u>2.5</u>
CONSOLIDATED INCOME	174,442	1.3
NON CONTROLLING INTEREST IN FIDELITY VOICE SERVICES, LLC	<u>(50,617)</u>	<u>(0.4)</u>
NET INCOME	123,825	<u>0.9</u>
MEMBERS' EQUITY, beginning of year	<u>730,252</u>	
MEMBERS' EQUITY, end of year	<u>\$ 854,077</u>	

*See accountants' report.*

**FIDELITY ACCESS NETWORKS, LLC  
AND SUBSIDIARY**

**CONSOLIDATED STATEMENT OF CASH FLOWS**

**FOR THE YEAR ENDED DECEMBER 31, 2009**

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**CASH FLOWS FROM OPERATING ACTIVITIES**

Net income	\$ 123,825
Adjustments to reconcile net income to net cash provided by operating activities	
Depreciation and amortization	193,798
(Increase) decrease in:	
Accounts receivable	(14,832)
Other assets	(15,681)
Increase (decrease) in:	
Accounts payable	5,168
Accrued expense	(29,314)
Accrued profit sharing	<u>9,909</u>

**NET CASH PROVIDED BY OPERATING ACTIVITIES** **272,873**

**CASH FLOWS FROM INVESTING ACTIVITIES**

Purchases of equipment	<u>(89,193)</u>
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**NET CASH USED IN INVESTING ACTIVITIES** **(89,193)**

*See accountants' report.*

**FIDELITY ACCESS NETWORKS, LLC  
AND SUBSIDIARY**

**CONSOLIDATED STATEMENT OF CASH FLOWS**

**FOR THE YEAR ENDED DECEMBER 31, 2009**

---

**CASH FLOWS FROM FINANCING ACTIVITIES**

Net decrease in line of credit	\$ (148,194)
Principal payments under long-term debt	(44,649)
Principal payments under long-term lease obligations	(222,018)
Principal payments on note payable to former member	(29,600)
Proceeds from long-term debt	300,000
Proceeds from long-term lease obligations	38,099
Distributions and change to noncontrolling interest	<u>(100,199)</u>

**NET CASH USED IN FINANCING ACTIVITIES** (206,561)

**NET DECREASE IN CASH AND CASH  
EQUIVALENTS** (22,881)

**CASH AND CASH EQUIVALENTS, beginning of year** 159,621

**CASH AND CASH EQUIVALENTS, end of year** \$ 136,740

**SUPPLEMENTAL DISCLOSURES OF CASH FLOW INFORMATION**

Cash paid during the period for:

Interest	\$ 104,064
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**SUPPLEMENTAL DISCLOSURES OF NON-CASH TRANSACTIONS**

Purchases of equipment through capital lease obligations	\$ 395,250
Redemption of members' equity (Fidelity Voice Services) through note payable	\$ 468,565

*See accountants' report.*

***Cleveland Office***

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To the Members  
Fidelity Access Networks, LLC  
and Subsidiary  
Beachwood, Ohio

Our report on our compilation of the consolidated financial statements of Fidelity Access Networks, LLC and Subsidiary for the year ended December 31, 2009 appears on page one. A compilation is limited to presenting in the form of financial statements information that is the representation of management. We have not audited or reviewed the consolidated financial statements and, accordingly, do not express an opinion or any other form of assurance on them. The additional information contained on pages 8-12 is presented for supplemental analysis purposes. Such information has been compiled from information that is the representation of management, without audit or review. Accordingly, we do not express an opinion or any other form of assurance on the supplemental information.

*SS&G Financial Services, Inc.*  
CERTIFIED PUBLIC ACCOUNTANTS

Cleveland, Ohio  
September 15, 2010

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services that  
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OSCPA, PCOAB, the AICPA's  
Center for Audit Quality, and  
The Leading Edge Alliance

**FIDELITY ACCESS NETWORKS, LLC  
AND SUBSIDIARY**

**CONSOLIDATING BALANCE SHEETS**

	DECEMBER 31, 2009			
	<u>Fidelity Access Networks, LLC</u>	<u>Fidelity Voice, LLC</u>	<u>Eliminations</u>	<u>Consolidated</u>
<b>ASSETS</b>				
<b>CURRENT ASSETS</b>				
Cash and cash equivalents	\$ 45,218	\$ 91,522	\$ -	\$ 136,740
Accounts receivable	1,062,529	174,247	(226,847)	1,009,929
Other current assests	<u>27,998</u>	<u>15,681</u>	<u>-</u>	<u>43,679</u>
<b>TOTAL CURRENT ASSETS</b>	<b>1,135,745</b>	<b>281,450</b>	<b>(226,847)</b>	<b>1,190,348</b>
<b>FIXED ASSETS</b>				
Computers and equipment	1,380,755	235,295	-	1,616,050
Furniture	<u>8,217</u>	<u>-</u>	<u>-</u>	<u>8,217</u>
	1,388,972	235,295	-	1,624,267
Less: Accumulated Depreciation	<u>711,741</u>	<u>44,894</u>	<u>-</u>	<u>756,635</u>
	677,231	190,401	-	867,632
<b>DEPOSITS</b>	<u>23,499</u>	<u>11,043</u>	<u>-</u>	<u>34,542</u>
	<u>\$ 1,836,475</u>	<u>\$ 482,894</u>	<u>\$ (226,847)</u>	<u>\$ 2,092,522</u>

