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January 26, 1998

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PUCO

Daisy Crockron, Chief of Docketing
PUBLIC UTILITIES COMMISSION
OF OHIO
180 East Broad Street
Columbus, Ohio 43215

Re: In the Matter of the Application of ALLTEL Communications, Inc.
relating to a change of ownership, PUCO Case No. 98-145-CT-ZCO

Dear Ms. Crockron:

Provided with this letter is an original and fifteen (15) copies of the Application, to be filed in connection with the above-referenced matter.

If you have any questions, please call.

Very truly yours,

Thomas E. Lodge
Thomas E. Lodge

TEL/mjh

cc: Christine M.T. Pirik, Chief
Telecommunications Division
Stephen B. Rowell, Esq.

Enclosures

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 *Anna M. ...* Date Processed *Jan 27, 1998*

PUBLIC UTILITIES COMMISSION OF OHIO

PUBLIC COMPETITIVE TELECOMMUNICATIONS SERVICE PROVIDER

563 REGISTRATION FORM

ISSUED: December 21, 1995

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In the Matter of the Application of)
ALLTEL Communications, Inc. relating)
to a change of ownership)

Case No 98 - 145 - CT - ZCO

PUCO

Name of Registrant ALLTEL Communications, Inc.

Registrant's Address One Allied Drive, Little Rock, Arkansas 72202

Contact Person Thomas E. Lodge (Phone - (614) 469-3246)

Date _____ TRF Docket No. 90 - 5672 - CT - TRF

I. Indicate the reason for submitting this form (check only one) (NOTES: 1. If a waiver is filed in conjunction with an automatic case, see I.D.2.b. of the 563 guidelines for the applicable automatic time frame; and 2. The number of copies noted below must be accompanied by an original filing. Facsimiles are not acceptable.):

- 1. (ABN) Withdrawal or Abandonment of all Services (14-day notice, 13 copies)
- 2. (ACE) New Operating Authority (30-day approval, 10 copies)
 - IXC AOS CAP Cellular Paging
 - Other _____
- 3. (AMT) Merger (14-day notice, 13 copies)
- 4. (ATR) Transfer or Transaction Affecting Operating Authority (14-day notice, 7 copies)
- 5. (ARJ) All Other Requests for Relief from Jurisdiction (NOT automatic, 10 copies)
- 6. (MTW) "Me Too" Waiver (30-day approval, 10 copies)
- 7. (RRJ) Interexchange Switchless Rebiller Request for Relief from Jurisdiction (30-day approval, 10 copies)
- 8. (WVR) Request for Waiver from Portion(s) of 563 pursuant to I.D.3. of the 563 guidelines. (NOT automatic, 10 copies)
- 9. (ZAC) Contract (0-day notice, 10 copies)
- 10. (ZCN) Change of Name (0-day notice, 10 copies)
- 11. (ZCO) Change in Ownership (0-day notice, 10 copies)
- 12. (ZTA) Introduction of new tariffed service(s), textual revision, correction of error, addition of service area(s), etc. (0-day notice, 10 copies)
- 13. (UNC) Unclassified (explain) _____ (NOT automatic, 10 copies)
- 14. Other (explain) _____ (NOT automatic, 10 copies)

THE FOLLOWING ARE TRF FILINGS ONLY, NOT NEW CASES (0-day notice, 3 copies)

- 15. Introduction or Extension of Promotional Offering
- 16. New Price List Rate for Existing Service.
- 17. Designation of Registrant's Process Agent(s)

II. Indicate which of the following exhibits have been filed. The numbers (corresponding to the list above) indicate, at a minimum, the types of cases in which the exhibit is required:

- A copy of registrant's proposed informational tariff. (2)
- Statement affirming that the registrant has notified the Ohio Department of Taxation of its intent to conduct operations as a telephone utility in the State of Ohio. (2)
- List of names, addresses, and phone numbers of officers and directors, or partners. (2-4)
- Brief description of service(s) proposed, as well as the targeted market(s). (2)
- Copy of tariff sheet(s) & price list(s) superseded, marked as Exhibit A. (1,3-4,6, 8,10,12-16)

