

NC
FILE



12-0461-TP-ATA²⁰
90-9071-TP-TRF

RECEIVED-DOCKETING DIV
2012 JAN 26 AM 11:04

January 25, 2012

PUCO

Via Overnight Courier

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

Re: *TelCove Operations, LLC*
Revisions to P.U.C.O. Tariff No. 2

Ladies and Gentlemen:

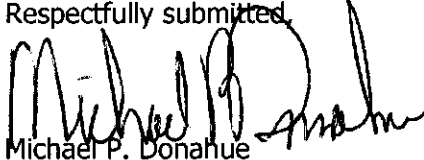
On behalf of TelCove Operations, LLC ("TelCove"), transmitted herewith are an original plus ten (10) copies of its Telecommunications Filing Form and the accompanying revisions to its P.U.C.O. Tariff No. 2. TelCove's P.U.C.O. Tariff No. 2 is issued January 26, 2012, to be effective February 25, 2012, on 30 days' notice.

TelCove's P.U.C.O. Tariff No. 2 has been revised to comply with the Federal Communications Commission's 2011 Report and Order, FCC 11-161 (in Docket Nos. 07-135, 01-92 et al., released November 18, 2011) directing the filing of tariffs.

An additional copy of this transmittal letter is enclosed, to be date-stamped and returned in the postage prepaid envelope provided.

Should there be any questions regarding this filing, kindly contact the undersigned at (703) 714-1319 or via email at mpd@commlawgroup.com. Any questions regarding the revisions should be directed to Karen Hyde at (724) 743-9719, or via email at Karen.hyde@level3.com.

Respectfully submitted,


Michael P. Donahue
Regulatory Counsel

cc: Karen Hyde

This is to certify that the images appearing are an accurate and complete reproduction of a case file document delivered in the regular course of business.
Technician _____ Date Processed **JAN 26 2012**

MARASHLIAN & DONAHUE, LLC

	TELEPHONE: (703) 714-1300 FACSIMILE: (703) 714-1330 EMAIL: MAIL@COMMLAWGROUP.COM WEB: WWW.COMMLAWGROUP.COM	THE COMMLAW GROUP 1420 SPRING HILL ROAD SUITE 401 MCLEAN, VIRGINIA 22102
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The Public Utilities Commission of Ohio
TELECOMMUNICATIONS FILING FORM

(Effective: 01/20/2011)

This form is intended to be used with most types of required filings. It provides check boxes with rule references for the most common types of filings. It does not replace or supersede Commission rules in any way.

In the Matter of the Application of TelCove Operations, LLC
to comply with the FCC's 2011 Report and Order,
FCC 11-161, directing the filing of tariffs)

TRF Docket No. 90-_____

Case No. ____ - ____ - **TP** - ____

NOTE: Unless you have reserved a Case #, leave the "Case No" fields BLANK.

Name of Registrant(s) Telcove Operations, LLC

DBA(s) of Registrant(s) _____

Address of Registrant(s) 1025 Eldorado Boulevard, Broomfield, CO 80021

Company Web Address www.level3.com

Regulatory Contact Person(s) Scott Seab Phone 720-888-3942 Fax _____

Regulatory Contact Person's Email Address Scott.Seab@level3.com

Contact Person for Annual Report _____ Phone _____

Address (if different from above) _____

Consumer Contact Information _____ Phone _____

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.]

Notes:

Section I and II are Pursuant to Chapter 4901:1-6 OAC.

Section III – Carrier to Carrier is Pursuant to 4901:1-7 OAC, and Wireless is Pursuant to 4901:1-6-24 OAC.

Section IV – Attestation.

(1) Indicate the Carrier Type and the reason for submitting this form by checking the boxes below.

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

(3) 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 section, by calling the docketing division at 614-466-4095, or by visiting the docketing division at the offices of the Commission.

(4) An Incumbent Local Exchange Carrier (ILEC) offering basic local exchange service (BLES) outside its traditional service area should choose CLEC designation when proposing to offer BLES outside its traditional service area or when proposing to make changes to that service.

All Filings that result in a change to one or more tariff pages require, at a minimum, the following exhibits.