*See accountants' report on supplemental information.*

**FIDELITY ACCESS NETWORKS, LLC  
AND SUBSIDIARY**

**CONSOLIDATING BALANCE SHEETS**

	DECEMBER 31, 2009			
	<u>Fidelity Access Networks, LLC</u>	<u>Fidelity Voice, LLC</u>	<u>Eliminations</u>	<u>Consolidated</u>
<b>LIABILITIES AND MEMBERS' EQUITY</b>				
<b>CURRENT LIABILITIES</b>				
Line of credit	\$ 77,072	\$ 75,000	\$ -	\$ 152,072
Current portion of long-term debt	22,791	179,945	-	202,736
Current portion of capital lease obligation	159,371	83,264	-	242,635
Investment in subsidiary	123,494	-	(123,494)	-
Accounts payable	-	232,015	(226,847)	5,168
Accrued expenses	20,876	-	-	20,876
Accrued profit sharing	97,761	74,209	-	171,970
<b>TOTAL CURRENT LIABILITIES</b>	<b>501,365</b>	<b>644,433</b>	<b>(350,341)</b>	<b>795,457</b>
<b>LONG-TERM DEBT, less current portion</b>	<b>79,098</b>	<b>412,482</b>	<b>-</b>	<b>491,580</b>
<b>LONG TERM CAPITAL LEASE OBLIGATION, less current portion</b>	<b>464,256</b>	<b>126,426</b>	<b>-</b>	<b>590,682</b>
<b>EQUITY</b>				
Members' equity	791,756	(700,447)	762,768	854,077
Non controlling interest	-	-	(639,274)	(639,274)
	<u>791,756</u>	<u>(700,447)</u>	<u>123,494</u>	<u>214,803</u>
	<u>\$ 1,836,475</u>	<u>\$ 482,894</u>	<u>\$ (226,847)</u>	<u>\$ 2,092,522</u>

*See accountants' report on supplemental information.*

**FIDELITY ACCESS NETWORKS, LLC  
AND SUBSIDIARY**

**CONSOLIDATING STATEMENTS OF INCOME**

	FOR THE YEAR ENDED DECEMBER 31, 2009			
	<u>Fidelity Access Networks, LLC</u>	<u>Fidelity Voice, LLC</u>	<u>Eliminations</u>	<u>Consolidated</u>
REVENUES	\$ 9,557,160	\$ 3,766,751	\$ (1,129,772)	\$ 12,194,139
COST OF GOODS SOLD	<u>6,692,801</u>	<u>2,094,431</u>	<u>(1,129,772)</u>	<u>7,657,460</u>
GROSS PROFIT	2,864,359	1,672,320	-	4,536,679
ADMINISTRATIVE EXPENSES	2,049,889	1,151,609	-	3,201,498
SELLING EXPENSES	<u>551,774</u>	<u>312,191</u>	<u>-</u>	<u>863,965</u>
OPERATING INCOME	262,696	208,520	-	471,216
OTHER (INCOME) EXPENSE				
Interest expense	74,161	29,903	-	104,064
Depreciation and amortization expense	168,487	25,311	-	193,798
Income from subsidiary	(102,769)	-	102,769	-
Interest income	<u>(1,008)</u>	<u>(80)</u>	<u>-</u>	<u>(1,088)</u>
	<u>138,871</u>	<u>55,134</u>	<u>102,769</u>	<u>296,774</u>
CONSOLIDATED INCOME	123,825	153,386	(102,769)	174,442
NON CONTROLLING INTEREST IN FIDELITY VOICE SERVICES, LLC	<u>-</u>	<u>-</u>	<u>(50,617)</u>	<u>(50,617)</u>
NET INCOME	123,825	153,386	(153,386)	123,825
MEMBERS' EQUITY (DEFICIT), beginning of year	667,931	(202,268)	264,589	730,252
REDEMPTION OF MEMBERS' CAPITAL	-	(468,565)	468,565	-
DISTRIBUTIONS	<u>-</u>	<u>(183,000)</u>	<u>183,000</u>	<u>-</u>
MEMBERS' EQUITY (DEFICIT), end of year	<u>\$ 791,756</u>	<u>\$ (700,447)</u>	<u>\$ 762,768</u>	<u>\$ 854,077</u>

See accountants' report on supplemental information.

FIDELITY ACCESS NETWORKS, LLC  
AND SUBSIDIARY

CONSOLIDATING STATEMENTS OF CASH FLOWS

	FOR THE YEAR ENDED DECEMBER 31, 2009			
	<u>Fidelity Access Networks, LLC</u>	<u>Fidelity Voice, LLC</u>	<u>Eliminations</u>	<u>Consolidated</u>
CASH FLOWS FROM OPERATING ACTIVITIES				
Net income	\$ 123,825	\$ 153,386	(153,386)	\$ 123,825
Adjustments to reconcile net income to net cash provided by operating activities				
Income from subsidiary	(102,769)	-	102,769	-
Depreciation and amortization	168,487	25,311	-	193,798
(Increase) decrease in:				
Accounts receivable	(160,151)	(81,527)	226,846	(14,832)
Other assets	-	(15,681)	-	(15,681)
Increase (decrease) in:				
Accounts payable	-	159,200	(154,032)	5,168
Accrued expenses	(13,881)	(15,433)	-	(29,314)
Accrued profit sharing	8,639	1,270	-	9,909
NET CASH PROVIDED BY OPERATING ACTIVITIES	24,150	226,526	22,197	272,873
CASH FLOWS FROM INVESTING ACTIVITIES				
Distributions received from subsidiary	105,000	-	(105,000)	-
Purchases of equipment	(89,193)	-	-	(89,193)
NET CASH PROVIDED BY (USED IN) INVESTING ACTIVITIES	15,807	-	(105,000)	(89,193)

See accounts' report on supplemental information.



