

**STATE OF ILLINOIS
ILLINOIS COMMERCE COMMISSION**

Q LINK WIRELESS LLC	:	
	:	
Application for Designation as	:	
Wireless Eligible Telecommunication	:	
Carrier for Purposes of Receiving	:	Docket No. 12-0095
Federal Universal Service Support	:	
Pursuant to Section 214(e)(2) of the	:	
Telecommunications Act of 1996	:	

REPLY BRIEF OF THE STAFF OF THE ILLINOIS COMMERCE COMMISSION

*****PUBLIC VERSION*****

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Q LINK WIRELESS LLC	:	
	:	
Application for Designation as Wireless Eligible Telecommunication Carrier for Purposes of Receiving Federal Universal Service Support Pursuant to Section 214(e)(2) of the Telecommunications Act of 1996	:	Docket No. 12-0095

REPLY BRIEF OF THE STAFF OF THE ILLINOIS COMMERCE COMMISSION

The Staff of the Illinois Commerce Commission (“Staff”), by and through its undersigned attorneys and pursuant to Section 200.800 of the Commission’s Rules of Practice, 83 Ill. Adm. Code 200.800, respectfully submits its Reply Brief in this instant proceeding.

I. INTRODUCTION

Q Link Wireless LLC (“Q Link” or “Company”) filed a petition with the Commission seeking designation as an eligible telecommunications carrier under Section 214(e)(2) of the Federal Telecommunications Act of 1996 on February 3, 2012 (“Original Petition”) and amended its petition on December 13, 2012 (“Amended Petition”). On October 30, 2013, Staff filed ICC Staff Exhibit 1.0, the Direct Testimony of Dr. Qin Liu. On December 11, 2013, Q Link submitted the Rebuttal Testimony of Issa Asad. On February 7, 2014, Staff filed ICC Staff Exhibit 2.0, the Rebuttal Testimony of Dr. Qin Liu. On March 7, 2014, Q Link submitted Q Link Ex. 2.0 and Q Link Ex. 3.0, the Surrebuttal Testimony of Issa Asad and Chuck Campbell, respectively. On March 18, 2014, an evidentiary hearing was held and a briefing schedule set. On May 2, 2014, Staff and Q Link filed

Initial Briefs (“IBs”). In this Reply Brief (“RB”), Staff responds to certain arguments raised in Q Link’s IB. Failure to respond to every argument should not be construed as support for the omitted argument or a change in Staff’s position on; rather, Staff relies on the positions taken previously in its testimony and IB.

As explained in Staff’s IB and below, Q Link has failed to meet its burden of proof to demonstrate that it meets federal and state requirements for ETC designation and that its designation as an additional Lifeline-only ETC in Illinois is consistent with the public interest, convenience and necessity. Therefore, the Commission should deny Q Link’s petition for ETC designation.

II. Staff’s Recommendations Are Consistent with Applicable Law

Section II of Q Link’s IB contains numerous unfounded legal assertions. These assertions should be summarily ignored by the Commission as they have no basis in fact or law. Throughout this section it appears that Q Link labored under two fundamental yet misguided assumptions.

The first false assumption that Q Link relies on repeatedly is that the FCC made no change in law to strengthen protections against waste, fraud and abuse. Q Link, although selectively citing to it, stubbornly ignores the new paradigm that the FCC imposed in its *ETC Order* and *Lifeline Reform Order*. Instead of recognizing the obvious, Q Link substitutes incendiary language to characterize Staff’s position, such as “radical modification of the FCC requirements.” Q Link IB at 46. As discussed below, Staff’s position is far from radical and is completely consistent with the FCC guidelines.

The second false assumption Q Link relies on is that it has some unidentified “right” to USF funds. Q Link has no “right,” constitutional or otherwise, to enrich itself

through public funds paid for by telecommunications ratepayers. In fact, although it is assumed its IB, Q Link has never identified such a “right.” Q Link appears to confuse the public interest with its own monetary interests. The Commission is not charged with protecting Q Link’s interest, but it is indeed charged with protecting the public interest.

Based upon these false assumptions, among others, Q Link argues that: (1) the Commission has no authority to impose requirements on ETC designation unless it is done through rulemaking; (2) Staff’s proposed requirements violate federal law and FCC requirements; (3) Staff’s proposed requirements are arbitrary and capricious; and (4) Staff’s proposed requirements are “unconstitutionally” vague. Staff addresses these issues below.

A. Commission’s Past ETC Decisions

Q Link asserts that the Commission has adopted the FCC’s ETC Order as “the basis” to evaluate ETC petitions in Illinois and cites, as support, the Commission’s Orders designating Nexus Communications, Inc. (“Nexus”) (Docket No. 06-0381); PlatinumTel Communications, LLC (“PlatinumTel”) (Docket No. 09-0269); YourTel America, Inc. (“YourTel”) (Docket No. 09-0605); Cricket Communications, Inc. (“Cricket”) (Docket No. 10-0453); Telrite Corporation (“Telrite”) (Docket No. 10-0512); i-wireless, LLC (i-wireless”) (Docket No. 11-0073); and American Broadband and Telecommunications Company (“American Broadband”) (Docket No. 12-0680). Q Link IB at 27 and fn. 61. However, requirements for an individual ETC applicant in Illinois are and have always been imposed, through adjudication (as opposed to rulemaking), in the applicant’s ETC designation proceeding. In these past decisions, the Commission made findings specific for the seven ETC petitioners, respectively, but did not make findings for

all Illinois ETC applicants. The Commission made clear in these decisions that its findings in each individual ETC designation proceeding were made based upon the record specific to each individual proceeding and clearly stated “the [Commission’s] findings [in Nexus, PlatinumTel, YourTel, Cricket, Telrite, i-wireless and American Broadband ETC Orders, respectively] *are not intended to create any specific presumptions with respect to any future application for designation as an ETC*” (emphasis added). Nexus ETC Order at 23; PlatinumTel ETC Order at 21; YourTel Order at 24; Cricket ETC Order at 17; Telrite ETC Order at 18; i-wireless ETC Order at 20; American Broadband ETC Order at 14. Despite Q Link’s implication, the Commission did not, in its past decisions, make findings of general applicability for all ETC applicants in Illinois. Requirements for Q Link’s ETC designation, in particular, are determined in this adjudicatory proceeding.

Q Link asserts that “the Commission should find that it will use the guidelines from the FCC’s ETC Designation Order, as amended by the Lifeline Reform Order (where applicable), as a general framework and minimal requirements for considering the ETC designation requested by Q Link and for establishing whether Q Link’s application is in the public interest.” Q Link IB at 27. The Commission should rely on this framework and should impose the requirements adopted by the FCC. This Commission, however, has authority to determine based upon the circumstances specific to each ETC application whether and how to impose these requirements. It also has the ability to impose additional requirements it deems appropriate, reasonable and necessary to ensure that the designation is in the public interest. The Commission has made this point clear in past ETC decisions: “*in this [Docket No. 10-0512] and any future proceeding, we reserve*

our discretion to supplement, or depart from, the FCC's framework when Illinois circumstances suggest that we do so" (emphasis added). Telrite ETC Order at 14-15. See also Cricket ETC Order at 14; American Broadband ETC Order at 13.

By law, the Commission must consider each and every ETC petition individually on its own merits, and it must find each such petition to be in the public interest in order to grant ETC designation. Commission treatment of any prior ETC applicant has no bearing on the fact-specific and circumstance-specific investigation and assessment of Q Link's petition.

B. Commission Authority to Impose Requirements

Q Link claims that the Commission is not permitted to impose, on Q Link's ETC designation, requirements recommended by Staff because the requirements are not introduced through rulemaking and that the Commission is only permitted to impose additional requirements on ETC designation in Illinois (beyond those imposed by the states and FCC) through a rulemaking applicable to all ETC applicants. Q Link IB at 8, 46, 50 and fn. 102. This is simply not true. The FCC and Courts have long recognized a state commission's authority to impose requirements on ETC's designated pursuant to Section 214(e)(2) of the 1996 Act. Staff IB at 6-9 and 16-18; ETC Order at ¶¶61; *Texas Office of Public Utility Counsel v. FCC*, 183 F.3d 393, 417-18 (5th Cir. 1999). Such authority is not limited to rulemaking:

Section 214(e) governs ETC designations and does not require state commissions to issue rules and regulations regarding the conditions that are imposed on a carrier seeking ETC designation. *WWC Holding Co. v. Sopkin*, 488 F.3d 1262, 1267 (10th Cir. 2007).

Section 214(e)(2) is the on-point source of the [Colorado] PUC's authority to impose conditions on Western Wireless's ETC designation, yet it contains no textual implication that state commissions should issue rules or

regulations in doing so. Instead, the statutory language seems to assume a fact-specific determination more appropriately done in an adjudicatory context. The statute reads that “[b]efore designating an additional eligible telecommunications carrier for an area served by a rural telephone company, the State commission shall find that the designation is in the public interest.” 47 U.S.C. § 214(e)(2). This “public interest” determination suggests that states should consider the facts specific to the local area involved and the specific services proposed to be offered by the ETC designee. *WWC Holding*, 488 F.3d at 1278.

Given the thrust of the statutory language of Section 214(e)(2) giving states the authority to evaluate specific local facts in ETC decisions, and the absence of any authority suggesting that such determinations must be done through promulgation of rules, we hold that the [Colorado] PUC is not required to engage in a rule-making proceeding when imposing conditions pursuant to making an ETC designation. *Id.*

Allowing the [Colorado] PUC flexibility in deciding how to announce its ETC designation requirements [through ETC designation proceeding or rulemaking] is consistent with general administrative law principles. *Id.*

Clearly, the Commission has authority to impose requirements for ETC designation through adjudication (and rulemaking). More pointedly, the Commission may announce requirements in an individual ETC designation proceeding (such as this proceeding) applicable to the individual ETC applicant. As a result, Q Link’s claim is without merit.

Q Link cites *Senn Park Nursing Center v. Miller*, 104 Ill. 2d 169 (1984) to support its position that the Commission may *only* impose requirements on Q Link through rulemaking. Q Link IB at 49. In *Senn Park Nursing Center*, the Illinois Supreme Court held that the defendant issued a rule (the amended procedure for calculating the inflation-update factor) but did not follow proper procedure for adoption of a rule and, as a result, the rule was invalid. *Senn Park Nursing Center*, 104 Ill.2d at 175-181. The *Senn Park Nursing Center* does not address the Commission’s authority to impose requirements through adjudication. It, therefore, does not support Q Link’s position that

the Commission may not impose requirements specific to an individual ETC applicant in the ETC applicant's ETC designation proceeding (an adjudicatory process).

Q Link asserts that Staff proposed requirements “clearly fall within the definition of a ‘rule.’” Q Link IB at 49. Quite the contrary, Staff's proposed requirements are clearly *not rules*. As noted in *Senn Park Nursing Center v. Miller*, 104 Ill. 2d 169 (1984) (“*Senn Park*”), under the Illinois Administrative Procedure Act, “rule” means “each agency statement of general applicability that implements, applies, interprets, or prescribes law or policy.” *Senn Park*, 104 Ill.2d at 178. An ETC designation is an adjudication, not a rulemaking (“[t]he designation of an ETC is an adjudication;” Highland Cellular/Virginia Cellular Reconsideration Order at ¶10; “the [Colorado] PUC established these conditions in an adjudicatory hearing and decision specific to Western Wireless [the carrier seeking designation];” *WWC Holding*, 488 F.3d at 1276).

In this proceeding, Staff proposes requirements for Q Link's ETC designation, not for ETC designations in general, and Staff proposed requirements are not of general applicability. As discussed above, Commission findings in a carrier's ETC designation proceeding are based on the record in the proceeding; specific to the carrier; and “not intended to create any specific presumptions” for other ETC applicants. See, e.g., *i-wireless ETC Order* at 20; *American Broadband ETC Order* at 14. In particular, Commission findings in this proceeding are specific to Q Link's ETC designation and they are not applicable to ETC designations in general and are, thus, not of general applicability. Contrary to Q Link's assertion, Staff proposed requirements, and Commission findings, in this proceeding are clearly *not rules*. While an ETC designating

agency may issue rules and regulations, it is not required to do so when imposing requirements on ETC designation it makes under the 1996 Act.

Carriers similarly argued to the FCC that it did not have authority to impose requirements for ETC designation under Section 214(e)(6) of the 1996 Act on an individual ETC applicant in the applicant's ETC designation proceeding (as opposed to through rulemaking), alleging violation of the Administrative Procedure Act. Virginia Cellular/Highland Cellular Reconsideration Order at ¶8. In response, the FCC stated:

We disagree with Petitioners that the Commission violated the Administrative Procedure Act. Under the APA, an administrative agency's decisions may be issued as "rules" adopted through rulemaking, which requires notice and comment, or as "orders" adopted through adjudication, which does not require notice and comment. The designation of an ETC is an adjudication. As such, there is no requirement for the Commission to propose rules or invite comment on those proposals before determining whether to designate an entity as an ETC, as would be required in the context of a rulemaking. *Id.* at ¶10.

Thus, the FCC has concluded that it has authority to impose requirements on individual ETC applicants in individual ETC designation proceedings (adjudicatory proceedings). While an ETC designating authority may issue rules and regulations, it is not required to do so when imposing requirements on ETC designation it makes under the 1996 Act.