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 I – Part I - Common Filings

Carrier Type <input type="checkbox"/> Other (explain below)	<input type="checkbox"/> For Profit ILEC	<input type="checkbox"/> Not For Profit ILEC	<input type="checkbox"/> CLEC
Change terms & conditions of existing BLES	<input type="checkbox"/> ATA <u>1-6-14(H)</u> (Auto 30 days)	<input type="checkbox"/> ATA <u>1-6-14(H)</u> (Auto 30 days)	<input type="checkbox"/> ATA <u>1-6-14(H)</u> (Auto 30 days)
Introduce non-recurring charge, surcharge, or fee to BLES			<input type="checkbox"/> ATA <u>1-6-14(H)</u> (Auto 30 days)
Introduce or Increase Late Payment	<input type="checkbox"/> ATA <u>1-6-14(I)</u> (Auto 30 days)	<input type="checkbox"/> ATA <u>1-6-14(I)</u> (Auto 30 days)	<input type="checkbox"/> ATA <u>1-6-14(I)</u> (Auto 30 days)
Revisions to BLES Cap.	<input type="checkbox"/> ZTA <u>1-6-14(F)</u> (0 day Notice)		
Introduce BLES or expand local service area (calling area)	<input type="checkbox"/> ZTA <u>1-6-14(H)</u> (0 day Notice)	<input type="checkbox"/> ZTA <u>1-6-14(H)</u> (0 day Notice)	<input type="checkbox"/> ZTA <u>1-6-14(H)</u> (0 day Notice)
Notice of no obligation to construct facilities and provide BLES	<input type="checkbox"/> ZTA <u>1-6-27(C)</u> (0 day Notice)	<input type="checkbox"/> ZTA <u>1-6-27(C)</u> (0 day Notice)	
Change BLES Rates	<input type="checkbox"/> TRF <u>1-6-14(F)</u> (0 day Notice)	<input type="checkbox"/> TRF <u>1-6-14(F)(4)</u> (0 day Notice)	<input type="checkbox"/> TRF <u>1-6-14(G)</u> (0 day Notice)
To obtain BLES pricing flexibility	<input type="checkbox"/> BLS <u>1-6-14</u> <u>(C)(1)(c)</u> (Auto 30 days)		
Change in boundary	<input type="checkbox"/> ACB <u>1-6-32</u> (Auto 14 days)	<input type="checkbox"/> ACB <u>1-6-32</u> (Auto 14 days)	
Expand service operation area			<input type="checkbox"/> TRF <u>1-6-08(G)</u> (0 day)
BLES withdrawal			<input type="checkbox"/> ZTA <u>1-6-25(B)</u> (0 day Notice)
Other* (explain) _____			

Section I – Part II – Customer Notification Offerings Pursuant to Chapter 4901:1-6-7 OAC

Type of Notice	Direct Mail	Bill Insert	Bill Notation	Electronic Mail
<input type="checkbox"/> 15-day Notice	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
<input type="checkbox"/> 30-day Notice	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Date Notice Sent:				

Section I – Part III –IOS Offerings Pursuant to Chapter 4901:1-6-22 OAC

IOS	Introduce New	Tariff Change	Price Change	Withdraw
<input type="checkbox"/> IOS	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

Section II – Part I – Carrier Certification - Pursuant to Chapter 4901:1-6-08, 09 & 10 OAC

Certification	ILEC (Out of Territory)	CLEC	Telecommunications Service Provider Not Offering Local	CESTC	CETC
* See Supplemental form	<input type="checkbox"/> ACE <i>1-6-08</i> * (Auto 30- day)	<input type="checkbox"/> ACE <i>1-6-08</i> *(Auto 30 day)	<input type="checkbox"/> ACE <i>1-6-08</i> *(Auto 30 day)	<input type="checkbox"/> ACE <i>1-6-10</i> (Auto 30 day)	<input type="checkbox"/> UNC <i>1-6-09</i> *(Non-Auto)

*Supplemental Certification forms can be found on the Commission Web Page.