FIDELITY ACCESS NETWORKS, LLC  
AND SUBSIDIARY

CONSOLIDATING STATEMENTS OF CASH FLOWS

	FOR THE YEAR ENDED DECEMBER 31, 2009			
	<u>Fidelity Access Networks, LLC</u>	<u>Fidelity Voice, LLC</u>	<u>Eliminations</u>	<u>Consolidated</u>
<b>CASH FLOWS FROM FINANCING ACTIVITIES</b>				
Net decrease in line of credit	\$ (63,054)	\$ (85,140)	\$ -	\$ (148,194)
Principal payments under long-term debt	(18,110)	(26,539)	-	(44,649)
Principal payments under long-term lease obligations	(169,310)	(52,708)	-	(222,018)
Proceeds from long-term debt	120,000	180,000	-	300,000
Proceeds from long-term lease obligations	-	38,099	-	38,099
Principal payments on note payable to former member	-	(29,600)	-	(29,600)
Distributions and change to noncontrolling interest	-	(183,001)	82,802	(100,199)
<b>NET CASH (USED IN) FINANCING ACTIVITIES</b>	<u>(130,474)</u>	<u>(158,889)</u>	<u>82,802</u>	<u>(206,561)</u>
<b>NET INCREASE (DECREASE) IN CASH AND CASH EQUIVALENTS</b>	(90,518)	67,637	-	(22,881)
<b>CASH AND CASH EQUIVALENTS, beginning of year</b>	<u>135,736</u>	<u>23,885</u>	<u>-</u>	<u>159,621</u>
<b>CASH AND CASH EQUIVALENTS, end of year</b>	<u>\$ 45,218</u>	<u>\$ 91,522</u>	<u>\$ -</u>	<u>\$ 136,740</u>
<b>SUPPLEMENTAL DISCLOSURES OF CASH FLOW INFORMATION</b>				
Cash paid during the period for:				
Interest	\$ 74,161	\$ 29,903		\$ 104,064
<b>SUPPLEMENTAL DISCLOSURES OF NON-CASH TRANSACTIONS</b>				
Purchases of equipment through capital lease obligations	\$ 266,519	\$ 128,731		\$ 395,250
Redemption of members' equity through note payable	\$ -	\$ 468,565		\$ 468,565

See accountants' report on supplemental information.