While contending that the Commission has no authority to impose requirements without a Commission rulemaking, Q Link proposes that the Commission imposes certain conditions (which are not imposed on ETC designations in Illinois by rules or laws) on Q Link's ETC designation in this ETC designation proceeding (an adjudicatory proceeding), as opposed to a Commission rulemaking:

[T]he Commission should find [in this adjudicatory proceeding] that it will use the guidelines from the FCC's ETC Designation Order, as amended by the Lifeline Reform Order (where applicable) [which are not imposed on Q Link's ETC designation in Illinois by rules or laws], as the general

framework and minimal requirements for considering the ETC designation requested by Q LINK and for establishing whether Q LINK's application is in the public interest. Q Link IB at 27.

Q Link's proposal seemingly rebuts its own notion that the Commission may not impose requirements on individual ETC applicants in individual ETC designation proceedings and may only issue requirements through rulemaking. (Additionally, evaluation criteria proposed by Staff for Q Link are consistent with the Commission's past findings for past ETC applicants that the FCC's requirements for its own ETC designations under Section 214(e)(6) provide the minimum guidelines, not the sole basis, for evaluating ETC petitions in Illinois. Staff Ex. 1.0 at 17 and 22; Staff IB at 16-18.)

In sum, the Commission has authority under Section 214(e)(2) of the 1996 Act to impose requirements specific to each individual ETC applicant in each individual ETC designation proceeding (an adjudicatory proceeding) and is not required to issue requirements for Q Link's ETC designation only through rulemaking. If the Commission determines that Staff's proposed requirements are appropriate and reasonable, it is entirely lawful (by the plain language of the federal statute governing ETC designations) for the Commission to impose them on Q Link's ETC designation in Illinois.

C. Arbitrary and Capricious

Q Link asserts that Staff proposed evaluation criteria are arbitrary and capricious. Q Link IB at 50-54 and fn. 102. There is no merit to this claim. Q Link cites *City of Chicago v. Illinois Commerce Commission*, 133 Ill. App. 3d 435 (1985) to support its position. *City of Chicago*, however, does not support Q Link's position. *City of Chicago* recognized the Commission's authority to deal with individual sets of facts and

circumstances in individual Commission adjudicatory proceedings. The *City* court explained:

[W]e note that decisions of the [Illinois Commerce] Commission are not res judicata. *'The concept of public regulation includes of necessity the philosophy that the [Illinois Commerce] commission shall have power to deal freely with each situation as it comes before it, regardless of how it may have dealt with a similar or the same situation in a previous proceeding.'*" Thus, like other administrative agencies, the Commission is free to change its standards so long as such changes are not arbitrary and capricious. *City of Chicago*, 133 Ill. App. 3d at 440-441 ("emphasis added; internal citations omitted).

This is an *adjudication* of a specific ETC application. It is not a rule; and need not be a rule. The *City of Chicago* court clearly recognized the Commission's authority to deal with individual set of facts and circumstances in individual Commission proceedings. Thus, the Commission has the authority to issue requirements through individual ETC designation proceedings (*adjudicatory* proceedings) specific to individual ETC applicants based upon the records in the individual proceedings, and is not limited by its past decisions which were made based upon records in past individual proceedings.

Nonetheless, the adjudication of an ETC application based upon Staff's proposed recommendations simply cannot deprive Q Link of its liberty or property in violation of the constitution. For instance, the Illinois Supreme Court explained that:

The due process clauses, limiting the exercise of the State's police power, prohibit only an arbitrary, unreasonable and improper use of such power. One who challenges the validity of an ordinance as arbitrary and unreasonable must prove by clear and affirmative evidence that the ordinance constitutes arbitrary, capricious and unreasonable municipal action; that *there is no permissible interpretation* which justifies its adoption, or that it *will not promote the safety and general welfare* of the public. *City of Decatur v. Chasteen*, 19 Ill. 2d 204, 210 (1960) ("*City of Decatur*")(italics added).

Clearly, Q Link has failed to articulate an argument that there is no permissible interpretation and that Staff's proposed requirements are not in the public interest. *City of Decatur* further noted that:

Where an ordinance is passed pursuant to a legislative grant of power, a *presumption favoring its validity* obtains. The fact alone that the ordinance may operate to impose burdens or restrictions on the property which would not have existed without the enactment of the ordinance is not determinative of the question of its validity. The privilege of every citizen to use his property according to his own will is both a liberty and a *property right, but these rights are always subordinate to the interests of the public welfare. Id. at 210-211* (emphasis added).

Unlike in *City of Decatur*, Q Link has failed to identify a right, such as a property right. Of course, even property rights are subordinate to the public interest. The court concluded by finding that:

The ordinance in question does not deprive defendants of their liberty or property without due process of law. No inherent rights are involved and the ordinance permits the operation of vehicles carrying passengers for hire without fixed route or schedule subject only to the conditions and restrictions imposed. *These are reasonably calculated to secure the public welfare and have a direct relation to the object sought to be attained. It is in the public interest to secure uniformity in the charges to be made for public transportation and the use of meters on such vehicles is an appropriate method of securing the result. Id.* (emphasis added).

Consequently, even if (1) Q Link was able to identify a protected "right" to USF funds and (2) this application was a rulemaking and not an adjudication, Q Link has failed to carry its burden to appropriately challenge the presumption of validity of Staff's proposed requirements. In fact, Q Link cannot challenge because Staff's proposed requirements are reasonably calculated to secure the public interest and have a direct relation to the object sought to be attained.

Further, Q Link alleges that Staff is just "making [stuff] up." Q Link IB at 52. To the contrary, Staff's proposed 20% non-Lifeline consumer threshold requirements are

reasonably calculated to ensure compliance and to protect the public interest and have a direct relation to strengthening protection against waste, fraud and abuse, the very goals the FCC identified.

D. Unconstitutionally Vague

Q Link asserts that Staff's proposed requirements are unconstitutionally vague. Q Link IB at 52-54. Q Link fails to identify any protected right it has that is being violated and Q Link fails to acknowledge that this is an adjudicated proceeding. Specifically, Q Link asserts that "the Commission should not impose [Staff proposed] requirements on Q Link because Q Link had no notice of them [at the time it submitted its petition]." *Id.* at 53-54. Such a position is ill-founded. Q Link cites to two cases for support of its unconstitutionally vague allegation. *Hayes v. New York Attorney Grievance Committee*, 672 F.3d 158 (2nd Cir. (2012) ("*Hayes*") is a First Amendment case. Further, it involves a written regulation, not an adjudication. *Hayes*, consequently is inapposite and of no value here.

The second case is *Grayned v. City of Rockford*, 408 US 104 (1972) ("*Grayned*"). In *Grayned*, the United States Supreme Court found that a city disorderly conduct (anti noise near schools) ordinance did not violate the convicted defendant's constitutional rights. Again, *Grayned* involved a written ordinance and not an adjudicated proceeding. Moreover, the *City* case's city disorderly conduct ordinance was a criminal matter wherein defendant *Grayned* was convicted of a criminal penalty, and risked the subsequent loss of liberty. *Grayned*, like *Hayes*, consequently is inapplicable here.

The assertion that the Commission should not impose Staff proposed requirements on Q Link because it was not notified of them at the time it submitted its

petition is without merit. Q Link IB at 53-54. The Commission does not have ETC designation rules. Requirements for an individual carrier's ETC designation are and have always been determined in, not outside, the individual carrier's ETC designation proceeding. According to Q Link's position, requirements for a carrier's ETC designation must be determined before the carrier submits its petition and, thus, before (and, as a result, outside) the carriers' ETC designation proceeding. Clearly, this would be absurd and would, in fact, violate every norm of due process. In addition, such a position is inconsistent with the Commission's practice and refuted by the Appellate Court which made clear that the Commission may establish requirements for an individual carrier's ETC designation in the individual carrier's ETC designation proceeding (an adjudicatory proceeding). *WWC Holding*, 488 F.3d at 1267, 1278.

The Administrative Law Judge in this proceeding has followed the Commission's Part 200 Rules of Procedure. Q Link has been afforded more than its share of due process. See Tr. (March 18, 2014) generally at 38–94. Importantly in this regard, after Staff's identifications of deficiencies of its petition based upon Staff proposed requirements, Q Link was given opportunities over a period of more than four months to remedy the identified deficiencies. It has failed at each opportunity.

E. Competitive Neutrality

The FCC set forth the competitive neutrality principle in its first USF Order. USF Order (FCC 97-157) at ¶¶44-55. It is embodied in Section 214(e)'s requirement that *any* telecommunications carrier meeting the requirements for ETC designation (which the FCC initially considered to include only the requirements of Section 214(e)(1) but later found could include additional requirements) can become an ETC. USF Order at ¶48 &

¶135. As illustrated by the FCC’s ETC designation determinations over the past decade, the competitive neutrality principle does not preclude a designating authority from imposing new requirements for ETC designation or from imposing requirements on individual ETC applicants in individual ETC designation proceedings (as opposed to on all ETC applicants through rulemakings). Staff IB at 6-9 and 16-18.

Q Link alleges that “a state commission’s ETC requirements must be imposed ‘in a manner that is consistent with the principle that universal service support mechanisms and rules be competitively neutral.’” Q Link IB at 47 (citation omitted). Q Link asserts that Staff’s proposed evaluation criteria for its ETC designation consider factors that were not considered in previous ETC designation proceedings and, therefore, discriminate between previous ETC applicants and Q Link, which, according to Q Link, violates the FCC’s competitive neutrality principle and is discriminatory. *Id.* at 47-50, fns. 102 and 106. In making such assertion, Q Link stubbornly ignores recent changes in law. The FCC recently amended its rules so that state commissions are prohibited from designating carriers as Lifeline-only ETCs unless the carriers have demonstrated that they have the financial and technical capability to provide the supported service for which they seek designation:

A state commission shall not designate a common carrier as an eligible telecommunications carrier for purposes of receiving support only under subpart E of this part unless the carrier seeking such designation has demonstrated that it is financially and technically capable of providing the supported Lifeline service in compliance with subpart E of this part. 47 C.F.R. §54.201(h).

In its 2005 ETC Order, the FCC declined to adopt such requirements and decided that existing rules would be sufficient to ensure a carrier’s financial and technical capability.

ETC Order at ¶¶37-39; Lifeline Reform Order at ¶¶387-388. The FCC has changed its position with respect to Lifeline-only ETC designation:

Given recent growth in the number of companies obtaining ETC designation, we now conclude that it is appropriate to update our rules for federally-designated ETCs and extend the requirement to all ETCs to ensure that Lifeline-only ETCs have the financial and technical ability to offer Lifeline-supported services. Therefore, in order to ensure Lifeline-only ETCs, whether designated by the Commission or the states, are financially and technically capable of providing Lifeline services, we now include an explicit requirement in section 54.202 that a common carrier seeking to be designated as a Lifeline-only ETC demonstrate its technical and financial capacity to provide the supported service. Lifeline Reform Order at ¶388.

Staff's recommendations in this proceeding account for the financial and technical capability requirements newly imposed on Commission ETC designations and, therefore, are a product of, rather than in contravention of, FCC rules.

The FCC has made other similar changes in its ETC designation process. For example, in its first USF Order (adopted in May 1997), the FCC decided that meeting Section 214(e)(1) was, by itself, sufficient for ETC designation (USF Order at ¶135) and made designations accordingly (see, e.g., Cello Partnership ETC Order, DA 00-2895). The FCC has since changed its position and no longer considers meeting Section 214(e)(1) sufficient for ETC designation. Since as early as the Virginia Cellular ETC Order (FCC 03-338), carriers seeking designation from the FCC must meet additional requirements which carriers seeking designation from the FCC in, for example, 2000 were not required to meet (e.g., conditions set forth in the 2005 ETC Order). Also, as noted above, the FCC has imposed on individual ETCs, as condition for designation, requirements in individual ETCs' designation proceedings. Some of the carrier-specific conditions are more stringent than what the FCC imposed in the Lifeline Reform Order and, nonetheless, carriers already designated must continue to comply with the carrier-

specific, more stringent conditions imposed on them when designated. Lifeline Reform Order at ¶¶382-383 and fn. 1002-1003. For obvious reasons, current ETC applicants must meet current requirements for ETC designation (including, but not limited to, requirements imposed as condition for designation), which may be more or less stringent than the requirements applied in the past. This is due to the evolving nature of ETC requirements, which is made necessary due to evolving conditions and circumstances. Clearly, the FCC's practice in the past decade (of introducing new and revising existing requirements, through adjudication and rulemaking) refutes Q Link's assertion that changes in ETC designation requirements violate the competitive neutrality principle.

Q Link objects to Staff's proposals that the Commission consider its prior track record of providing wireless service to non-Lifeline consumers in Illinois and its ability to earn revenue from wireless non-Lifeline service in Illinois in the future (e.g., "[Staff proposed Illinois track record requirements] delays ETC market entry to out-of-state wireless providers"). Q Link IB at 47-48. The FCC has stated:

Among the relevant considerations for such a [technical and financial capability] showing would be whether the applicant previously offered services to non-Lifeline consumers, how long it has been in business, whether the applicant intends to rely exclusively on USF disbursements to operate, whether the applicant receives or will receive revenue from other sources, and whether it has been subject to enforcement action or ETC revocation proceedings in any state. Lifeline Reform Order, at ¶¶388.