Section II – Part II – Certificate Status & Procedural

Certificate Status	ILEC	CLEC	Telecommunications Service Provider Not Offering Local
Abandon all Services		<input type="checkbox"/> ABN <i>1-6-26</i> (Auto 30 days)	<input type="checkbox"/> ABN <i>1-6-26</i> (Auto 30 days)
Change of Official Name *	<input type="checkbox"/> ACN <i>1-6-29(B)</i> (Auto 30 days)	<input type="checkbox"/> ACN <i>1-6-29(B)</i> (Auto 30 days)	<input type="checkbox"/> CIO <i>1-6-29(C)</i> (0 day Notice)
Change in Ownership *	<input type="checkbox"/> ACO <i>1-6-29(E)</i> (Auto 30 days)	<input type="checkbox"/> ACO <i>1-6-29(E)</i> (Auto 30 days)	<input type="checkbox"/> CIO <i>1-6-29(C)</i> (0 day Notice)
Merger *	<input type="checkbox"/> AMT <i>1-6-29(E)</i> (Auto 30 days)	<input type="checkbox"/> AMT <i>1-6-29(E)</i> (Auto 30 days)	<input type="checkbox"/> CIO <i>1-6-29(C)</i> (0 day Notice)
Transfer a Certificate *	<input type="checkbox"/> ATC <i>1-6-29(B)</i> (Auto 30 days)	<input type="checkbox"/> ATC <i>1-6-29(B)</i> (Auto 30 days)	<input type="checkbox"/> CIO <i>1-6-29(C)</i> (0 day Notice)
Transaction for transfer or lease of property, plant or business *	<input type="checkbox"/> ATR <i>1-6-29(B)</i> (Auto 30 days)	<input type="checkbox"/> ATR <i>1-6-29(B)</i> (Auto 30 days)	<input type="checkbox"/> CIO <i>1-6-29(C)</i> (0 day Notice)

* Other exhibits may be required under the applicable rule(s). ACN, ACO, AMT, ATC, ATR and CIO applications see the 4901:1-6-29 Filing Requirements on the Commission's Web Page for a complete list of exhibits.

Section III – Carrier to Carrier (Pursuant to 4901:1-7), and Wireless (Pursuant to 4901:1-6-24)

Carrier to Carrier	ILEC	CLEC
Interconnection agreement, or amendment to an approved agreement	<input type="checkbox"/> NAG <i>1-7-07</i> (Auto 90 day)	<input type="checkbox"/> NAG <i>1-7-07</i> (Auto 90 day)
Request for Arbitration	<input type="checkbox"/> ARB <i>1-7-09</i> (Non-Auto)	<input type="checkbox"/> ARB <i>1-7-09</i> (Non-Auto)
Introduce or change c-t-c service tariffs,	<input type="checkbox"/> ATA <i>1-7-14</i> (Auto 30 day)	<input checked="" type="checkbox"/> ATA <i>1-7-14</i> (Auto 30 day)
Request rural carrier exemption, rural carrier suspension or modification	<input type="checkbox"/> UNC <i>1-7-04 or 05</i> (Non-Auto)	
Changes in rates, terms & conditions to Pole Attachment, Conduit Occupancy and Rights-of-Way.	<input type="checkbox"/> UNC <i>1-7-23(B)</i> (Non-Auto)	
Wireless Providers See 4901:1-6-24	<input type="checkbox"/> RCC [Registration & Change in Operations]	<input type="checkbox"/> NAG [Interconnection Agreement or

Section IV. – Attestation

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

AFFIDAVIT
Compliance with Commission Rules

I am an officer/agent of the applicant corporation, Telcove Operations, LLC, and am authorized to make this statement on its behalf.

Michael P. Donahue
(Name)

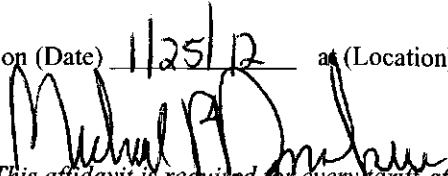
Please Check ALL that apply:

I attest that these tariffs comply with all applicable rules for the state of Ohio. I understand that tariff notification filings do not imply Commission approval and that the Commission's rules 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 attest that customer notices accompanying this filing form were sent to affected customers, as specified in Section II, in accordance with Rule 4901:1-6-7, Ohio Administrative Code.

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

Executed on (Date) 1/25/12 at (Location) McLean, Virginia

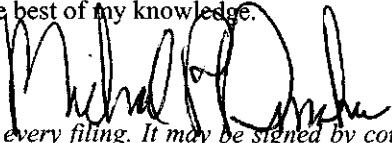


*(Signature and Title) Regulatory Counsel (Date) 1/25/2012

- *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, Michael P. Donahue verify that I have utilized the Telecommunications Filing Form for most 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.