- Copy of revised tariff sheets & price lists, marked as Exhibit B. (1,3-4,6,8,10,12-16)
- If increase to residential MTS, DA, or traditional operator surcharges, specify which notice procedure will be utilized: _____ real time; or _____ annual. (12, 16)
- Copy of real time notice which has been provided to customers. (1,3,10-12,16)
- Copy of annual notice which will be sent to customers is: _____ included with this filing; or will be filed with the Commission _____ (month) _____ (year). (16)
- Description of and rationale for proposed tariff changes, including a complete description of the service(s) proposed or affected. Specify for each service affected whether it is business _____, residence _____, or both _____ as well as whether it is a switched _____ or dedicated _____ service. Include this information in either the cover letter or label as "Exhibit C". (3,6,8,12-15)
- Delineation of any deaveraged message toll service, if applicable. (6, 12-16)
- Statement explaining rationale for proposal. (1,3-5,10-11)
- List of Ohio counties specifically involved or affected (1-6,8,10,16)
- Certification from Ohio Secretary of State as to party's proper standing (domestic or foreign corporation, authorized use of fictitious name, etc.). (2-4,7,10) (In transfer of certificate cases, the transferee's good standing must be established).
- Justification for waiver of specific element(s) of 563. (6,8)
- Responses to questions contained in Appendix A, Attachment 4 to the 563 guidelines (7)
- For radio common carriers, a statement affirming that registrant has obtained all necessary federal authority to conduct operations being proposed, and that copies have been furnished by cellular, paging, and mobile companies to this Commission of any Form 401, 463, and/or 489 which the applicant has filed with the Federal Communications Commission. (2-4)
- Other information requested by the Commission staff.

III. Registrant hereby attests to its compliance with the following requirements in the Service Requirements Form, as well as all pertinent entries and orders issued by the Commission with respect to these issues. Further, registrant hereby affirms that it will maintain with its TRF docket an up-to-date, properly marked, copy of the Service Requirements Form available for public inspection.

Mandatory requirements for all CTS providers:

- Sales tax
- Deposits

Service requirements for CTS providers of certain services (check all applicable):

- Discounts for Persons with Communication Disabilities and the Telecommunication Relay Service
- Emergency Services Calling Plan
- Alternative Operator Service (AOS) requirements
- Limitation of Liability
- Termination Liability Language

IV. List names, titles, and addresses of those persons authorized to make and/or verify filings at the Commission on behalf of the registrant:

NOTE: An annual report is required to be filed with the Commission by each company on an annual basis. The annual report form will be sent for completion to the address and individual(s) identified in this Section unless another address or individual is so indicated.

VERIFICATION

I, Thomas E. Lodge verify that I have utilized, verbatim, the Commission's 563 Registration Form issued December 21, 1995 and that all of the information submitted here, and all additional information submitted in connection with Case No. 98- -CT- ZCO is true and correct to the best of my knowledge.

Thomas E. Lodge
(Signature)*

1/26/98
(Date)

* A verification is required for every filing. It may be signed by counsel or a process agent designated by the Registrant, except that initial certification cases (ACE) must be signed by an officer of the registering entity.

Send your completed Registration 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

STATEMENT EXPLAINING RATIONALE FOR PROPOSAL

ALLTEL Communications, Inc.

Case No. 98-____-CT-ZCO

Before December 31, 1997, ALLTEL Communications, Inc. (formerly known as ALLTEL Long Distance, Inc.) was a wholly-owned subsidiary of ALLTEL Corporation. Effective December 31, 1997, and as a result of a reorganization of several ALLTEL subsidiaries, ALLTEL Communications, Inc. became a wholly-owned subsidiary of ALLTEL Mobile Communications, Inc., which is itself a wholly-owned subsidiary of ALLTEL Corporation.

Bill message for ACI customers in Ohio:

Effective December 31, 1997, as a result of a corporate reorganization, ALLTEL Communications Inc., became a wholly owned subsidiary of ALLTEL Mobile Communications, Inc., which continues to be a wholly owned subsidiary of ALLTEL Corporation.

No changes in your service will occur as a result of this reorganization. ALLTEL will continue to provide you with the same high quality service you have come to know and trust at the best rates possible. If you have any questions, you may contact ALLTEL at the number shown on your phone bill and a customer service representative will be happy to assist you.