Thus, Staff's recommendations, which concern whether Q Link previously offered wireless service (i.e., service for which it seeks designation) to non-Lifeline consumers in Illinois, whether it receives and will receive revenue from other sources in Illinois, are a direct response to the new FCC financial and technical capability requirements that were not imposed when previous ETCs were designated by the Commission. While the

Commission and the FCC have always had the authority to address ETC designation on a case by case basis, in this instance, the Commission must, according to current FCC rules, evaluate ETC designation in a manner different than it has in the past.

Q Link alleges that Staff recommended Illinois (“in-state”) record requirement “unjustifiably delays ETC market entry to out-of-state wireless providers.” Q Link IB at 48. Q Link thus implies that, under the competitive neutrality principle, the Commission should somehow adopt evaluation criteria according to whether a carrier’s corporate headquarters is located in or outside Illinois. The Commission should do no such thing. The competitive neutrality principle does not call for ETC designation requirements to vary with the location of a carrier’s corporate headquarters. As discussed below, Staff’s recommended Illinois track record requirement is appropriate, reasonable and necessary because Q Link is seeking an Illinois ETC designation and the Commission must, under Section 54.201(h) of the federal rules, make an Illinois determination of Q Link’s Illinois capability (i.e., its capability to compete in the Illinois market).

Q Link asserts that Staff urges the Commission to apply a public interest analysis “based exclusively on a carrier’s compliance record in Illinois.” Q Link IB at 48. This is false. Staff recommends that, for the Section 214(e)(2) evaluation, the Commission consider, *at minimum*, Q Link’s compliance record in Illinois. Staff does not recommend the Commission to base such evaluation exclusively on Q Link’s compliance record in Illinois (Staff Ex. 1.0 at 33:747-753) and evidence in the record clearly refutes Q Link’s “exclusively Illinois” assertion (see, e.g., Staff IB at 73-76). In Staff’s opinion, a carrier that does not operate its business in Illinois in compliance with rule and law cannot be said to operate in a manner consistent with the public interest. Staff Ex. 1.0 at 36-37

(801-819). As Q Link seeks an Illinois ETC designation, its ability to comply with rule and law in Illinois bears directly on the Commission's public interest consideration and should, therefore, be a part of, but not the entirety of, the Commission's Section 214(e)(2) evaluation.

Citing paragraph 58 of the FCC's ETC Order, Q Link asserts that Staff proposed reporting requirements violate the FCC's directives because they are imposed "on only new wireless ETC applicants" (Q Link IB at 48) and "[not] imposed uniformly on previously designated ETC providers" (Q Link IB at 49).¹ See also Q Link IB at 47 and fn. 111. The claim is without merit. In its ETC Order, the FCC set forth certain certification and reporting rules (which were codified in Section 54.209 of the then federal rules) applicable to all federally-designated ETCs. ETC Order at ¶¶68-72 and Appendix A (Final Rules). The FCC encouraged, but did not direct, state commissions to impose these requirements on state-designated ETCs.² ETC Order at ¶58 and ¶71. Notably, the FCC did not, in paragraph 58 of its ETC Order, issue any directives regarding how state commissions must impose their own reporting requirements (other than those codified in Section 54.209 of the then federal rules). Moreover, both the FCC and the Court have long recognized the Commission's authority to impose its own requirements (including reporting requirements) on ETCs in Illinois. ETC Order at ¶61 and ¶71; *Texas Office of Public Utility Counsel*, 183 F.3d at 417-418. Such Commission authority is not

¹ To be clear, Staff in this instant proceeding recommends ETC designation requirements for Q Link, not for new ETC applicants in general as Q Link alleges.

² Therefore, it falls entirely upon the Commission to decide whether and/or how to impose the certification/reporting requirements codified in Section 54.209 of the then FCC rules. Since the 2005 ETC Order, the Commission has imposed these requirements on individual ETCs in individual ETC designation proceedings. See, e.g., Nexus ETC Order (Docket No. 06-0381) at 18-20; Telrite ETC Order (Docket No. 10-0512) at 11-13. The Commission did not impose them on any ETCs through rulemaking. Nor did the Commission impose them, through adjudication or rulemaking, on ETCs designated prior to the 2005 ETC Order.

limited to rulemaking and the Commission may impose on a carrier, in the carrier's ETC designation proceeding, conditions specific to the carrier. *WWC Holding*, 488 F.3d at 1267, 1278. Therefore, contrary to Q Link's assertion, Staff proposed reporting requirements do not violate the FCC's directives and the Commission has authority to impose them on Q Link in this proceeding.

In sum, Staff's recommended requirements for Q Link's ETC designation do not violate any federal requirements and, in particular, the competitive neutrality principle.

F. Regulation of Entry

Q Link asserts that Staff's recommended requirements are market entry barriers and, thus, constitute regulation of its market entry, which, according to Q Link, violates Section 332(c)(3)(A) of the 1996 Act. Q Link IB at 46-50 and fns. 102 & 106. Q Link is wholly mistaken in characterizing Staff's proposed requirements as market entry barriers. Staff's proposed requirements have nothing to do with entry. Q Link was granted a certificate of wireless service authority by the Commission in Docket No. 11-0739. Q Link is perfectly able, and has been so for more than two years, to conduct business in Illinois pursuant to that certificate. Nothing prevents it from providing wireless service to any consumer in Illinois it desires to serve.

ETC designation is nothing more than granting a carrier eligibility to receive, where appropriate, financial reimbursement for certain revenues foregone in providing eligible customers service at Lifeline discounted rates. If in using the term "entry" Q Link in fact means access to subsidies provided by consumers and businesses and administered by the FCC, it is again wholly mistaken in any argument alleging Staff's proposed requirements would be unlawful. In order to be designated as an ETC, Q Link

must meet federal and state requirements for ETC designation. The Commission not only should not, but cannot designate it as an ETC unless it has met all requirements for such designation.

Q Link asserts that Staff recommended requirements impose “market barrier restrictions” for wireless ETC applicants. Q Link IB at 47-48. To be clear, Staff, in this proceeding, recommends requirements for Q Link’s ETC designation, not for all ETC wireless applicants.

Q Link asserts that Staff proposed requirements prevent it from implementing its business plan in Illinois, which, according to its testimony, has been a “national success.” Q Link IB at 50. Q Link’s business plan is subsidy-dependent: Q Link will not provide wireless service to and thus earn revenue from consumers in a state unless it is designated, and hence able to collect subsidies, as an ETC in the state. Staff IB at 53-57 and fn. 5. Q Link’s claim that its business plan is to launch wireless service to non-Lifeline and Lifeline consumers simultaneously (Q Link IB at 50; Q Link Ex. 2.0 at 23) is refuted by evidence in the record.³ According to its revenue reports to the FCC, Q Link relied exclusively on universal service support for its revenue and did not earn revenue from wireless service to non-Lifeline consumers (nor did it earn revenue from wholesale service). Staff IB at 55-57. According to its wireless non-Lifeline end user customer information, Q Link has not served any wireless non-Lifeline consumers in any state in any month since its incorporation in August 2011. Staff IB at 53-55 and fn. 5.

Q Link implies that a Commission decision denying its petition, which would similarly prevent it from implementing its subsidy-dependent business plan, would also

³ In the attempt to gain FCC approval of its compliance plan, Q Link promised to launch wireless service to non-Lifeline and Lifeline consumers simultaneously. Staff Ex. 2.0 at 29 & fn. 84; Q Link Ex. 2.0 at 23.

constitute a “market barrier restriction” on a wireless carrier and thus violate Section 332(c)(3)(A) of the 1996 Act. According to Q Link’s logic, the Commission, by denying a wireless carrier’s ETC petition for any reason, would create a market entry barrier for the wireless carrier and thus violate federal law. This is clearly erroneous. Section 214(e)(2) of the 1996 Act expressly authorizes the Commission to determine ETC designation in Illinois and it is entirely lawful (by the plain language of the federal statute governing ETC designation) for the Commission to deny an ETC petition, wireless or wireline, if the Commission finds that the applicant does not meet all requirements for ETC designation in Illinois. Moreover, as noted by Staff, the Commission’s Lifeline-only ETC designation grants a carrier access to subsidies intended for low income consumers, not an entry permit to enter the Illinois market. Staff IB at 102. Nor does Q Link seek an entry permit to enter the Illinois market, which it already has, pursuant to which it is perfectly free, and has been so for more than two years, to enter the Illinois market to provide wireless service. Staff IB at 101.

Q Link asserts that Staff proposed requirements, which it does not meet and accordingly labels as “market barrier restrictions,” are counter to basic economic principles. Q Link Ex. 2.0 at 31. As noted above, without ETC designation Q Link is not prohibited from providing wireless service to any customer in Illinois. Its service will not, however, be subsidized with funds recovered, in part, from Illinois telecommunications customers. Q Link, in supporting its position, asserts that its entry into the Illinois market per se (“mere participation in the market”) will result in lowered prices and improved quality of service from existing carriers. Q Link Ex. 2.0 at 31. But, it provides no evidence that it is such an influential carrier in Illinois. Staff IB at 87-89. As explained by

Staff, while a carrier represents a potential source of competitive pressure, it does not follow that every carrier has the capability to influence the behavior of others and a carrier's capability depends on the market structure (i.e., number and capabilities of other carriers) as well as the carrier's own capability. Staff IB at 87-88; Staff Ex. 1.0 at 78-79. Q Link has had two years' of opportunity but has failed to prove that it has the capability to withstand competitive pressure from other carriers in Illinois to maintain a firm footing in Illinois, let alone the capability to exert significant competitive pressure on other carriers in Illinois in return so as to drive down prices and drive up quality of services offered by other carriers. Staff IB at 88.

While one of the objectives of the 1996 Act is to introduce competition into local markets previously monopolized by incumbent local exchange carriers, the FCC has long recognized that the benefits of increased competition per se are unlikely to meet the public interest standard of ETC designation. ETC Order at ¶44. In order to be designated as an ETC, Q Link must meet all requirements for ETC designation. Even if its "mere participation in the market" would produce benefits of increased competition, which it has failed to establish, it is not, by itself, sufficient to qualify it as a wireless ETC. As Staff has shown, Q Link does not meet all requirements for ETC designation in Illinois and its designation would be contrary to the public interest.

G. Regulation of Rates

Q Link asserts that Staff's recommendation for the Commission to consider the rates, terms, and conditions of its supported service amounts to regulation of its rates, which, according to Q Link, violates Section 332(c)(3)(A) of the 1996 Act. Q Link IB at 48-49. As Q Link seeks designation from the Commission for the sole purpose of

providing supported service to low income consumers in Illinois, the Commission can and should, under Section 214(e)(2) of the 1996 Act, examine the support service it proposes to offer to ensure that it is adequate for the designation it seeks and that its designation as an additional ETC will produce additional benefits to consumers in Illinois.

In approving the compliance plans of Birch Communications; Boomerang Wireless; IM Telecom; Q Link Wireless; and TAG Mobile, the FCC clarified that “[w]hile these compliance plans contain information on each carrier’s Lifeline offering, [the FCC] leave[s] it to the designating authority to determine whether or not the carrier’s Lifeline offerings are sufficient to serve consumers.” Compliance Plan Approval Public Notice (DA-12-1286) at fn.7. As the designating authority in Illinois, the Commission can and should examine Q Link’s proposed Lifeline offerings.

Section 54.403 of the federal rules requires that an ETC “pass through the full amount of Lifeline support to the qualifying low-income consumer.” 47 C.F.R. §54.403. Hence, before designating a carrier, wireless or wireline, the Commission not only should, but must examine the applicant’s proposed Lifeline offerings, including the rates of the offerings, to ensure compliance with federal rules.

In past wireline and wireless ETC designation proceedings (e.g., Docket Nos. 06-0381 (Nexus); 09-0213 (Tracfone); 10-0512 (Telirte); 11-0073 (i-wireless)), not only was the Commission permitted but encouraged by the FCC to consider (and did consider) the supported service an applicant proposed to offer and, in particular, whether an applicant’s proposed service offering included “local usage” (minutes of use of exchange service provided at no additional charge) comparable to that offered by the incumbent local exchange carrier in the service area for which the applicant was seeking

designation. ETC Order at ¶¶32-34. Notably, the FCC clarified that “*although the [FCC] has not set a minimum local usage requirement, there is nothing in the [1996] Act, [FCC’s] rules, or orders that would limit state commissions from prescribing some amount of local usage as a condition of ETC status*” (emphasis added). ETC Order at ¶34.

Due to growing concerns for waste, fraud and abuse of the federal low income program, some state commissions adopted a minimum charge requirement for Lifeline service. See, for example, Lifeline Reform Order at ¶268 and fn. 737; Georgia Public Service Commission Order, Document No. 145929, Docket No. 35537. While refraining from adopting such requirement at the federal level (due to an insufficient record), the FCC made clear that state commissions are not prohibited from imposing such minimum charge requirements on Lifeline service (“*nothing in [the Lifeline Reform] Order precludes states from requiring state-designated ETCs to assess and collect a minimum charge from Lifeline subscribers*” (emphasis added)). Lifeline Reform Order at ¶268 and fn. 739.