*(Signature and Title) - Regulatory Counsel (Date) 1/25/2012

**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

EXHIBIT A

Tariff pages subject to proposed changes as they existed before the changes.

CHECK SHEET

The pages of this tariff are effective as of the date shown. The original and revised pages named below contain all changes from the original tariff and are in effect on the date shown.

<u>Page</u>	<u>Revision</u>	<u>Page</u>	<u>Revision</u>	<u>Page</u>	<u>Revision</u>
1*	7th Revised	29	Original	57	Original
2*	7th Revised	30	Original	58	Original
3	Original	31	Original	59	Original
4	Original	32	Original	60	Original
5	Original	33	Original	61	Original
6	Original	34	Original	62	Original
7	Original	35	Original	63	Original
8	Original	36	Original	64	Original
9	Original	37	Original	65	Original
10	Original	38	Original	66	1 st Revised
11	Original	39	Original	67	1 st Revised
12	Original	40	Original	68	1 st Revised
13	Original	41	Original	69	Original
14	Original	42	Original	70	Original
15	Original	43	Original	71	Original
16	Original	44	Original	72	Original
17	Original	45	Original	73	Original
18	Original	46	Original	74	Original
19	Original	47	Original	75	1 st Revised
20	Original	48	Original	76	Original
21	Original	49	Original	77	1 st Revised
22	Original	50	Original	78	1 st Revised
23	Original	51	Original	79	1 st Revised
24	Original	52	Original	80*	2nd Revised
25	Original	53	Original	81	1 st Revised
26	Original	54	Original	82*	3rd Revised
27	Original	55	Original	83	1 st Revised
28	Original	56	1 st Revised	84*	2nd Revised

* Pages included with this filing.

Issued: November 19, 2008

Effective: December 20, 2008

Issued By: Director – Regulatory Affairs
121 Champion Way
Canonsburg, Pennsylvania 15317

DEFINITIONS (cont'd)

Company Calling Card

A telephone calling card issued by the Company at the Customer's request, which enables the Customer or User(s) authorized by the Customer to place calls over the Network and to have the charges for such calls billed to the Customer's account.

Credit Card

A Credit Card is an accepted credit card, which is defined as a credit card that the cardholder has requested or applied for and received, or has signed, used or authorized another person to use to obtain credit. Any credit card issued as a renewal or substitute in accordance with this paragraph is an accepted credit card when received by the cardholder.

Customer

The person, firm or corporation which orders service and is responsible for the payment of charges and compliance with the Company's regulations.

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, issued by Bellcore.

End User or 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.

Exchange Telephone Company

Denotes any individual, partnership, association, joint-stock company, trust, or corporation engaged in providing switched communication within an exchange.

Issued: July 8, 1999

Effective: July 8, 1999

Issued By: Janet S. Livengood, Esquire, Director of Legal and Regulatory Affairs
DDI Plaza Two
500 Thomas Street, Suite 400
Bridgeville, Pennsylvania 15017-2838

Issued under authority of the Public Utilities Commission of Ohio in Case No.98-1458-TP-ACE

DEFINITIONS (cont'd)

Signaling System 7 (SS7)

The term "Signaling System 7 (SS7)" denotes the layered protocol used for standardized common channel signaling in the United States and Puerto Rico.

Signal Transfer Point (STP)

The term "Signal Transfer Point (STP)" denotes a packet switch which provides access to the Exchange Telephone Company's SS7 network and performs SS7 message signal routing and screening.

Signal Transfer Point (STP) Port

The term "Signal Transfer Point (STP) Port" denotes the point of termination and interconnection to the STP.

Toll Free

A term to describe an inbound communications service which permits a call to be completed at a location without charge to the calling party. Access to the service is gained by dialing a ten (10) digit telephone number (e.g. NPA is 800, 888, etc.).

Universal Emergency Telephone Number (911) Service

Wherever feasible, the Company will provide a universal Central Office number "911" for the use of Public Safety Agencies having the responsibility to protect the safety and property of the general public. It is intended that use of 911 Service will provide the public with a means of simple and direct telephone access to a Public Safety Answering Point.