FIDELITY VOICE AND DATA  
Balance Sheet  
As of June 30, 2010

FAN CLEC BALANCE SHEET - 5 YEAR PROJECTION

	12/31/2010	12/31/2011	12/31/2012	12/31/2013	12/31/2014	12/31/2015
<b>ASSETS</b>						
<b>Current Assets</b>						
Cash	100,000.00	57,086.40	16,990.07	70,731.42	261,902.58	582,155.62
<b>Total Cash</b>	<b>100,000.00</b>	<b>57,086.40</b>	<b>16,990.07</b>	<b>70,731.42</b>	<b>261,902.58</b>	<b>582,155.62</b>
Accounts Receivable						
Accounts Receivable	0.00	57,198.00	127,627.00	197,709.00	266,954.00	335,374.00
<b>Total Accounts Receivable</b>	<b>0.00</b>	<b>57,198.00</b>	<b>127,627.00</b>	<b>197,709.00</b>	<b>266,954.00</b>	<b>335,374.00</b>
Other Current Assets						
Prepaid Assets	0.00	0.00	0.00	0.00	0.00	0.00
<b>Total Prepaid Assets</b>	<b>0.00</b>	<b>0.00</b>	<b>0.00</b>	<b>0.00</b>	<b>0.00</b>	<b>0.00</b>
<b>Total Current Assets</b>	<b>100,000.00</b>	<b>114,284.40</b>	<b>144,617.07</b>	<b>268,440.42</b>	<b>528,856.58</b>	<b>917,529.62</b>
<b>Fixed Assets</b>						
Computers & Equipment						
Accumulated Depreciation-Comp	0.00	(28,807.00)	(111,212.00)	(241,196.00)	(422,938.00)	(659,415.00)
Computers & Equipment - Other	0.00	324,000.00	550,600.00	798,050.00	1,066,450.00	1,283,850.00
<b>Total Computers &amp; Equipment</b>	<b>0.00</b>	<b>295,193.00</b>	<b>439,388.00</b>	<b>556,854.00</b>	<b>643,512.00</b>	<b>624,435.00</b>
Furniture						
Accumulated Depreciation-Furnit	0.00	0.00	0.00	0.00	0.00	0.00
Furniture - Other	0.00	0.00	0.00	0.00	0.00	0.00
<b>Total Furniture</b>	<b>0.00</b>	<b>0.00</b>	<b>0.00</b>	<b>0.00</b>	<b>0.00</b>	<b>0.00</b>
<b>Total Fixed Assets</b>	<b>0.00</b>	<b>295,193.00</b>	<b>439,388.00</b>	<b>556,854.00</b>	<b>643,512.00</b>	<b>624,435.00</b>
<b>Other Assets</b>						
Deposits						
Total Deposits	0.00	0.00	0.00	0.00	0.00	0.00
Organization Costs						
Accumulated Amortization-Organiz						
Organization Costs - Other						
<b>Total Organization Costs</b>	<b>0.00</b>	<b>0.00</b>	<b>0.00</b>	<b>0.00</b>	<b>0.00</b>	<b>0.00</b>
<b>Total Other Assets</b>	<b>0.00</b>	<b>0.00</b>	<b>0.00</b>	<b>0.00</b>	<b>0.00</b>	<b>0.00</b>
<b>TOTAL ASSETS</b>	<b>100,000.00</b>	<b>409,477.40</b>	<b>584,005.07</b>	<b>825,294.42</b>	<b>1,172,368.58</b>	<b>1,541,964.62</b>
<b>LIABILITIES &amp; EQUITY</b>						
<b>Liabilities</b>						
<b>Current Liabilities</b>						
Other Current Liabilities						
Accounts Payable	0.00	56,404.00	113,227.00	165,672.00	217,491.00	268,692.00
Line of Credit	0.00	324,000.00	226,600.00	247,450.00	268,400.00	217,400.00
<b>Total Other Current Liabilities</b>	<b>0.00</b>	<b>382,404.00</b>	<b>339,827.00</b>	<b>413,122.00</b>	<b>485,891.00</b>	<b>486,092.00</b>
<b>Total Current Liabilities</b>	<b>0.00</b>	<b>382,404.00</b>	<b>339,827.00</b>	<b>413,122.00</b>	<b>485,891.00</b>	<b>486,092.00</b>
Long Term Liabilities						
Notes Payable-FAN	0.00	0.00	252,415.54	351,424.68	406,022.31	406,263.23
<b>Total Long Term Liabilities</b>	<b>0.00</b>	<b>0.00</b>	<b>252,415.54</b>	<b>351,424.68</b>	<b>406,022.31</b>	<b>406,263.23</b>
<b>Total Liabilities</b>	<b>0.00</b>	<b>382,404.00</b>	<b>592,242.54</b>	<b>764,546.68</b>	<b>891,913.31</b>	<b>892,355.23</b>
<b>Equity</b>						
Owners Equity						
FAN Capital	100,000.00	100,000.00	100,000.00	100,000.00	100,000.00	100,000.00
<b>Total Owners Equity</b>	<b>100,000.00</b>	<b>100,000.00</b>	<b>100,000.00</b>	<b>100,000.00</b>	<b>100,000.00</b>	<b>100,000.00</b>
Retained Earnings						
Net Income		-72,926.60	-35,310.87	68,985.22	219,707.53	369,154.12
<b>Total Equity</b>	<b>100,000.00</b>	<b>27,073.40</b>	<b>-8,237.47</b>	<b>60,747.74</b>	<b>280,455.27</b>	<b>649,609.39</b>
<b>TOTAL LIABILITIES &amp; EQUITY</b>	<b>100,000.00</b>	<b>409,477.40</b>	<b>584,005.07</b>	<b>825,294.42</b>	<b>1,172,368.58</b>	<b>1,541,964.62</b>

		Year 1	Year 2	Year 3	Year 4	Year 5
<b>Revenue</b>						
	Recurring	\$ 418,738	\$ 1,142,258	\$ 1,987,889	\$ 2,823,429	\$ 3,648,998
	One-Time	\$ -	\$ -	\$ -	\$ -	\$ -
	<b>Total Revenue</b>	<b>\$ 418,738</b>	<b>\$ 1,142,258</b>	<b>\$ 1,987,889</b>	<b>\$ 2,823,429</b>	<b>\$ 3,648,998</b>
<b>Expense</b>						
	Recurring	\$ 435,140	\$ 1,023,533	\$ 1,633,445	\$ 2,236,078	\$ 2,831,520
	One-Time	\$ 20,516	\$ 43,896	\$ 66,799	\$ 89,428	\$ 111,787
	<b>Total Expense</b>	<b>\$ 455,656</b>	<b>\$ 1,067,429</b>	<b>\$ 1,700,244</b>	<b>\$ 2,325,506</b>	<b>\$ 2,943,307</b>
<b>Net Operating Income (Loss)</b>		<b>\$ (36,918)</b>	<b>\$ 74,828</b>	<b>\$ 287,645</b>	<b>\$ 497,923</b>	<b>\$ 705,691</b>
<b>EBITDA Margin</b>		-9%	7%	14%	18%	19%
<b>Other Income (Expense):</b>						
	Interest Expense	\$ (7,202)	\$ (27,734)	\$ (38,676)	\$ (46,474)	\$ (50,060)
	Depreciation Expense	\$ (28,807)	\$ (82,405)	\$ (129,984)	\$ (181,742)	\$ (236,477)
<b>Total Other Income (Expense)</b>		<b>\$ (36,009)</b>	<b>\$ (110,139)</b>	<b>\$ (168,660)</b>	<b>\$ (228,216)</b>	<b>\$ (286,537)</b>
<b>Net Income(Loss)</b>		<b>\$ (72,927)</b>	<b>\$ (35,311)</b>	<b>\$ 118,985</b>	<b>\$ 269,708</b>	<b>\$ 419,154</b>
<b>Management Fees</b>						
		\$ -	\$ -	\$ (50,000)	\$ (50,000)	\$ (50,000)
<b>Net Income(Loss)</b>		<b>\$ (72,927)</b>	<b>\$ (35,311)</b>	<b>\$ 68,985</b>	<b>\$ 219,708</b>	<b>\$ 369,154</b>

### **EXHIBIT D-3**

#### **Documentation to support the applicant's cash and funding sources**

See Exhibit D-2.