Both the Federal-State Joint Board on Universal Service and National Association of State Utility Consumer Advocates recommended the FCC to impose minimum service standards for prepaid wireless Lifeline service. Lifeline/Linkup NPRM (FCC 11-32) at ¶252; Lifeline Reform Order at ¶46. While refraining from imposing a minimum set of monthly minutes at federal level, the FCC “applaud[ed] the work the states have done to require pre-paid ETCs to offer a minimum set of monthly minutes” and, notably, did not find state commissions’ efforts to impose a minimum set of minutes for prepaid Lifeline service to be a violation of federal rule or law. Lifeline Reform Order at ¶50.

In sum, contrary to Q Link’s claim, in determining whether it should be designated as an additional ETC in Illinois for the purpose of providing supported service, the Commission can and should examine its Lifeline offerings (including but not limited to the number of minutes included in the offerings) to ensure that its supported service is adequate for the designation it seeks and that its designation as an additional ETC will produce additional benefits to consumers in Illinois.

III. Q Link Does Not Meet the Requirements for ETC Designation

Q Link, in support of its petition, makes unsupported and incorrect statements and assertions. When it does provide support, Q Link often misrepresents the facts. Below, Staff provides information and explanations that refute many of Q Link’s assertions.

A. Lifeline Program’s Performance Record in Illinois

Q Link asserts that ETCs in Illinois are not meeting the Lifeline program’s goal “to serve all eligible consumers” and, therefore, implies that the Lifeline program’s goal is to achieve full or 100% Lifeline penetration. Q Link Ex. 3.0 at 1 (27-28); Staff IB at 103-104. It further contends that 864,299 low income consumers in Illinois “cannot” obtain Lifeline service (Q Link IB at 2-3) and that “the over 1.4 million Illinois consumers who are eligible for Lifeline subsidies, but are not currently service[d] by Lifeline providers continue to be denied Lifeline subsidies” (Q Link IB at 54).

As explained in Staff’s IB, Q Link inflates the number of Illinois low income households that are not on Lifeline service; and, by claiming that ETCs in Illinois are not meeting the Lifeline program’s goal “to serve all eligible consumers” and have failed 54% of Illinois low income households, Q Link misrepresents the Lifeline program’s goals and

performance measurements and grossly mischaracterizes the Lifeline program's performance record in Illinois. Staff IB at 103-104.

Aside from wireline ETCs (which collectively provide wireline Lifeline services in all of Illinois), there are no less than 11 wireless ETCs in Illinois including: Illinois Valley Cellular RSA 2-I and RSA 2-II (Docket Nos. 04-0454/0455/0456), USCOC of Central Illinois, LLC (Docket No. 04-0653), Cellular Properties, Inc. (Docket No. 07-0154), Nexus Communications, Inc. (Docket No. 09-0067), Tracfone Wireless, Inc. (Docket No. 09-0213), PlatinumTel Communications, LLC (Docket No. 09-0269), YourTel America, Inc. (Docket No. 09-0605), Cricket Communications, Inc. (Docket Nos. 10-0452 and 10-0453), Telrite Corporation (Docket No. 10-0512), i-wireless (Docket No. 11-0073) and American Broadband Telecommunications Company (Docket No. 12-0680), some of which are designated in all of Illinois (e.g., PlatinumTel and Tracfone). Low income consumers in all of the Illinois marketplace have available to them both wireless and wireline Lifeline options, including but not limited to prepaid wireless Lifeline options with 250 or more minutes per month at no additional charge to consumers (after the Lifeline discount). While claiming that 864,299 low income consumers in Illinois cannot obtain Lifeline service and continue to be denied Lifeline benefit, Q Link presents no evidence that any Illinois ETC has refused to serve eligible consumers or that any Illinois customer does not have access to Lifeline service.

By its own admission, Q Link does not know what percentage of Illinois' low income households are not on Lifeline service but have telephone service and thus does not know the telephone penetration rate of low income households in Illinois which the FCC uses to measure the low income program's performance ("Q Link does not know

the percentage of Lifeline-eligible customers [not on Lifeline service] that are currently receiving non-Lifeline services”). Staff Ex. 2.14c. Similarly, Q Link does not know what percentage of Illinois low income households are without telephone service, Lifeline or non-Lifeline, but are aware of the Lifeline program (“Q Link does not know the percentage of Lifeline-eligible customers that are not receiving any telephone service [Lifeline or non-Lifeline] and are unaware of the federal Lifeline benefits”). *Id.* As a result, Q Link has no idea of the number of low income consumers in Illinois that are without telephone service because they cannot locate, in the marketplace, affordable telephone service, the latter of which are the primary target of the low income program’s performance goal to make telephone service available at affordable rates.⁴ Nonetheless, Q Link makes the unfounded assertion that the Lifeline program has failed 54% (or 864,299) Illinois low income households.

In the three years since 2010, federal Lifeline payouts to carriers in Illinois have increased by 158%, while federal Lifeline payouts to carriers in all U.S. states and jurisdictions have increased, on average, by 47%. Appendix A. So, the Illinois Lifeline expansion rate (158%) is more than 3 times the average Lifeline expansion rate (47%) across all U.S. states and jurisdictions in the three years’ period ending December 31, 2013. Moreover, the Lifeline expansion rate in Illinois (158%) is the fastest among the 12 most populous states and about 6 times the average of the 12 most populous states (which is 27%). *Id.* Furthermore, the portion (%) of the federal Lifeline support paid out to Illinois Lifeline providers has increased by 75% (from 2.43% to 4.25%) during the same period. *Id.* Therefore, measured by the Lifeline expansion rate, the Lifeline

⁴ The FCC found that telephone subscription or penetration rates (not Lifeline penetration rates) of low income consumers provide a reasonable indication of the extent to which service is available at affordable rates to low income consumers. Lifeline Reform Order at ¶ 29.

program's performance record in Illinois ranks high when compared to all states and jurisdictions and ranks the highest when compared to the most populous states.

Like all other low income assistance programs, Lifeline enrollment is an ongoing process. This means that, at each point in time, there are low income consumers that are not on Lifeline service but would like to obtain Lifeline-subsidized telephone service. The fact that there are low income consumers not on Lifeline service is not, by itself, proof that the Lifeline program has failed or that ETCs in Illinois have refused to serve low income consumers or that Q Link should be designated as an additional ETC. Undoubtedly, some low income consumers would find telephone service unaffordable, and thus would be without telephone service, without a Lifeline subsidy from the Lifeline program. This justifies the continued existence of the Lifeline program. It does not argue for the designation of every requesting carrier, in particular, the designation of a carrier such as Q Link that does not meet the requirements for ETC designation.

B. Descriptions of Lifeline Offerings

Q Link describes its services offered to low income consumers. Q Link IB at 6-7. Its description is inconsistent and misleading. For example, Q Link claims that it offers a 250 Minute Plan (which provides 250 minutes domestic calls per month) at \$0 per month after Lifeline discount (the equivalent of \$9.25 per month before Lifeline discount), with unused minutes carried into future months ("unused minutes rollover"). Q Link IB at 6-7; Exhibit 3 to Amended Petition. It also states, in direct contrast with this description of its 250 Minute Plan, that it does not permit its customers to carry unused minutes into future months under the 250 Minutes Plan: "Minutes do not rollover" (Amended Petition at 5) and "with no rollover minutes" (Q Link Ex. 2.0 at 28). As another example, Q Link states

that it offers Lifeline consumers “additional minutes” plans in denominations of \$9.99 (50 minutes), \$19.99 (100 minutes), \$24.99 (120 minutes), \$34.99 (200 minutes), \$59.99 (500 minutes), and \$74.99 (1,000 minutes). Q Link IB at 7. This is inconsistent with other information it has provided, which shows that Q Link offers “additional minutes” plans in denominations of \$10 (50 minutes), \$20 (100 minutes), \$30 minutes (150 minutes), \$35 minutes (200 minutes), \$50 (500 minutes) and \$60 (unlimited talk & text). Staff Ex. 1.7. Therefore, Q Link has provided inconsistent information regarding the services it offers to Lifeline consumers.

Q Link describes its international calling (under its 68 Minutes Plan) as costless (“free”) to consumers. Q Link IB at 6. This is misleading. Q Link charges and receives payments for its services. The \$9.25 Lifeline benefit is provided by the Lifeline program and is payment for services on behalf of Lifeline customers. Consumers additionally pay for the ability to make international calls (which are unsupported services) under the 68 Minutes Plan and pay an additional amount for each minute of international calling as compared to domestic calling (under the 250 Minutes Plan). Under the 68 Minutes Plan (for which Q Link charges and receives from the Lifeline program \$9.25 per month), the customer may make up to 68 minutes of international calls at 13.6¢ per minute. In contrast, under the 250 Minutes Plan (for which Q Link charges and receives from the Lifeline program \$9.25 per month), the customer may make up to 250 minutes domestic calls at 3.7¢ per minute. So, while each minute of domestic calling (under its 250 Minute Plan) would cost a Lifeline subscriber 3.7¢ of its \$9.25 Lifeline benefit, each minute of international calling (under its 68 Minute Plan) would cost a Lifeline subscriber 13.6¢ of its \$9.25 Lifeline benefit. Hence, Q Link’s international call offering (under its 68 Minute

Plan) is not costless to consumers and, in fact, costs consumers an additional amount, at least 268% more, compared to its domestic calling offering. Its claim that its international calling is costless to consumers has the effect of concealing the true costs of its services to consumers and is therefore misleading.

C. Costs of Q Link's Lifeline Services to Illinois Consumers

Q Link asserts that it will provide services at no cost, if designated. Q Link IB at 3. Q Link charges and receives payments for its services. Q Link is paid, on behalf of its customers, with the \$9.25 Lifeline benefit provided by the Lifeline program. Thus, Q Link does not provide free services. In particular, its Lifeline services are not free for Illinois telecommunications customers in general. Illinois telecommunications customers (both low income and non-low income telephone customers) pay to fund the federal universal service programs. Not only do federal universal service subsidies, including federal Lifeline subsidies, impose costs on customers in Illinois, but federal universal service contributions recovered from customers in Illinois (as well as in other states) have more than tripled in the past decade, with the federal universal contribution factor increasing from 5.7% for the 4th quarter of 2000 to 17.4% for the 4th quarter of 2012. Proposed Fourth Quarter 2000 Universal Service Contribution Factor, Public Notice, CC Docket No. 96-45, DA 00-2065; Proposed Fourth Quarter 2012 Universal Service Contribution Factor, Public Notice, CC Docket No. 96-45, DA 12-1484. Federal Lifeline subsidies, like other federal universal service subsidies, are recovered through assessments on carriers that provide interstate telecommunications. 47 C.F.R. §54.713. Such carriers, in turn, recover these assessments through charges to end-user telecommunications customers, including Illinois customers. 47 C.F.R. §54.712. So, every dollar of Lifeline subsidies

paid out to Illinois Lifeline providers (as well as every dollar paid to Lifeline providers in other states) imposes a cost on all Illinois end user telecommunications customers.

Q Link's claim that its Lifeline services are provided at no cost is incorrect. While Q Link's Lifeline services may be provided at *no additional* charge to its Lifeline customers, Q Link does charge the federal Lifeline program for its services. Thus, its Lifeline services are not provided at no cost to Illinois customers in general. Q Link would be compensated for providing Lifeline services, at least in part, by customers (low income and non-low income), including Illinois customers; this does represent a cost to customers and, in particular, Illinois customers.

D. Identification of Proposed ETC Service Area

1. Exchange based ETC Service Area Definition Is Not Arbitrary and Capricious

Q Link contends that Staff's proposed exchange based ETC service area definition is arbitrary and capricious. Q Link IB at 51. The claim is without merit. As discussed earlier, Staff proposed requirements (including but not limited to ETC service area definition) are not arbitrary and capricious or unconstitutionally vague as Q Link alleges. As explained by Staff, in addition to its Ameritech Illinois ETC Order (Docket No. 97-0507) adopting, for Ameritech Illinois, an exchange based ETC service area definition, the Commission has adopted exchange based ETC service area definitions (as well as non-exchange based ETC service area definitions) for wireless ETC designations in its more recent ETC decisions. Staff IB at 25. More importantly, as explained by Staff, an exchange based ETC service area definition is the most appropriate and most reasonable compared to the alternatives (e.g., wire centers and ZIP codes). Staff IB at 24-37. Contrary to Q Link's assertion, the Commission should

adopt an exchange based ETC service area definition in this proceeding and require Q Link to identify its proposed ETC service area by exchange. Staff IB at 37-38.

2. Q Link Has Not Provided Persuasive Arguments to Support Its Position

Q Link argues that its proposed ETC service area should be identified in terms of incumbent wireline carriers' wire centers, not in terms of exchanges. Q Link Ex. 2.1.⁵ As support for its position, Q Link cites a Commission statement in its past ETC decisions noting the FCC's minimum geographic area standard for rural areas ("[w]ith respect to 'service area' definitions, the FCC, which along with the Commission must approve any service area redefinition, has declared that it will 'rigorously apply' a standard whereby the wire center is the appropriate minimum geographic area for ETC designation"). Q Link IB at 12; Q Link IB at 12 & fns. 19-22; Cricket ETC Order at 5-6; Telrite ETC Order at 4; i-wireless ETC Order at 5; American Broadband ETC Order at 4. To the extent that Q Link implies that this FCC standard (with wire center as the minimum geographic area for ETC designation in rural areas) implies that an ETC's service area must be defined (and identified) in terms of wire centers, Staff disagrees. The FCC statement indicates that an ETC's service area cannot be defined so that it includes less than an entire rural carrier's wire center, which is based upon the finding that making ETC designation below rural wire center level is inconsistent with the public interest. Highland Cellular ETC Order (FCC 04-37) at ¶33; ETC Order at ¶¶77-79. To Staff's knowledge, the Commission has never made ETC designation below rural wire center level and has, therefore, never deviated from this requirement. The requirement permits the Commission, however, to define (and identify) ETC service areas in other geographical

⁵ Exhibit 6 to Amended Petition, Q Link Ex. 1.2 and Q Link Ex. 2.1 include only wire centers of incumbent wireline carriers.

terms provided that such ETC service areas do not include partial rural wire centers. It does not require that the Commission define (or identify) ETC service areas in terms of wire centers. Therefore, the FCC's standard, established based upon its rural ETC service area analysis, does not preclude the Commission from requiring Q Link to identify its proposed ETC service area in terms of exchanges.