Wire Center

A building in which one or more central offices, used for the provision of exchange services, are located.

Issued: July 8, 1999

Effective: July 8, 1999

Issued By: Janet S. Livengood, Esquire, Director of Legal and Regulatory Affairs
DDI Plaza Two
500 Thomas Street, Suite 400
Bridgeville, Pennsylvania 15017-2838

REGULATIONS (cont'd)2.3 Obligations of the Customer (cont'd)2.3.3 Jurisdictional Report Requirements (cont'd)

- G) The Customer shall keep sufficient detail from which the percentage of interstate use can be ascertained and upon request of the Company make the records available for inspection. Such a request will be initiated by the Company no more than once per year. The Customer shall supply the data within 30 calendar days of the Company request.
- H) The Customer may provide an additional percentage of interstate use for Entrance Facility and Direct Trunked Transport subject to the reporting requirements previously listed in this section. The percentage of interstate use may be provided per individual facility or at the billing account level. Should the Customer not provide a percentage of interstate use, the Company will use the reported Feature Group B or Feature Group D aggregated percentage of interstate use.

2.4 Customer Equipment and Channels2.4.1 Interconnection of Facilities

- A) In order to protect the Company's facilities and personnel and the services furnished to other Customers by the Company from potentially harmful effects, the signals applied to the Company's service shall be such as not to cause damage to the facilities of the Company. Any special interface equipment necessary to achieve the compatibility between facilities of the Company and the channels or facilities of others shall be provided at the Customer's expense.

Issued: July 8, 1999

Effective: July 8, 1999

Issued By: Janet S. Livengood, Esquire, Director of Legal and Regulatory Affairs
DDI Plaza Two
500 Thomas Street, Suite 400
Bridgeville, Pennsylvania 15017-2838

EXHIBIT B

Tariff pages subject to proposed changes, reflecting the changes, with the changes marked in the right margin.

CHECK SHEET

The pages of this tariff are effective as of the date shown. The original and revised pages named below contain all changes from the original tariff and are in effect on the date shown.

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15	Original	43	Original	71	Original
16	Original	44	Original	72	Original
17	Original	45	Original	73	Original
18	Original	46	Original	74	Original
19	Original	47	Original	75	1 st Revised
20	Original	48	Original	76	Original
21	Original	49	Original	77	1 st Revised
22	Original	50	Original	78	1 st Revised
23	Original	51	Original	79	1 st Revised
24	Original	52	Original	80	2nd Revised
25	Original	53	Original	81	1 st Revised
26	Original	54	Original	82	3rd Revised
27	Original	55	Original	83	1 st Revised
28*	1st Revised	56	1 st Revised	84	2nd Revised
28.1*	Original				
28.2*	Original				
28.3*	Original				

 Issued: January 26, 2012

Effective: February 25, 2012

 Issued By: Vice President of Public Policy
 1025 Eldorado Boulevard
 Broomfield, CO 80021

DEFINITIONS (cont'd)

Company Calling Card

A telephone calling card issued by the Company at the Customer's request, which enables the Customer or User(s) authorized by the Customer to place calls over the Network and to have the charges for such calls billed to the Customer's account.

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A Credit Card is an accepted credit card, which is defined as a credit card that the cardholder has requested or applied for and received, or has signed, used or authorized another person to use to obtain credit. Any credit card issued as a renewal or substitute in accordance with this paragraph is an accepted credit card when received by the cardholder.

Customer

The person, firm or corporation which orders service and is responsible for the payment of charges and compliance with the Company's regulations.

End Office

The term "End Office" denotes the switching system office or serving wire center (or functionally equivalent or analogous facilities) from which End Users receive exchange service. By way of example, system(s) or facility (ies) in a carrier's network which host telephone numbers listed in the database of the Number Portability Administration Center as assigned to the carrier, constitute an "End Office."

[D] [N]
|
[D] [N]

End User or 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.

Exchange Telephone Company

Denotes any individual, partnership, association, joint-stock company, trust, or corporation engaged in providing switched communication within an exchange.

DEFINITIONS (cont'd)

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Toll Free

A term to describe an inbound communications service which permits a call to be completed at a location without charge to the calling party. Access to the service is gained by dialing a ten (10) digit telephone number (e.g. NPA is 800, 888, etc.).