## **EXHIBIT E**

**Documentation attesting to the applicant's  
Managerial ability and corporate structure  
(See Exhibit E-1 through E-6)**

## **EXHIBIT E-1**

### **Documentation attesting to the applicant's technical and Managerial expertise relative to the proposed service offering(s) and proposed service area**

Ron Kohn 30 years experience in business  
15 years served as President of Restaurant chain in Cleveland Ohio  
Past 15 years as C level executive in Telecommunications Industry

Marc Scheer 20 Years running businesses  
Past 5 years as VP of Fidelity Voice and Data

Mitch Marks  
30 years experience in Telco  
Past 10 years as VP of Regional Carrier (Fidelity)

Robert Marks  
20 year telco experience  
Past 10 years Pres of Regional Carrier(Fidelity)  
Prior 5 years ran ATT and Corecomm local service

**EXHIBIT E-2**  
**List of names, addresses, and phone numbers of officer and directors**

**OFFICERS AND DIRECTORS**

Robert Marks	Managing Member / President
Ron Kohn	Member
Marc Scheer	Member
Mitch Marks	Member

All individuals named above can be reached at:

Fidelity Connect LLC  
23250 Chagrin Blvd., Suite 250  
Beachwood, OH 44122  
Telephone: (216) 595-9050  
Facsimile: (216) 595-0706

### **EXHIBIT E-3**

#### **Documentation indicating the applicant's corporate structure and ownership**

Fidelity Telecom, LLC is an Ohio Limited Liability Company, which is owned by Fidelity Access Networks, LLC



## **EXHIBIT E-4**

**Information regarding any similar operations in other states.  
If the company has been previously certified in the  
State of Ohio, include that certification number**

Applicant is currently applying for authority to provide local exchange and interexchange service in the State of Ohio. Company has not previously been certified in Ohio.

## **EXHIBIT E-5**

### **Verification that the applicant will maintain local telephony records separate and apart from any other account records in accordance with GAAP.**

Applicant will maintain its local telephone records separate and apart from any other account records in accordance with GAAP.

## **EXHIBIT E-6**

### **Verification of compliance with any affiliate transaction requirements**

Not applicable

## **EXHIBIT F**

**Documentation attesting to the applicant's  
proposed interaction with other Carriers  
(See Exhibits F-1 through F-3)**

## **EXHIBIT F-1**

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

☒ interconnection agreement

☒ retail tariffs

☒ resale tariffs

## **EXHIBIT F-2**

### **Explanation as to which service areas company currently has an approved interconnection or resale agreement.**

Applicant does not currently have an approved interconnection or resale agreement, but has requested and is in the process of obtaining interconnection with AT&T Ohio.

### **EXHIBIT F-3**

**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, and offering of services to end users.**

Applicant has requested an interconnection agreement with AT&T Ohio.

Applicant will initially provide resale services or use unbundled network elements.

Applicant has no current plans to construct facilities in the State of Ohio.

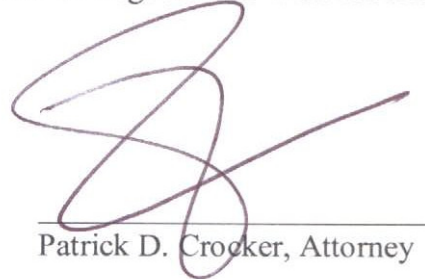
Service will be offered to end users subsequent to Commission approval. Applicant intends to provide local service within the State of Ohio within sixty (60) days of certification by this Commission.

STATE OF MICHIGAN  
COUNT OF KALAMAZOO

§  
§  
§

**AFFIDAVIT**

I, Patrick D. Crocker, state that I am the attorney for Fidelity Connect LLC (the "Company"); that I am authorized to make the Affidavit on behalf of the Company; that Fidelity Connect LLC has requested and is in the process of negotiations with AT&T Ohio.



Patrick D. Crocker, Attorney

Sworn and subscribed before me this 14<sup>th</sup> day of October, 2010.



Notary Public

My Commission expires June 24, 2011

**PAULA A. SCHNEIDER**  
Notary Public, State of Michigan  
County of Kalamazoo  
My Commission Expires **06-24-2011**  
Acting In the county of Kalamazoo





**PATRICK D. CROCKER**  
[patrick@crockerlawfirm.com](mailto:patrick@crockerlawfirm.com)

**TO: Contract Management**  
**311 S Akard**  
**Four AT&T Plaza, 9<sup>th</sup> floor**  
**Dallas, TX 75202**  
**Fax: 1-800-404-4548**

June 18, 2010

**RE: Fidelity Connect LLC**  
**Request to Initiate Negotiations**

Director – Interconnection Agreements:

Pursuant to Sections 251 & 252 of the Telecommunications Act of 1996, Fidelity Connect LLC ("Carrier") desires to begin the negotiations process to reach a mutually acceptable

- ☒ Local Interconnection (includes Resale provisions) Agreement
- ☐ Resale (only) Agreement
- ☐ Commercial Agreement Type: \_\_\_\_\_
- ☐ Cellular/PCS (Wireless) Agreement
- ☐ Paging Interconnection Agreement
- ☐ Paging Facilities Agreement
- ☐ ILEC/OE-LEC Agreement Type: \_\_\_\_\_
- ☐ Other \_\_\_\_\_

with AT&T in the state(s) of (*check all that apply*) ☐ Alabama ☐ Arkansas ☐ California ☐ Connecticut  
☐ Florida ☐ Georgia ☐ Illinois ☐ Indiana ☐ Kansas ☐ Kentucky ☐ Louisiana ☐ Michigan  
☐ Mississippi ☐ Missouri ☐ Nevada ☐ North Carolina ☒ Ohio ☐ Oklahoma ☐ South Carolina  
☐ Tennessee ☐ Texas and/or ☐ Wisconsin.