Q Link claims that the Commission adopted a wire center based ETC service area definition in its Cricket, Telrite, i-wireless and American Broadband ETC Orders: "Each of these Commission decisions affirm[s] the use of wire center areas." Q Link IB 12. This is not true. The Commission did not adopt a wire center based ETC service area definition in any of the four referred to ETC Orders. Notably, none of the four petitioners (Cricket, Telrite, i-wireless and American Broadband) identified its proposed ETC service area by wire center. In designating Cricket which identified its proposed ETC service area by multiple geographic units (County, NPA-NXX, LATA, exchanges, wire centers, etc.), the Commission tacitly adopted, for Cricket, a multiple geographic-units based ETC service area definition. Exhibit B to Second Amended Petition, Docket No. 10-0453. In designating Telrite which identified its proposed ETC service area by exchange, the Commission tacitly adopted, for Telrite, an exchange based ETC service area definition. Staff IB at 25. In designating i-wireless which identified its proposed ETC service area by ZIP codes and other information, the Commission tacitly adopted, for i-wireless, a variation of a ZIP code based ETC service definition. Exhibit A to i-wireless Petition, Docket No. 11-0073. In designating American Broadband which identified its proposed ETC service area, per Condition of Joint Stipulation, by exchange, the Commission tacitly adopted, for American Broadband, an exchange based ETC service area

definition. Staff IB at 25. In short, the Commission did not adopt a wire center based ETC service area definition for any of the four petitioners. Q Link's claim (that the Commission affirmed the wire center based ETC service area definition in each of the four ETC Orders) is incorrect.

Q Link claims that the Commission's adoption of the FCC's 2005 ETC Order in Cricket, Telrite, i-wireless, and American Broadband ETC Orders "permits Illinois applicants" to use wire centers to identify their proposed ETC service areas. Q Link IB at 12. This is not true. As discussed above, the Commission did not adopt the wire center based ETC service area definition in any of the four referred to ETC Orders. Had the Commission adopted a wire center based ETC service area definition in the four ETC Orders, which it did not, it does not permit any other ETC applicant to identify its proposed ETC service area by wire center. The Commission, in the four ETC decisions, made findings pertaining to the four ETC petitions, respectively. The Commission did not make findings of general applicability for all Illinois ETC applicants. As the Commission made clear in these decisions, "*the findings [in the four ETC Orders, respectively] are not intended to create any presumptions with respect to any future application for designation as an ETC*" (emphasis added). Cricket ETC Order at 17; Telrite ETC Order at 18; i-wireless ETC Order at 20; American Broadband ETC Order at 14. Hence, contrary to Q Link's assertion, the four referred to Commission ETC Orders do not permit all Illinois ETC applicants, in particular, Q Link, to identify their proposed ETC service in terms of wire centers.

Q Link claims that Staff proposed ETC service area definition discourages and denies Q Link's entry into the Illinois telecommunications market "by unduly constricting

[its] potential service area.” Q Link IB at 15. The claim is without merit. As explained by Staff, Lifeline support is not a form of corporate welfare and the targeted beneficiaries are low income consumers, not carriers serving them. Staff IB at 21. The Commission’s Lifeline-only ETC designation is not designed to be a carrier market entry vehicle and should not be used to engineer market entry of a carrier that otherwise would not enter the Illinois telecommunications market, as seems to be the case with Q Link. Staff Ex. 1.0 at 47-51; Staff IB at 54-55. The Commission’s Lifeline-only ETC designation grants a carrier access to federal Lifeline subsidies intended for low income consumers. Staff IB at 84. It does not grant a carrier an entry permit to enter the Illinois telecommunications market; nor does Q Link seek an entry permit in this proceeding, which it already has. Staff IB at 101-102. Q Link was granted a certificate of wireless service authority by the Commission in Docket No. 11-0739, which, to Staff’s knowledge, does not constrict its potential service area (so long as it is within the wireless service area authorized in Docket No. 11-0739) or preclude it from providing wireless services below the wire center or exchange level. Q Link is thus perfectly free to enter the Illinois market to provide wireless services pursuant to that certificate *in any portion of its authorized service area, at below (or above) the wire center level and/or at below (or above) the exchange level*. Therefore, there is no merit to Q Link’s claim that an exchange based ETC service area definition precludes it from entering the Illinois market to provide wireless service pursuant to the certificate granted in Docket No. 11-0739.

Citing the FCC’s Virginia Cellular Order (FCC 03-338) and Highland Cellular Order (FCC 04-37), Q Link claims that Staff proposed ETC service area definition is inconsistent with the FCC’s requirements for rural areas and FCC decisions for rural and

non-rural areas. Q Link IB at 15 and fn. 32. This is untrue and misleading. As explained by Staff, the fundamental conclusion of the FCC's rural ETC service area analysis is that designation in rural areas should not be made below the wire center level. Staff IB at 29-30. Staff's proposed ETC service area definition is consistent with this fundamental conclusion, because, under Staff proposed ETC service area definition, Q Link would not be designated in any rural areas of Illinois below the wire center level. Staff IB at 32-33. Also, the claim that Staff's position is inconsistent with FCC decisions is misleading. The referred to FCC decisions address issues related to ETC designations the FCC made under Section 214(e)(6), and they are not binding on this Commission. Staff IB at 30-31.

As fully explained in Staff's IB, Staff's proposed exchange based ETC service area definition is the most appropriate and most reasonable and is not arbitrary and capricious as Q Link alleges. Staff IB at 26-27. The Commission should rely upon an exchange based ETC service area definition and require Q Link to identify its proposed ETC service area by exchange.

E. Section 214(e)(1) of the 1996 Act

In order to be designated as an ETC in Illinois, a carrier must satisfy the statutory requirements of Sections 214(e)(1) and 214(e)(2) of the 1996 Act. Staff IB at 3-4. Q Link claims that it meets each federal statutory requirement in Illinois. Q Link IB at 8. The claim is incorrect. Quite the contrary, Q Link meets neither the requirements of Section 214(e)(1) nor the requirements of Section 214(e)(2).

1. Ability to Provide Supported Service throughout ETC Service Area

A fundamental statutory requirement of an ETC is that it offers supported service throughout its designated ETC service area. Staff IB at 41. Q Link does not have the

ability to offer supported service throughout its proposed ETC service area and is thus unable to meet the statutory requirements of Section 214(e)(1). Staff IB at 41-48.

Q Link claims that there is “sufficient” Sprint wireless coverage in its proposed ETC service area (as specified in Q Link Ex. 2.1 of its Surrebuttal Testimony). Q Link IB at 9 and 18. It does not define what coverage threshold is “sufficient.” Staff IB at 45-46. Additionally, it elected to omit, from Q Link Ex. 2.1, wire center by wire center wireless coverage percentages that Sprint furnished to it (which were previously included in Q Link Ex. 1.2 of its Rebuttal Testimony),⁶ which would have enabled the Commission to readily verify its ability (or inability) to provide wireless service throughout its proposed ETC service area as specified in its Surrebuttal Testimony.

The attached Appendix B contains the 578 wire centers from Q Link Ex. 2.1 and wire center by wire center Sprint wireless coverage percentages from Q Link Ex. 1.2. Clearly from Appendix B, Q Link is not able to provide wireless service throughout its proposed ETC service area, because Sprint’s network does not reach all portions of its proposed ETC service area. Appendix B; see also Staff IB at 46. In many wire centers, Sprint’s network only reaches about half of the wire center. Id. Hence, based upon wire center by wire center Sprint wireless coverage information, Q Link is not able to provide supported service throughout its proposed ETC service area and is, therefore, not able to meet the statutory requirements of Section 214(e)(1).

According to Q Link, if designated, it will provide Lifeline service throughout some area defined by ZIP codes. Staff IB at 46-47. It apparently does not intend to provide

⁶ Q Link Ex. 1.2 (which contained the wire center by wire center wireless coverage percentages) was admitted into the record at the evidentiary hearing on March 18, 2014 (Tr. at 81-82). But, Q Link excluded this exhibit from both its March 21 and March 27, 2014 submissions to the ALJ, Staff and e-docket. As a result, Q Link Ex. 1.2 was also admitted into the record as Staff Cross Ex. 5.

supported service throughout the area defined by the 578 wire centers in Q Link Ex. 2.1. Id. Therefore, it does not intend to comply with the statutory requirement of providing supported service throughout the designated ETC service area.

Q Link asserts that “[it] has the ability to provide supported services throughout its proposed ETC service area because the Commission has granted Q Link authority to provide wireless service.” Q Link IB at 17. Putting aside its inability to consistently identify the geographic area for which it sought a certificate of service authority (Staff IB at 111), the certificate granted in Docket No. 11-0739 is necessary but not sufficient for Q Link to provide wireless service. As discussed above, Sprint’s wireless network does not reach all portions of its proposed ETC service area. As a result, Q Link is not able to provide supported service throughout its proposed ETC service area.

Q Link claims that Staff has refused to evaluate wireless coverage information provided by Q Link because it was provided by wire center, not by exchange. Q Link IB at fn. 39. This is incorrect. Contrary to its assertion, Staff has analyzed the wire center by wire center wireless coverage percentages furnished by Sprint (which were included in Q Link Ex. 1.2 of its Rebuttal Testimony), which show that Q Link is unable to provide wireless service throughout its proposed ETC service area, whether as specified in Exhibit 6 (Amended Petition) or Q Link Ex. 1.2 (Rebuttal) or Q Link Ex. 2.1 (Surrebuttal). Staff IB at 42-46; Appendix B.

Q Link claims that Staff provided no basis for the proposal that, to the extent that Sprint’s network does not reach all portions of an exchange, Q Link should identify the portion (%) of households it will serve through Sprint’s network and the portion (%) it will serve through other means. Q Link IB at fn. 39; Staff Ex. 1.0 at 21. The basis comes

directly from Section 214(e)(1) of the 1996 Act, which requires an ETC to offer supported service throughout its designated ETC service area, which means to all households residing in its designated ETC service area. If Q Link seeks designation in an exchange that is located, in part, outside Sprint's wireless network, it should identify the portion (%) of the households that it will not be able to serve using Sprint's network and provide proof that it will nonetheless be able to offer supported service to these households through other means. Staff's recommendation is firmly based on Section 214(e)(1) of the 1996 Act.

In sum, evidence in the record has established that Q Link is not able to provide wireless service throughout its proposed ETC service area as specified in its Surrebuttal Testimony and, as a result, it does not meet Section 214(e)(1) of the 1996 Act.

2. Ability to Advertise Supported Service throughout ETC Service Area

Another fundamental statutory requirement of an ETC is that it must advertise supported service throughout its designated ETC service area. Staff IB at 48. Q Link claims that it has demonstrated its ability to meet the requirements of Section 214(e)(1)(B). Q Link IB at 24-25. However, as explained by Staff, in order to meet Section 214(e)(1)(B), Q Link must have a properly defined ETC service area and a clear idea of the overall geographic area for which it seeks designation. Q Link has neither. Staff IB at 48. Thus, Q Link has not establish its ability to meet Section 214(e)(1)(B) of the 1996 Act.

F. Requirements for Federal ETC Designation

Section 54.202 of the federal rules governs federal ETC designation under Section 214(e)(6), not state ETC designation under Section 214(e)(2). Staff IB at 11-13.

Nonetheless, in order to receive designation in Illinois, Q Link should also satisfy those requirements of Section 54.202 that are not similarly imposed by the FCC on state ETC designation.⁷ Staff Ex. 1.0 at 22. Q Link claims that it satisfies the requirements of Section 54.202. Q Link IB at 28-34. This is not true. To begin with, as discussed above, Q Link is not able to provide supported service throughout its proposed ETC service area and is, therefore, not able to meet the requirements of Section 54.202(a)(1)(i).

As evidence of its ability to meet the requirements of Section 54.202(a)(2) to remain functional in emergency situation, Q Link asserts that its resale contract with Sprint enables it to provide its customers the same ability to remain functional in emergency situation as Sprint provides to Sprint's customers. Q Link IB at 29. Its resale contract with Sprint provides no such guarantee. Staff IB at 79-80. As additional evidence of its 9-1-1 capability, Q Link cites its purported resale contract with T-Mobile. Q Link IB at 29. But, it has not entered into a resale contract with T-Mobile; while it appears to have entered into a contract with Prepaid Wireless Wholesale ("PWW") (the entirety of which it fails to provide; Staff Group Cross Ex. 3), Q Link has not provided any evidence that the purported contract with PWW permits it to use T-Mobile's network at all, much less in the manner it describes. Staff IB at 81-82.