Toll VoIP-PSTN Traffic

The term Toll VoIP-PSTN Traffic denotes a customer's interexchange voice traffic exchanged with the Telephone Company in Time Division Multiplexing format over PSTN facilities, which originates and/or terminates in Internet Protocol (IP) format. Toll VoIP-PSTN Traffic originates and /or terminates in IP format when it originates from and/or terminates to an end user customer of a service that requires IP-compatible customer premises equipment.

(N)

(N)

Universal Emergency Telephone Number (911) Service

Wherever feasible, the Company will provide a universal Central Office number "911" for the use of Public Safety Agencies having the responsibility to protect the safety and property of the general public. It is intended that use of 911 Service will provide the public with a means of simple and direct telephone access to a Public Safety Answering Point.

Wire Center

A building in which one or more central offices, used for the provision of exchange services, are located.

Issued: January 26, 2012

Effective: February 25, 2012

Issued By: Vice President of Public Policy
1025 Eldorado Boulevard
Broomfield, CO 80021

REGULATIONS (cont'd)

2.3 Obligations of the Customer (cont'd)

2.3.3 Jurisdictional Report Requirements (cont'd)

- G) The Customer shall keep sufficient detail from which the percentage of interstate use can be ascertained and upon request of the Company make the records available for inspection. Such a request will be initiated by the Company no more than once per year. The Customer shall supply the data within 30 calendar days of the Company request.

- H) The Customer may provide an additional percentage of interstate use for Entrance Facility and Direct Trunked Transport subject to the reporting requirements previously listed in this section. The percentage of interstate use may be provided per individual facility or at the billing account level. Should the Customer not provide a percentage of interstate use, the Company will use the reported Feature Group B or Feature Group D aggregated percentage of interstate use.

- I) Identification and Rating of VoIP-PSTN Traffic

This section governs the identification of VoIP-PSTN Traffic that is required to be compensated at interstate access rates unless the parties have agreed otherwise by the F.C.C. in its Report and Order in WC Dockets Nos. 10-90, etc., F.C.C. Release No. 11-161 (November 18, 2011) (F.C.C. Order). Specifically, this section establishes the method of separating VoIP-PSTN Traffic from the Customer's traditional intrastate access traffic, so that VoIP-PSTN Traffic can be billed in accordance with the F.C.C. Order. VoIP-PSTN Traffic identified in accordance with this tariff section will be billed at rates equal to the Company's applicable tariffed interstate switched access rates as set forth in Section 5.1 of FCC Tariff No. 2.

[N]
 [N]

Certain material previously appearing on this page now appears on Original Page 28.3.

2.3 Customer Premises Provisions (cont'd) (N)

2.3.3 Jurisdictional Report Requirements (cont'd)

(l) Identification and Rating of VoIP-PSTN Traffic (Cont'd)

(1) Calculation and Application of Percent-VoIP- Usage Factors

- a. The Company will determine the number of VoIP-PSTN Traffic minutes of use (MOU) to which interstate rates will be assessed by applying an originating Percent VoIP Usage (PVU) factor to the total intrastate access MOU originated by a Company end user and delivered to the Customer and by applying a terminating PVU factor to the total intrastate access MOU terminated by a Customer to the Company's end user.
- b. The Customer will calculate and furnish to the Company an originating PVU factor representing the whole number percentage of the Customer's total originating intrastate access MOU that the Customer exchanges with the Company in the LATA that is received from the Company and that is terminated in IP format and that would be billed by the Company as intrastate access MOU.
- c. The Customer will calculate and furnish to the Company a terminating PVU factor representing the whole number percentage of the Customer's total terminating intrastate access MOU that the Customer exchanges with the Company in the LATA that is sent to Company and which originated in IP format and that would be billed by the Company as intrastate access MOU.
- d. The Customer shall not modify their reported PIU factor to account for VoIP-PSTN Traffic.
- e. Both the Customer provided originating PVU and the terminating PVU shall be based on information such as the number of the Customer's retail VoIP subscriptions in the state (e.g. as reported on F.C.C. Form 477), traffic studies, actual call detail or other relevant and verifiable information which will be provided to the Company upon request.
- f. The Customer shall retain the call detail, work papers, and information used to develop the PVU factors for a minimum of one year.
- g. The Company shall use default factors until such time as Customer supplies such factors. For this purpose, Company will utilize a PVU equal to the percentage of VoIP subscribers in the state based on the Local Competition Report, as released periodically and/or such other reports as the Company deems appropriate and reasonable. Under the Local Competition report methodology, the PVU will be the total number of incumbent LEC and non-incumbent LEC VoIP subscriptions in a state divided by the sum of those reported VoIP subscriptions plus incumbent LEC and non-incumbent LEC switched access lines.