Fill in the **required** information below. \*

**Carrier's information:**

	CARRIER NOTICE CONTACT INFO*
NAME	Robert Marks
TITLE	President
STREET ADDRESS	23250 Chagrin Blvd
ROOM OR SUITE	Suite 250
CITY, STATE, ZIP CODE	Cleveland, OH 44122
E-MAIL ADDRESS	<a href="mailto:Robert@fidelityaccess.com">Robert@fidelityaccess.com</a>
TELEPHONE NUMBER	216-246-4101
FACSIMILE NUMBER	216-274-6387
STATE OF INCORPORATION	Ohio

**Attorney's information:** (if applicable)

	CARRIER NOTICE CONTACT INFO*
ATTORNEY NAME	Patrick D. Crocker
NAME OF FIRM	Crocker & Crocker, P.C.
STREET ADDRESS	107 W Michigan Avenue
ROOM OR SUITE	4 <sup>th</sup> Floor
CITY, STATE, ZIP CODE	Kalamazoo, MI 49007
E-MAIL ADDRESS	<a href="mailto:patrick@crockerlawfirm.com">patrick@crockerlawfirm.com</a>
TELEPHONE NUMBER	(269) 381-8893
FACSIMILE NUMBER	(269) 381-4855

Is a signature-ready copy of the 22-State Agreement desired? ☒ Yes ☐ No

***If yes, Interconnection, request MUST include ISP option – All Traffic or ISP-bound Traffic only. If no option is indicated, the Agreement will default to the ISP-bound Traffic Only option.*** (AT&T 22-St Interconnection Agreement may be viewed at <https://clec.att.com/clec/shell.cfm?section=115>.)

If 22-State: ISP option: ☐ All Traffic ☐ ISP-bound Traffic only

Enclose **proof of certification** for **each state requested**. (OH Application pending – will provide upon receipt)

Enclose **documentation from Telcordia** as confirmation of ACNA. (Will provide upon receipt)

Enclose **documentation from NECA** as confirmation of OCN(s). (Will provide upon receipt)

Enclose **verification** of type of entity and registration with Secretary of State. (OH Articles of Organization attached)

Form completed and submitted by: /s/ Patrick D. Crocker  
Patrick D. Crocker

Contact number: 269-381-8893



June 28, 2010

Patrick D. Crocker  
Fidelity Connect LLC  
c/o Crocker & Crocker, P.C.  
107 West Michigan Avenue  
4<sup>th</sup> Floor  
Kalamazoo, MI 49007

Re: Fidelity Connect LLC's, Request to Negotiate

Dear Patrick D. Crocker:

On June 22, 2010, AT&T received your letter dated June 18, 2010, via electronic mail in which Fidelity Connect LLC ("Fidelity") requests commencement of negotiations in compliance with our mutual good faith obligations under the Telecommunications Act of 1996. Your letter states that Fidelity desires an Interconnection Agreement in the State(s) of Ohio.

Please note that AT&T offers a separate Transit Traffic Service Agreement that is not a part of the Section 251/252 agreement or negotiations process. It is AT&T's position that transit traffic service is not a 251(b) or (c) requirement and that negotiations for transiting rates, terms and conditions between AT&T and Fidelity should take place independently of 251/252 negotiation and arbitration process.

Enclosed for your consideration are two copies of our Nondisclosure Agreement which covers those items that are not subject to Sections 251, 252, 271, and/or any state law counterpart; or are not subject to any other provision of the Communications Act of 1934, as amended ("Act"). Please sign both documents and return one original to me.

AT&T Indiana, AT&T Ohio, AT&T Wisconsin, AT&T Texas, AT&T Arkansas, AT&T Missouri, AT&T Kansas, AT&T Oklahoma, AT&T Illinois, AT&T Michigan, AT&T Nevada and AT&T California (individually and collectively referred to as "AT&T"), adopted the FCC's interim ISP terminating compensation plan ("FCC Plan") pursuant to the *Order on Remand and Report and Order, In the Matter of the Local Competition Provisions in the Telecommunications Act of 1996: Intercarrier Compensation for ISP-bound Traffic*, CC Dockets No. 96-98 and 99-68 (rel. April 27, 2001) ("ISP Compensation Order"). AT&T proposes the attached Appendix Reciprocal Compensation (After FCC Order No. 01-131, Agreeing to Exchange Only ISP-Bound traffic at the FCC Rates in Certain States, Where Applicable), to contractualize the FCC's Plan for ISP-bound traffic between our companies in the above-listed states. Alternatively, AT&T is also making available an appendix entitled the Appendix Reciprocal Compensation (After FCC Order No. 01-131, Agreeing to Exchange all ISP-Bound and Section 251(b)(5) Traffic at the FCC Rates in Certain States, Where Applicable). AT&T offers this appendix as an alternative for carriers who desire to extend the FCC's Plan rates to all Section 251(b)(5) traffic and ISP-bound traffic. A draft of each of these appendices is enclosed for your review.

Thank you for including a copy of Fidelity's registration with the Secretary of State's office in Ohio.