As these examples illustrate, Q Link has failed to provide credible evidence that it meets the requirements of Section 202 of the federal rules.

G. Commitment to Comply with FCC Rules

⁷ Some requirements are imposed on both federal and state ETC designations, though through different provisions of the federal rules; e.g., while imposing the financial and technical capability requirements on federal ETC designation through Section 54.202(a)(4), the FCC imposed similar requirements on state ETC designation through Section 54.201(h) of its rules. 47 C.F.R. 54.201(h) & 54.202(a)(4).

The FCC imposes requirements, through Subpart E of Part 54 of its rules, on all ETCs for the provision of Lifeline service. Staff IB at 16. Q Link claims that it commits to comply with the requirements of Subpart E of Part 54. Q Link IB at 35. As explained by Staff, a commitment entails more than a promise stated to gain ETC status; a carrier committed to comply with rules would make the necessary effort to ensure that it is and remains compliant with the rules; and a carrier that begins to comply with rules (or ceases noncompliance) only after violations are pointed out to it, as Q Link has done, should not be considered to be committed to compliance. Staff IB at 75-76. The FCC issued new rules governing Lifeline service in its Lifeline Reform Order released on February 6, 2012. In informing its customers of the new rules, Q Link misrepresented the rule codified in Section 54.405(e)(3). Id. Q Link only ceased its practice of misrepresentation of this rule after it was pointed out in Staff's Rebuttal Testimony (submitted on February 7, 2014), two years after the rule was issued. Thus, Q Link has hardly demonstrated a commitment to compliance.

H. Illinois Section 54.201(h) Determination

In order to receive designation in Illinois, Q Link must prove that it meets Section 54.210(h) in Illinois and the Commission must find that it has done so. Staff IB at 48-49. Q Link asserts that Staff proposed requirements related to compliance with Section 54.201(h) are unreasonable and improper and that it meets Section 54.201(h) in Illinois. Q Link IB, 30-33 & 46-54. As explained in Staff's IB and below, there is no merit to either assertion.

1. Staff Proposed Evaluation Criteria Are Appropriate and Reasonable and Necessary

As explained by Staff, the financial and technical capability requirements of Section 54.201(h) were intended to strengthen protections against waste, fraud and abuse by filtering out carriers that have not made a business case and are therefore more likely to commit waste, fraud and abuse of the federal low income program. Staff IB at 14-15. As Q Link seeks a wireless ETC designation in Illinois, the objective of the Commission's Illinois Section 54.201(h) evaluation should be to determine its capability as a wireless carrier in Illinois and, in particular, to determine, based upon its wireless service record in Illinois, whether it has shown that it has the capability to compete for wireless consumers in Illinois without access to Lifeline subsidies and in compliance with rules and laws.⁸ Staff IB at 51; Staff Ex. 1.0 at 24-25; Staff Ex. 2.0 at 20. For this purpose, Staff recommended the Commission consider, at minimum, certain factors, including, but not limited to, Q Link's Illinois wireless service record, compliance record and revenue and related information. Staff IB at 49-53; Staff Ex. 1.0 at 29-31.

Q Link asserts that Staff proposed Illinois record requirements (which it labels as "in-state" requirements) are improper because its corporate headquarters is located outside Illinois (or it is an "out-of-state" carrier). Q Link IB at 47-48. As discussed earlier, there is no merit to the notion that requirements for ETC designation in Illinois should vary with the location of an applicant's corporate headquarters. Moreover, Q Link seeks an Illinois (not out-of-state) designation and the Commission makes an Illinois evaluation of its Illinois capability (i.e., capability to provide supported service in Illinois). As a result, Staff proposed Illinois record requirements are not only appropriate and

⁸ Q Link alleges that this Staff recommendation is "flush[ed] out" in Staff's Surrebuttal Testimony (which Staff did not file). Q Link IB at 53. To the contrary, this Staff recommendation is stated in Staff's Direct Testimony (Staff Ex. 1.0 at 24-25) and reiterated in Staff's Rebuttal Testimony (Staff Ex. 2.0 at 20).

reasonable but necessary for assessing Q Link's Illinois capability which the Commission must find it possesses in order to grant it an Illinois ETC status.

A carrier's ability to compete in a state is determined by factors specific to the carrier as well as factors specific to the state in which it operates. Staff Ex. 1.0 at 25-27. The quality of service a carrier offers would influence its capability to compete; so does its underlying cost structure (a carrier with a production cost 5 times those of its rivals would find it difficult to set its prices competitive to those of its rivals). A carrier's capability to compete is also determined by factors specific to the state in which it operates, including, but not limited to, market structure, demographics, and rules and regulations, which vary across states. Id. Hence, Q Link's ability (inability) to compete in a non-Illinois state is not sufficient proof of its ability (inability) to compete in Illinois. Aside from the fact that the FCC recommended the Commission to consider an applicant's prior record of serving non-Lifeline consumers before designating the applicant as an ETC, by far the most direct and most effective way to assess Q Link's Illinois capability is to examine its Illinois performance record. Id. Staff proposed Illinois record requirements are not only appropriate and reasonable but also necessary, because Q Link seeks an Illinois (not out-of-state) designation and the Commission makes an Illinois evaluation of its Illinois capability which the Commission must find it possesses in order to grant it an Illinois ETC status. Q Link's assertion that the Commission should somehow make a determination of its non-Illinois ("out-of-state") capability, as opposed to its Illinois ("in-state") capability, in order to grant it an Illinois ("in-state") ETC status is without merit.

Q Link asserts that Staff proposed Illinois (“in-state”) record requirements are unreasonable because they are not used by any other commission (“Illinois would be the only state in the country applying such a requirement”). Q Link IB at fn. 72. To the contrary, Illinois would not be the only state applying “in-state” requirements. For example, the Kansas Corporation Commission requires carriers seeking Lifeline-only ETC status to submit “Kansas-specific information regarding technical and financial capacity similar to the information provided in the carrier's FCC Compliance Plan.” Kansas Commission Order, ¶¶6-7, Docket No. 10-GIMT-658-GIT (June 21, 2012). Moreover, there is no evidence in the record on how the FCC or any state commission has evaluated or specifically implemented the requirements of Section 54.201(h) and, even if there were, it would be immaterial. Staff IB at 52-53 and 69. It is this Commission that makes Section 54.201(h) assessment in Illinois and it, hence, falls on this Commission to decide, consistent with the FCC’s guidelines, what specific factors to consider when evaluating petitions under Section 54.201(h) in Illinois. Id.

Q Link asserts that Staff proposed evaluation criteria are “randomly chosen” and “radical modification of the FCC requirements.” Q Link IB at 46 and 50-51. Staff’s proposed Section 54.201(h) evaluation criteria are a direct response to the new financial and technical capability requirements, which the FCC declined to impose in its 2005 ETC Order and decided to introduce in its Lifeline Reform Order as part of its efforts to combat waste, fraud and abuse. They are specifically selected, consistent with the FCC guidelines, for the Commission’s evaluation of Q Link’s Illinois capability which the Commission must find it possesses before granting it an Illinois ETC. Therefore, they are not randomly chosen or radical modifications of FCC requirements.

Q Link objects to Staff's recommendation that, as condition for designation, Q Link should commit to a minimum 20% non-Lifeline consumer requirement. Q Link IB at 52. As explained by Staff, among Illinois households with telephone service, 85% of households do *not* receive Lifeline support and 15% households receive Lifeline support. Staff IB at 52. A carrier providing non-Lifeline and Lifeline services in proportion to how those services are currently provided on average in Illinois would expect 85% non-Lifeline consumers (and 15% Lifeline consumers). *Id.* Staff proposed 20% non-Lifeline threshold would not preclude a carrier from disproportionately serving Lifeline consumers; but it would prevent a carrier from providing a *de minimus* amount of service to non-Lifeline consumers and from overdependence on Lifeline service and subsidies. Contrary to Q Link's assertion, Staff proposed 20% non-Lifeline consumer threshold is reasonably chosen to ensure a carrier's continued compliance with Section 54.201(h).

Q Link asserts that Staff's proposed Section 54.201(h) evaluation is unconstitutionally vague because it is not based upon a single factor with a clear cutoff point (“[w]hen asked if a financial statement showing one dollar profit would pass this threshold, Staff replies that it ‘depends on other factors’”). Q Link IB at 52-53. As explained by Staff, the minimum set of factors Staff proposes for the Commission's Section 54.201(h) evaluation should be considered collectively. Tr. at 157-158; Staff IB at 49-53. Satisfying each individual consideration is necessary but not sufficient for an affirmative Section 54.201(h) finding in Illinois. Staff IB at 51. For instance, a dollar profit in Illinois per se is not sufficient for a finding that Q Link has the ability to compete for wireless consumers in Illinois. Tr. at 157-158. Moreover, Q Link's “unconstitutionally vague” allegation is refuted by the 1996 Act and the FCC.

Section 214(e) of the 1996 Act requires a determination of whether an ETC designation is consistent with the public interest, convenience and necessity. 47 U.S.C. §214(e); ETC Order at ¶40. The 1996 Act does not define these terms, nor does it prescribe specific criteria to be applied to the public interest analysis of Section 214(e). ETC Order at ¶40; Highland Cellular/Virginia Cellular Recon. Order (FCC 12-141) at ¶11. Following Q Link's argument, the public interest standards of Section 214(e) are unconstitutionally vague and, therefore, should not be applied to Q Link's ETC designation in Illinois. This is clearly not so.

Also, for Section 54.201(h) evaluations, the FCC recommended consideration of an applicant's prior record of serving non-Lifeline consumers and ability to earn revenue from other sources (other than universal service support). But, the FCC did not provide specific criteria for how such considerations should be performed. For example, the FCC did not state whether the "non-Lifeline consumer experience" consideration should be performed in terms of number of consumers or length of time or both, and what threshold should be applied to each measurement. Similarly, the FCC did not state whether the "non-USF sourced revenue" consideration should be performed in terms of amount (\$) or percentage (%) of revenue, and what threshold amount or percentage should be applied. Following Q Link's argument, the FCC's recommended considerations are unconstitutionally vague and should not be applied to Q Link's ETC designation in Illinois. This is clearly not so.

Q Link asserts that Staff's one year financial statements requirement is randomly chosen because Staff did not explain "[w]hy one year." Q Link IB at 52. To be clear, Staff proposes a minimum of one fiscal year financial statements as a necessary

condition for an affirmative Section 54.201(h) finding in Illinois. A larger number of fiscal years would provide more information on a carrier's capability. Staff endeavors to balance the need for information to assess Q Link's Illinois capability and the desire not to require an unnecessarily large number of fiscal years' financial statements. Staff selects a minimum of one fiscal year because "one" is the smallest of the number sequence {one, two, three, four, five, ...}.

Q Link asserts that Staff's proposed six month Illinois record requirement for the Commission's Section 54.201(h) evaluation argues "for a change in Commission practice [or approach]." Q Link IB at fn. 102 and fn. 106. In making such claim, Q Link doggedly ignore recent changes in law. Staff's proposed Section 54.201(h) evaluation criteria are a direct response the new financial and technical capability requirements set forth in the Lifeline Reform Order to strengthen protection against waste, fraud and abuse.

Q Link asserts that Staff's proposed Section 54.201(h) evaluation criteria constitute market entry barriers, which according to Q Link, violates federal law; exceeds the Commission's authority; and violate the FCC's competitive neutrality principle. Q Link IB at fns. 102 and 106 and 47-48. As discussed earlier, there is no merit to any of these assertions.

Q Link asserts that Staff's six month Illinois service record requirement is randomly chosen because "[Staff] provides no justification for why Staff chose six months, as opposed to three months or twelve month." Q Link IB at 52. To be clear, Staff proposes a minimum of six months Illinois operating record as a necessary condition for an affirmative Section 54.201(h) finding in Illinois. Obviously, a longer (such as thirty-six months) Illinois operating record would provide more information on a

carrier's capability. Staff attempts to balance the need for information to evaluate Q Link's Illinois capability and the desire not to require an unnecessarily long operating record. Staff selects a minimum of six months because, in Staff's opinion, a shorter (such as three months) operating record would be unlikely to provide enough time to begin to distinguish between a potentially sustainable carrier and one that only appears to be viable without access to subsidies during a brief introductory period. An Illinois operating record of at least six months provides an appropriate balance.

Q Link asserts that a minimum of six months Illinois service record requirement is at odds with Staff's "marginally failing" discussion. Q Link IB at 72. Q Link thus implies that, under Staff's recommendation, a carrier meeting a minimum of six months Illinois service record requirement would necessarily meet Section 54.201(h) in Illinois and, as a result, could not fail by a narrow margin. This is not true. As noted above, a minimum of six months Illinois service record is necessary but not in every case sufficient for an affirmative Section 54.201(h) finding in Illinois (e.g., a record of serving one customer for six or thirty-six months in Illinois most definitely would not be adequate to establish Q Link's Illinois capability).