- (2) The preceding section (1) will be applied to the billing of switched access charges to a Customer that is a local exchange carrier only to the extent that the Customer has also implemented billing of interstate access charges for VoIP-PSTN Traffic in accordance with FCC orders, rules and regulations. (N)

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REGULATIONS (cont'd)2.3 Customer Premises Provisions (cont'd)2.3.3 Jurisdictional Report Requirements (cont'd)

(3) Initial Implementation of PVU Factors

- a. If the PVU factors cannot be implemented in the Company's billing systems by December 29, 2011, once the factors can be implemented the Company will adjust the Customer's bills to reflect the PVU factors prospectively in the next bill period if the PVU factors are provided by the Customer to the Company prior to April 15, 2012.
- b. Company may choose to provide credits based on the reported PVU factors on a quarterly basis until such time as the billing system modifications can be implemented.

(4) PVU Factor Update

The Customer may update the PVU factors quarterly using the method set forth in (I)(1)c, preceding. If the Customer chooses to submit such updates, it shall forward to the Company, no later than 15 days after the first day of January, April, July and/or October of each year, revised PVU factors based on data for the prior three months, ending the last day of December, March, June and September, respectively. The revised PVU factors will serve as the basis for future billing and will be effective on the bill date of each such month and shall serve as the basis for subsequent monthly billing until superseded by new PVU factors. No prorating or back billing will be done based on the updated PVU factors.

(5) PVU Factor Verification

- a. If after review of the data and information, the Customer and the Company establishes revised PVU factors, the Company will begin using those revised PVU factors with the next bill period.
- b. If the dispute is unresolved, the Company may initiate an audit. The Company shall limit audits of the Customer's PVU factor to no more than twice per year. The Customer may request that the audit be conducted by an independent auditor. In such cases the associated auditing expenses will be paid by the Customer.
 - In the event that the Customer fails to provide adequate records to enable the Company or an independent auditor to conduct an audit verifying the Customer's PVU factors, the Company will bill the usage for all contested periods using the most recent undisputed PVU factors reported by the Customer. These PVU factors will remain in effect until the audit can be completed.
 - *During the audit, the most recent undisputed PVU factors from the previous reporting period will be used by the Company*

(N)

(N)

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REGULATIONS (cont'd)

2.3 Customer Premises Provisions (cont'd) (N)

2.3.3 Jurisdictional Report Requirements (cont'd)

(5) PVU Factor Verification (cont'd)

- The Company will adjust the Customer's PVU factors based on the results of the audit and implement the revised PVU in the next billing period or quarterly report date, whichever is first. The revised PVU factors will apply for the next two quarters before new factors can be submitted by the Customer.
- If the audit supports the Customer's PVU factors, the usage for the contested periods will be adjusted to reflect the Customer's audited PVU factors. (N)

2.4 Customer Equipment and Channels (M)

2.4.1 Interconnection of Facilities

- A) In order to protect the Company's facilities and personnel and the services furnished to other Customers by the Company from potentially harmful effects, the signals applied to the Company's service shall be such as not to cause damage to the facilities of the Company. Any special interface equipment necessary to achieve the compatibility between facilities of the Company and the channels or facilities of others shall be provided at the Customer's expense. (M)

*Certain material now appearing on this page, formerly appeared on Original Page 28.

EXHIBIT C

TelCove Operations, LLC's P.U.C.O. Tariff No. 2 has been revised to comply with the Federal Communications Commission's 2011 Report and Order, FCC 11-161 (in Docket Nos. 07-135, 01-92 et al., released November 18, 2011) directing the filing of tariffs.

EXHIBIT D

Not Applicable.