In order to ensure that AT&T prepares the Interconnection Agreement accurately, please provide the following items:

(1) Certification as a CLEC for Ohio.

(2) Documentation from Telcordia of your IAC (Interexchange Access Customer) (aka ACNA) Code, which may be faxed to the number listed above. Such Codes are assigned and administered by Telcordia as the maintenance agent for ANSI (American National Standards Institute) Standard T1.251, which is the specification for these codes. The IAC code is used in interfacing between companies and aiding flow through. This three-character alphabetic



code is used to populate such COMMON LANGUAGE® Universal Service Order (USO) record fields as "ACNA" and "PIC" and is used to populate the ACNA and CCNA fields on the Access Service Request (ASR) and the Local Service Request (LSR). If you do not yet have an ACNA, you may contact Telcordia at the following address or website.

Customer Service Center  
Telcordia Technologies, Inc.  
One Telcordia Drive, RRC 1B-180  
Piscataway, NJ 08854-4156  
Phone: 866.672.6997  
<http://telecom-info.telcordia.com/site-cgi/ido/>

(3) **Documentation from NECA** showing your company's Operating Company Number(s) (OCN). OCNs are also known as company codes and AECNs (Alternate Exchange Carrier Numbers) and are company identifiers assigned by the National Exchange Carrier Association (NECA). In accordance with the industry standards as defined by NECA, AT&T requires Competitive Local Exchange Carriers (CLECs) wishing to conduct business in any of the AT&T-owned ILEC territories to establish separate Operating Company Numbers (OCNs) for Resale and/or Facility-Based OCNs prior to provisioning services under a Resale or Interconnection Agreement (ICA) entered into with AT&T or any AT&T-Owned ILEC. You may contact NECA at the following address or website to obtain an OCN.

80 South Jefferson Road  
Whippany, NJ 07981-1009  
(800) 228-8597  
Fax: (973) 884-8469  
[http://www.neca.org/source/NECA\\_BusinessSolutions\\_4452.asp](http://www.neca.org/source/NECA_BusinessSolutions_4452.asp)

(4) In addition, please complete the enclosed Confidential Credit Application and fax it to (678) 966-2863.

Please note that in responding to your request for negotiations under Sections 251/252 of the Act and providing any proposed contract terms in connection with this response or in our upcoming 251/252 negotiations, AT&T Ohio does not waive, but instead expressly reserves, all of its rights, remedies, and arguments. Accordingly, AT&T Ohio reserves the right to withdraw, revise or otherwise modify its proposed provisions prior to the provisions being incorporated into an approved and effective interconnection agreement between the Parties.

Crystal Parker Brack will be the AT&T Lead Negotiator assigned to Fidelity. She may be reached at 312-335-3070. Please direct any questions or concerns you may have to Crystal.

AT&T looks forward to working with you to meet your business needs.

Sincerely,



TENA RYLANDER

Eddie A. Reed, Jr.

Enclosures

## **EXHIBIT G**

**Documentation attesting to the applicant's proposed  
Interactions with Customers  
(See Exhibit G-1 through G-6)**

## **EXHIBIT G-1**

### **Explanation of whether applicant intends to provide Local Services which require payment in advance of customer receiving dial tone.**

Applicant intends to bill customers in advance for monthly recurring charges and in arrears for calls placed.

## **EXHIBIT G-2**

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

Applicant will not offer services that require payment in advance of Customer receiving dial tone.

### **EXHIBIT G-3**

**A sample of the customer bill and disconnection notice  
the applicant plans to utilize.**



## Sample Bill

**Customer:** [Insert Customer's Name]

**Address:** [Insert Address]

**Account No.:** [Insert account number or phone number]

Billing Date	Billing Period	Date Due

### FIDELITY CONNECT LLC

23250 Chagrin Blvd, Suite 250

Beachwood, OH 44122

FOR BILLING INQUIRIES: (216) 595-9050

FOR SERVICE INQUIRIES: (216) 595-9050

Description	Rate	Quantity	Amount
Current Month's Charges			
Credits applied to account:			
Unpaid charges from previous bill:			
Late payments:			
Charges for regulated competitive service:			
Charges for local extended area service calls, including any usage-sensitive charges:			
Non-recurring, fractional or nonbasic service			
Charges for nonregulated services or products:			
Taxes and surcharges: [include summary]			
9-1-1 charges:			
An itemization of local charges is attached.			
Total Due \$			

Please remit this bill via U.S. Mail to the address listed on this invoice.

If your complaint is not resolved after you have called Fidelity Telecom, LLC, or for general utility information, residential and business customers may contact the Public Utilities Commission of Ohio for assistance at 1-800-686-7826 (toll free) or for TTY at 1-800-686-1570 (toll free) from 8:00 a.m. to 5:00 p.m. weekdays, or at [www.puco.ohio.gov](http://www.puco.ohio.gov).

Residential customers may also contact the Ohio Consumers' Counsel for assistance with complaints and utility issues at 1-877-742-5622 (toll free) from 8:00 a.m. to 5:00 p.m. weekdays, or at [www.pickocc.org](http://www.pickocc.org).