2. Q Link Does Not Meet the Requirements of Section 54.201(h)

To begin with, Q Link does not have the technical capability to provide wireless service throughout its proposed ETC service area. Staff IB at 54; Appendix B. Q Link has not provided wireless service to consumers in Illinois and has announced its subsidy-dependent business plan (i.e., it will not provide wireless service to consumers in Illinois unless it is eligible to collect subsidies in Illinois). Staff IB at 53. Thus, Q Link cannot and has not established, based upon its Illinois service record, that it has the

Illinois capability the Commission must find it possesses in order to designate it as an Illinois ETC. Staff IB at 53-54. If the Commission is to consider its non-Illinois record, such record shows that Q Link has not provided wireless service to non-Lifeline consumers in any state before or after ETC designation in the state and that Q Link relied exclusively on universal service support for revenue. Q Link's non-Illinois record does not help in any way to support an Illinois finding that Q Link has the Illinois capability the Commission must find it possesses in order to designate it an Illinois ETC. Staff IB 54-57 and fn. 5.

Q Link asserts that it has sufficient technical and managerial expertise. Q Link IB at 33. Such assertion is undermined by its performance in this proceeding. As explained by Staff, Q Link could not perform basic tasks such as providing customer counts, revenue information and descriptions of the types of services it offers. Staff IB at 71-72 and 111-113. As additional examples, FCC Form 497s show that Q Link served *****XX**** and *****XX**** Lifeline consumers in October 2012 in Maryland and Wisconsin, respectively; Q Link contends in this proceeding that it served *****XXX**** and *****XXX**** Lifeline consumers in the respective states, an overstatement of 1,580% and 781%, respectively. Staff Ex. 1.4c; Staff Ex. 2.09. Rather than sufficient capability, Q Link has shown an incapability to perform basic tasks.

Q Link asserts that it has access to capital and credit. Q Link IB at 31. For obvious reasons, access to capital and credit is necessary for a carrier's operation, but it is not proof that the carrier has the capability to compete for wireless consumers in Illinois, which the Commission must find Q Link possesses in order to designate it as an Illinois ETC. Staff IB at 70.

Q Link asserts that members of its management have marketed and provided telecommunications services in Illinois for over 15 years. Q Link IB at 32-33; Staff Ex. 2.0 at 24. There is no evidence to support the “more than 15 years Illinois experience” assertion. Staff IB at 67-69. Importantly, as Q Link is the petitioner seeking an Illinois ETC designation, the Commission is required to make an Illinois assessment of Q Link’s, not any other entity’s, Illinois capability. As discussed above, by far the most direct and most effective way of assessing Q Link’s Illinois capability is to examine Q Link’s Illinois track record, which Q Link has failed to present.

Q Link cites its third party contract (with CGM) as evidence of its capability, implying that outsourcing signals strength. Q Link IB at 33. It also asserts that it should be designated as an ETC because, unlike many other carriers, it outsources fewer functions (or performs more in-house), thus implying that outsourcing is a sign of weakness. Staff IB at 91-92. Regardless, as noted by Staff, each carrier tailors its business model to its specific needs and some outsource more or different functions than others. Id. To Staff’s knowledge, there is no demonstrated correlation between the degree of outsourcing and the extent to which a carrier is able to compete for wireless consumers in Illinois without access to subsidies. Q Link’s election to outsource or not to outsource a particular function per se is not proof of its capability (or incapability) to compete for wireless consumers in Illinois without access to subsidies. Notably, its election does not change the fact that Q Link has not provided wireless service to consumers in Illinois and has not shown, based on its Illinois record, that it has the Illinois capability the Commission must find it possesses in order to designate it as an Illinois ETC.

Q Link cites the FCC's implementation of the National Lifeline Accountability Database ("NLAD") and state eligibility database to support its assertion that it meets Section 54.201(h) requirements. Q Link IB at 33. The FCC introduced numerous measures in the Lifeline Reform Order in the efforts to strengthen protections against waste, fraud and abuse of the federal low income program, among which are the financial and technical capability requirements of Section 54.201(h), NLAD and reliance on eligibility database to verify a consumer's eligibility for Lifeline. 47. C.F.R. §54.201(h), §54.202(a)(4), §54.404, and §54.410. Nowhere did the FCC state that the financial and technical requirements should be eased off if and when the NLAD and eligibility database are established or that the implementation of the NLAD and eligibility database (i.e., program-based) are evidence that an applicant meets the financial and technical capability requirements of Section 54.201(h) of the federal rules. While the FCC's implementation of the NLAD (§54.404) and the use of a (program-based) eligibility database in Illinois (§54.410) help to reduce, but not eliminate, waste, fraud and abuse, they do not in any way establish that Q Link meets the Section 54.201(h) of the federal rules.

Q Link asserts that it has provided wireless service to non-Lifeline consumers in multiple (non-Illinois) states. Q Link IB at 31; Q Link Ex. 1.0 at 10 (244-248); Q Link Ex. 2.0 at 26 (818-827) and fn. 105. Contrary to its assertion, its financial statements do not show that Q Link has served non-Lifeline consumers in any state, let alone in 24 states, or that "Q Link's business plan, as implemented in other states, results in an initial burst of non-Lifeline subscribers over Lifeline subscribers." Q Link Ex. 1.5; Q Link Ex. 1.6; Q Link Ex. 2.0 at 26 (823-825). Its income statements for 2012 and 2013 do not show that

Q Link has served non-Lifeline end user customers (i.e., consumers) in any state. Staff Ex. 2.10a; Q Link Ex. 1.6; Q Link Ex. 1.5. Moreover, based upon its wireless non-Lifeline end user customer information, Q Link has not served any wireless consumers in any state in any month since its incorporation in August 2011. Staff IB at 53-55 and fn. 5. Based upon its revenue reports to the FCC, which Issa Asad certified to be accurate and correct, Q Link did not earn revenue from non-Lifeline consumers (nor did it earn revenue from wholesale customers, prepaid calling cards or wireless). Staff IB at 55-57; Staff Ex. 2.04b; Staff Cross Ex. 4. As a result, its financial statements do not show that it has served wireless non-Lifeline consumers in any state, let alone in 24 states, and other information in the record refutes the claim that Q Link has served wireless non-Lifeline consumers in multiple non-Illinois states.

Q Link asserts that it has been providing wholesale telecommunications service in Illinois since 2012. Q Link IB at 31. According to its revenue reports to the FCC, which Issa Asad certified to be accurate and correct, Q Link did not earn revenue from wholesale customers (nor did it earn revenue from non-Lifeline consumers) and, according to wholesale customer information it has supplied, Q Lin did not serve wholesale customers in Illinois in any month since its incorporation in August 2011. Staff IB at 59-60. Therefore, its claim of having been providing wholesale service in Illinois since 2012 is refuted by evidence in the record.

Q Link asserts that it has never relied, and will not rely, exclusively on universal service support for its revenue in any state. Q Link IB at 31; Q Link Ex.1.0 at 12 (282-284). Also, it represents on its income statements that it earned *****XXXXXXXXXX***** and *****XXXXXXXXXX***** revenue from sources other than universal service support (“non-USF

revenue”) in 2012 and 2013, respectively. Staff Ex. 2.10a; Q Link Ex. 1.6; Q Lin Ex. 1.5. However, the claim that it earned ***XXXXXXXX*** in non-USF revenue in 2012 is refuted by evidence in the record. Staff IB at 61-62 and 65-66.

Likewise, the claim that Q Link earned ***XXXXXXXX*** in non-USF revenue in 2013 is undermined by evidence in the record. According to its wireless non-Lifeline end user customer information, Q Link has not served and thus earned revenue from wireless non-Lifeline consumers in any state in any month since its incorporation in August 2011, in particular, in 2013. Staff IB at 53-55 and fn. 5. As for its 2013 wholesale services and revenues, Q Link’s contract with its underlying carrier prohibits it from providing wireless services at wholesale to other carriers; Q Link has made clear that it does not provide wireless services (obtained from its underlying carrier) at wholesale to other carriers; and the court, FCC and state public records refute the Q Link’s claim that it provides wholesale services and its wholesale services are wireless services. Staff IB at 62-66.

Thus, neither of its non-USF revenue representations (for 2012 and 2013) is supported by evidence in the record; nor is its claim that it has never relied, and will not rely, exclusively on universal service support for its revenue. Therefore, the Commission should find that Q Link’s claims that it earned non-USF revenues in 2012 and 2013 are not credible. The Commission should particularly take note of Q Link’s practice of what appears to be strategically altering revenue representations for its own gain. In particular:

- For the purpose of determining its universal service fund contribution obligation, Q Link repeatedly certified to the FCC that it did not earn any revenue from sources other than universal service support.⁹
- For the purpose of gaining ETC status in this proceeding, Q Link alters its revenue representation, claiming that it earned *****XXXXXXXXX***** in revenue from sources other than universal service support.

Staff IB at 61-62 and column “Non-USF revenue (\$) claimed,” Table 1 (Summary of Q Link Revenues); Staff Ex. 2.0 at 49.

These conflicting revenue representations undermine Q Link’s credibility and the credibility of information it supplied to support its petition. It provides a strong reason why the Commission should reject its petition for ETC status in Illinois.

I. Illinois Consumer Benefits

Before designating Q Link as an additional ETC, the Commission must find that the additional designation is consistent with the public interest, convenience and necessity in Illinois. 47 U.S.C. §214(e)(2). For an affirmative public interest finding, Q Link must show, among other things, that its designation as an additional ETC will produce additional benefits to consumers in Illinois (“consumer benefit requirements”). Q Link has failed to make the showing. Staff IB at 83-107.

1. Consumer Benefit Evaluation Criteria

A benefit from an additional ETC designation is a benefit brought about by the additional designation and it is a benefit not currently offered any ETC (and thus not currently available to consumers in the marketplace) but will become available upon the additional designation. Staff IB at 84-85. A benefit currently available to consumers in

⁹ A carrier’s universal service support revenue is not subject to the federal universal service fund contribution obligation and, as a result, a carrier reporting \$0 revenue from sources other than universal service support would have \$0 universal service fund contribution obligation assessed on it. Telecommunications Reporting Worksheet (FCC Form 499-A) and Instructions.

the marketplace is not a benefit resulting from an additional designation. Id. In order to receive designation, Q Link should demonstrate that its designation as an additional ETC in Illinois will produce concrete benefits to consumers in Illinois, benefits that are not currently offered by any ETC in its proposed ETC service area but will be provided by it upon its designation. Staff IB at 83-85.

Q Link asserts that the Commission has repeatedly adopted the FCC's ETC Order "as the basis" for evaluating ETC petitions in Illinois. Q Link IB at 41. This is incorrect. In its 2005 ETC Order, the FCC set forth a fact-based public interest analysis for evaluating ETC designations under Section 214(e)(6). ETC Order at ¶41. In past ETC designation proceedings in Illinois, the Commission found the FCC's requirements described in the 2005 ETC Order to be the minimum guidelines, not the sole basis, for evaluating ETC petitions. See, e.g., Cricket ETC Order at 14; Telrite ETC Order at 14; American Broadband ETC Order at 13. Notably, the Commission made clear that, for the public interest analysis, the Commission reserves the discretion to supplement or depart from the FCC's analytical framework described in the 2005 ETC Order (*"in this and any future proceeding, we reserve our discretion to supplement, or depart from, the FCC's framework when Illinois circumstances suggest that we do so"*) (emphasis added). Telrite ETC Order at 14-15. See also Cricket ETC Order at 14; American Broadband ETC Order at 13. Q Link's assertion (that the Commission has adopted the FCC's requirements "as the basis" for evaluating ETC petitions) is incorrect.

Q Link asserts that Staff's recommended public interest benefit evaluation violates the FCC's directive to state commissions, thus implying that the FCC has directed state commissions to designate a carrier as an ETC where the designation will produce *no*

public interest benefits. Q Link IB at fn. 102 and fn. 106. The FCC issued no such directive. In its 2005 ETC Order, the FCC adopted, for its own public interest analysis, a fact-based analytical framework, which includes a consideration of concrete benefits to consumers resulting from an additional designation (e.g., benefits of increased consumer choice and advantages/disadvantages of an applicant's service offerings). ETC Order at ¶44. Staff's recommended consumer benefit evaluation is in line with the FCC's framework. It focuses on the benefits to consumers that will result from a Q Link designation. It is fact-based as recommended by the FCC: it requires Q Link to identify concrete consumer benefits that will result from its designation and to show, based upon facts, that such benefits are currently not available to consumers in the marketplace in its proposed ETC service area but will be provided by Q Link upon its designation. Staff IB at 83-85; Staff Ex. 1.0 at 74-75 (1609-1637). Therefore, there is no merit to Q Link's assertion that Staff's recommendation violates the FCC's directives.

Q Link asserts that Staff's recommended public interest benefit evaluation argues "for a change in Commission practice [or approach]," thus implying that the Commission established the practice of designating an ETC where the designation would not produce any public interest benefits. Q Link IB at fn. 102 and fn. 106. In making such an assertion, Q Link cites no past Commission ETC Orders in which the Commission established the alleged practice of designating an ETC even though the designation would *not* produce any public interest benefits. To be clear, the Commission has been concerned with the benefits to consumers from an additional ETC designation when determining whether to grant such additional designation. For example, the Commission, in its Telrite ETC Order, specifically considered benefits to consumers that

would result from an additional ETC (“[o]ne such factor [to be considered] is the benefit of increased customer choice, although that value alone is unlikely to satisfy the public interest test”). Telrite ETC Order at 15. Therefore, contrary to Q Link’s implication, the Commission did not establish the practice of designating an ETC where such designation would not produce any public interest benefits. Moreover, Staff’s recommendation does not argue for a change in the fact-based analytical framework adopted by the Commission in the past. In fact, similar to the analytical framework in past Commission ETC proceedings, Staff’s recommended consumer benefit evaluation focuses on the benefits to consumers that will result from Q Link’s designation. Also, it is fact-based as recommended by the FCC: it requires Q Link to identify concrete consumer benefits that will result from its designation and to show, based upon facts, that such benefits are currently not available to consumers in the marketplace in its proposed ETC service area but will become available upon Q Link’s designation. Staff Ex. IB at 84-85.