## **ITEMIZATION OF CHARGES**

Itemization of local service charges:

Monthly rate for local flat-rate service (or usage rate or base rate) -

## NON-RESIDENTIAL DISCONNECTION NOTICE

Fidelity Connect LLC

[Date]

Customer Name  
Address 1  
Address 2  
City, State, Zip

Account Number: xxxxxxxx  
Amount Past Due: \$xxxx.xx

This will serve notice that Fidelity Connect LLC intends to disconnect your [insert either local or long distance or local and long distance] telephone service. Fidelity Connect LLC has decided to take this action, because it has not received payment for services since [insert date]. The total amount past due is [insert amount]. Failure to pay the amount required at the company's office or to one of its authorized agents by [insert date] may result in the disconnection of local or toll services. An additional charge for reconnection may apply if your service is disconnected. Payment to an authorized agent may result in the untimely or improper crediting of your account.

The reasons for disconnection of service are [insert reasons]. In order to avoid the disconnection, the subscriber must take the following action [insert action taken and amount of payment to be made which is not greater than past due balance, not including non-regulated services]. The earliest date when disconnection will occur is [insert date].

Please note that the total amount due to avoid disconnection of local service is [insert figure]. The total amount due for toll charges is [insert figure]. Nonpayment of toll charges may result in the disconnection of toll service but not in the disconnection of local service. [If applicable – The total amount due for non-regulated charges is [insert figure]. However, nonpayment of non-regulated charges cannot result in the disconnection of local service or regulated toll service.]

You may contact us to make an inquiry, to discuss the delinquency, or to make a complaint.

Customer Service  
Fidelity Connect LLC  
23250 Chagrin Blvd, Suite 250  
Beachwood, OH 44122

Phone: (216) 595-9050  
Hours: 7:00 a.m. to 4:00 p.m. EST

If you have a complaint in regard to this disconnection notice that cannot be resolved after you have called Fidelity Connect LLC, or for general information, residential and business customers may contact the Public Utilities Commission of Ohio for assistance at 1-800-686-7826 (toll free) or for TTY at 1-800-686-1570 (toll free) from 8:00 a.m. to 5:00 p.m. weekdays, or at [www.puco.ohio.gov](http://www.puco.ohio.gov).

You may also be charged a deposit prior to restoration of service, which is *[“two-twelfths of the reasonably estimated charge for the following twelve months of service”]*.

## **EXHIBIT G-4**

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

Not applicable. Applicant intends to provide service to only business customers.

## **EXHIBIT G-5**

**For CLECs, List of Ohio ILEC Exchanges the applicant intends to serve**

Company Name: FIDELITY CONNECT LLC  
 dba:  
 Certificate Number:

Select Only AT&T Ohio

Designate Proposed Market Area (PMA) by putting an "X" in appropriate boxes

ILEC	COUNTY	EXCHANGE	PMA
AT&T Ohio	ADAMS	Winchester	X
AT&T Ohio	ATHENS	Nelsonville	X
AT&T Ohio	BELMONT	Barnesville	X
AT&T Ohio	BELMONT	Bellaire	X
AT&T Ohio	BELMONT	Bethesda	X
AT&T Ohio	BELMONT	Martins Ferry-Bridgeport	X
AT&T Ohio	BELMONT	Somerton	X
AT&T Ohio	BELMONT	St. Clairsville	X
AT&T Ohio	BROWN	Aberdeen	X
AT&T Ohio	BROWN	Ripley	X
AT&T Ohio	BUTLER	Middletown	X
AT&T Ohio	BUTLER	Monroe	X
AT&T Ohio	BUTLER	Trenton	X
AT&T Ohio	CHAMPAIGN	Christiansburg	X
AT&T Ohio	CLARK	Donnelsville	X
AT&T Ohio	CLARK	Enon	X
AT&T Ohio	CLARK	Medway	X
AT&T Ohio	CLARK	New Carlisle	X
AT&T Ohio	CLARK	North Hampton	X
AT&T Ohio	CLARK	Pitchin	X
AT&T Ohio	CLARK	South Charleston	X
AT&T Ohio	CLARK	South Vienna	X
AT&T Ohio	CLARK	Springfield	X
AT&T Ohio	CLARK	Tremont City	X
AT&T Ohio	COLUMBIANA	Columbiana	X
AT&T Ohio	COLUMBIANA	East Liverpool	X
AT&T Ohio	COLUMBIANA	East Palestine	X
AT&T Ohio	COLUMBIANA	Leetonia	X
AT&T Ohio	COLUMBIANA	Lisbon	X
AT&T Ohio	COLUMBIANA	New Waterford	X
AT&T Ohio	COLUMBIANA	Rogers	X
AT&T Ohio	COLUMBIANA	Salem	X
AT&T Ohio	COLUMBIANA	Salineville	X
AT&T Ohio	COLUMBIANA	Wellsville	X
AT&T Ohio	COSHOCTON	Conesville	X
AT&T Ohio	COSHOCTON	Coshocton	X
AT&T Ohio	COSHOCTON	West Lafayette	X
AT&T Ohio	CUYAHOGA	Bedford	X
AT&T Ohio	CUYAHOGA	Berea	X
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	Bloomington	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	Bloomington	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
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
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
X			

## **EXHIBIT G-6**

**If mirroring the entire LEC 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.**

Applicant is mirroring the entire AT&T Ohio exchanges for both serving area and local calling areas.

**This foregoing document was electronically filed with the Public Utilities**

**Commission of Ohio Docketing Information System on**

**10/14/2010 4:42:27 PM**

**in**

**Case No(s). 10-2349-TP-ACE**

Summary: Application to apply for Certificate of Public Convenience and Necessity to provide facilities-based and resold local exchange and interexchange telecommunications services - Part 2 of 2 electronically filed by Mr. Patrick D. Crocker on behalf of FIDELITY CONNECT LLC