Q Link asserts that the term “concrete benefit” is undefined and, as a result, according to Q Link, Staff’s recommended public interest benefit evaluation is “unconstitutionally vague and arbitrarily determined.” Q Link IB at fn. 102. Clearly, the term “concrete benefits” means specific benefits or benefits that can be specifically identified. If Q Link claims that its designation will produce public interest benefits, it is incumbent upon Q Link to specifically identify such benefits and to show, based upon facts, that the identified benefits are not offered by any ETC in its proposed ETC service area but will be provided by Q Link upon its designation. A claim unsupported by any evidence or support for the claim of public interest benefits per se is not adequate to

meet the public interest benefit requirements. Section 214(e)(2) of the 1996 Act requires that, before designating an ETC, the Commission must determine that the designation is consistent with the public interest, convenience and necessity. Lifeline support is designed to benefit low income consumers and, as a result, the public interest analysis of Q Link's ETC petition should include an evaluation of the benefits to consumers (and thus public interest benefits), if any, that will result from Q Link's designation. Staff IB at 21. Therefore, Staff's recommended consumer benefit evaluation is firmly based upon Section 214(e)(2) of the 1996 Act and the intended purpose of Lifeline support (and, hence, Lifeline-only ETC designation). It is not arbitrarily chosen or unconstitutionally vague as Q Link alleges.

Q Link asserts that Staff's recommended consumer benefit evaluation "imposes duly costs on ETC applicants." Q Link IB at fn. 106. Undoubtedly, conducting business before the Commission entails costs. Nonetheless, as the petitioner seeking designation, Q Link bears the burden of proof to show that it meets all requirements for ETC designation in Illinois.

Q Link asserts that Staff's recommendation that the Commission consider its supported service when performing the public interest analysis of its petition constitutes regulation of its rates and, therefore, violates federal law. Q Link IB at 48-49. As discussed earlier, for the public interest analysis of Q Link's petition, the Commission can and should consider its supported service to ensure that its supported service is adequate for the Lifeline support it will collect, if designated, and that its designation will produce concrete public interest benefits.

2. Q Link Does Not Meet Consumer Benefit Requirements

In support of its position that its designation will produce public interest benefits, Q Link asserts that ETCs in Illinois are not meeting the Lifeline program's goal and the Lifeline program has failed 60% or over 864,000 low income consumers in Illinois. Q Link IB at 43 and 45. Based upon its own information, Q Link inflates the number of low income consumers in Illinois not on Lifeline service. Staff IB at 104. It also misstates the Lifeline program's goals and performance measurements and grossly mischaracterizes the Lifeline program's performance record in Illinois. Staff IB at 103-104. The Lifeline program's goals are to ensure that service is available (which means physical deployment of network and affordable rates) while minimizing the size of the program and thus the contribution burdens on consumers and businesses supporting the program. Lifeline Reform Order at ¶¶24-25. The FCC has found that a customer's subscription of service is a reasonable indication that service is available to the customer. Lifeline Reform Order at ¶29. According to Q Link, there are 1,466,400 low income consumers in Illinois. Q Link IB at 43. According to the FCC, at least 90.7% of low income consumers in Illinois already have telephone service. <http://transition.fcc.gov/wcb/iatd/monitor.html>, December 2013 Monitoring Report, Table 3.8 titled "Household Telephone Penetration by State and Income, 2013." Therefore, of the over 864,000 low income consumers in Illinois Q Link alleges the Lifeline program has failed, a great majority already have telephone service. There is no evidence that these Illinois customers have been failed by the Lifeline program as Q Link alleges.

Like all other low income assistance programs, Lifeline enrollment is an ongoing process. This means that, at each point in time, there are low income consumers that

are not on Lifeline service but would like to obtain Lifeline-subsidized telephone service. The fact that there are low income consumers not on Lifeline service is not, by itself, proof that the Lifeline program has failed or that ETCs in Illinois have refused to serve low income consumers or that Q Link must be designated as an additional ETC.

As explained earlier, low income consumers in all of Illinois have available to them in the marketplace both wireline and wireless Lifeline options. While claiming that 864,299 low income consumers “cannot” obtain Lifeline service (Q Link IB at 2), Q Link presents no evidence that any ETC in Illinois has refused to serve low income consumers or that any low income consumer in Illinois does not have access to Lifeline service. As also explained earlier, Q Link does not know the number of low income consumers in Illinois that are without telephone service because they cannot locate, in the marketplace, affordable telephone service. These customers are the primary targets of the Lifeline program’s performance goal to ensure that telephone service is available. Nonetheless, Q Link makes the unfounded assertions that the Lifeline program has failed 60% or over 864,000 of low income consumers in Illinois and that its designation will somehow fill the “shortfall.” Despite any implication to the contrary, as discussed earlier, the Lifeline program’s performance record in Illinois ranks high compared to all states and jurisdictions and ranks the highest compared to the most populous states. Appendix A.

Q Link asserts that its Lifeline service “will be available throughout Q Link’s [proposed ETC] service areas” and it, therefore, meets Section 54.405(a) of the federal rules. Q Link IB at 45. This is not true. As explained earlier and in Staff’s IB, Q Link is

not able to offer supported service throughout its proposed ETC service area as specified in Q Link Ex. 2.1 of its Surrebuttal Testimony. Staff IB at 45-48; Appendix B.

Q Link asserts that its designation will produce benefits to consumers because its designation will produce “an additional Lifeline provider.” Q Link IB at 41-43. As explained by Staff, an additional service provider does not necessarily produce a meaningful increase in consumer choice and thus the benefits of increased consumer choice, nor does it necessarily produce the benefits of increased competition. Staff Ex. 1.0 at 76-79. For example, if an additional ETC designation necessarily produces the benefits of increased consumer choice, the FCC would not have required an evaluation of whether an additional ETC designation would produce the benefits of increased consumer choice. The fact that the FCC required such an evaluation clearly means that the benefits of increased consumer choice from an additional ETC designation should be not automatically assumed. Therefore, an additional Lifeline provider per se is not evidence that an additional designation will produce benefits to consumers and thus the public interest benefits.

Q Link asserts that its designation will produce the public interest benefits because it offers “additional options” with “access to emergency services.” Q Link IB at 44. As discussed earlier, consumers in all of Illinois have available in the marketplace both wireline and wireless Lifeline options with access to emergency services. Consumers in Q Link’s proposed ETC service area, in particular, have available in the marketplace service options that are similar or more favorable to them than Q Link’s service offerings. For example, for a consumer with a monthly usage of 1000 minutes or more, Cricket’s service offering with unlimited usage at a monthly rate of \$25 (after

discount) would be a lower cost and superior option than what the consumer can obtain from Q Link. Staff IB at 97-98. As another example, a consumer making fewer than five directory assistance calls per month would be better off with PlatinumTel's Lifeline plan than with Q Link's Lifeline plan.¹⁰ Staff IB at 99-100. Above all, consumers throughout Q Link's proposed ETC service area already have available in the marketplace Lifeline plans similar or identical to those Q Link proposes to offer (i.e., Tracfone Lifeline plans). Staff IB at 101 and Appendix 2.2. Therefore, Q Link's assertion that its designation will produce public interest benefits is not true, because its proposed service offerings do not provide benefits that are currently unavailable in the marketplace in its proposed ETC service area.

In support of its position that its designation will produce public interest benefits, Q Link asserts that it "offers unlimited voice service at affordable rates without the typical burdens (e.g., credit checks, long-term commitments, and early termination fees)." Q Link IB at 44. Contrary to its assertion, its unlimited voice service is not affordable or a lower-cost alternative to what consumers can obtain in the marketplace. None of its Lifeline plans (60-Minute, 125-Minute and 250-Minute Plans) includes unlimited voice usage. Q Link offers a calling plan with unlimited voice service at \$60 per month (Staff Ex. 1.7), but, as Staff understands it, a Lifeline consumer may not apply the Lifeline discount of \$9.25 to this service. In order to obtain service from Q Link with unlimited voice usage, a Lifeline consumer must subscribe to one of the three Lifeline options and then purchase the additional minutes plan with unlimited voice usage, which altogether

¹⁰ While claiming that its no-additional-charge directory assistance call should qualify its for designation, Q Link has provided no evidence that there is any demand for directory assistance calls among low income consumers or what percentages of low income consumers make five or more directory assistance calls per month. Staff IB at 100.

would cost the consumer \$69.25 per month before the Lifeline discount and \$60.00 per month after Lifeline discount. In contrast, a Lifeline subscriber can obtain unlimited voice service from Cricket at \$25 after the Lifeline discount, which is a much lower cost option for a Lifeline consumer than the unlimited usage option the Lifeline consumer may obtain from Q Link. Staff IB at 97-98. Moreover, the fact that Q Link's Lifeline service does not have "the typical burdens (e.g., credit checks, long-term commitments, and early termination fees)" is not proof that its designation will produce benefits that are currently unavailable to consumers in the marketplace. As Staff understands it, prepaid wireless Lifeline service is typically offered without credit checks, long-term commitments, and early termination fees and offered in all of Illinois. Therefore, by offering these features, Q Link does not offer any benefits that are not currently available to consumers in the marketplace in its proposed ETC service area. Staff IB at 85-86.

Q Link asserts that its designation will benefit consumers because many consumers would lose wireless services altogether without a Q Link designation. Q Link IB at 44; Amended Petition at 26. As explained by Staff, Q Link has not identified any area or community in which consumers do not have access to wireless Lifeline options. Staff IB at 86; Staff Ex. 1.0 at 82-83 and fn. 107. Nor does such an area or community exist, because prepaid wireless Lifeline options with 250 or more minutes per month with no additional charge to consumers (after Lifeline discount) are offered in the marketplace in all of Illinois. Therefore, there is no merit to Q Link's claim that consumers in adverse economic conditions will lose wireless services altogether without a Q Link designation.

Q Link asserts that it has analyzed current Lifeline options offered by ETCs in Illinois and that its proposed Lifeline plans "will offer consumers distinct advantages;"

and, as an example of the “distinct advantages,” Q Link asserts that “many of the current Lifeline providers do not offer a ‘free of charge’ (after Lifeline discount)” service and that “all three of Q LINK’s proposed Lifeline plans are free (after discount) to the consumer and, therefore Q LINK would offer low-income consumers a lower-cost alternative in the marketplace.” Q Link IB at 44. First, the assertion that Q Link has analyzed the options offered by the current Lifeline providers is inaccurate and misleading. According to Q Link, it cannot and thus has not identified all Lifeline options of all Lifeline providers in its proposed ETC service area. Staff IB at 94. As a result, it has not and cannot provide a comparison between its proposed Lifeline plans and all Lifeline options (in particular all prepaid wireless Lifeline options) currently available to consumers in the marketplace and it, therefore, cannot and has not demonstrated that its proposed Lifeline plans offer consumers distinct advantages over what consumers are able to obtain in the marketplace in its proposed ETC service area.

Moreover, Q Link’s assertion that its proposed Lifeline options are lower cost alternatives and thus offer distinct advantages is based on an improper comparison. As noted by Staff, one cannot make a meaningful comparison of two prices without also comparing the underlying products. Staff IB at 97-98. For example, for a consumer with a monthly voice usage of 1000 (or more) minutes, Cricket’s non-free service with unlimited usage at \$35 per month before discount (\$25 after discount) would be a much lower cost alternative than what the consumer can obtain from Q Link (which would be \$69.25 before the Lifeline discount and \$60 after the Lifeline discount). Staff IB at 97-98.

Furthermore, the fact that some ETCs in Illinois (e.g., Cricket, IVC, Cellular Properties, etc.), in lieu of free Lifeline plans with limited usage, offer non-free Lifeline

plans with unlimited usage (or limited usage), does not mean that free Lifeline plans are currently unavailable in the marketplace in Q Link's proposed ETC service area. As discussed earlier, consumers in all of Illinois have available in the marketplace both wireline and wireless Lifeline options, including but not limited to free Lifeline options with 250 or more minutes per month. Therefore, the "free-of-charge" feature of Q Link's proposed Lifeline option does not represent a distinct advantage over what consumers already can obtain in the marketplace in its proposed ETC service area. Staff IB at 98-99.

Q Link asserts that Tracfone's Lifeline plans are "the most popular plans in Illinois" and its plans are similar to those of Tracfone, thus implying that its proposed Lifeline plans would be the most popular plans in Illinois. Q Link IB at 44. Q Link apparently measures the popularity of a Lifeline plan by the number of subscribers. Tracfone is the largest Lifeline service provider in Illinois. However, this does not mean that the number of subscribers to each Tracfone Lifeline plan is larger than the number of subscribers of each Lifeline plan offered by each other ETC.¹¹ Therefore, the assertion that all Tracfone Lifeline plans are the most popular plans, is unfounded. Moreover, Tracfone's large Lifeline customer base is, in no small part, due to the fact that it is the first prepaid wireless ETC and has had the longest Lifeline enrollment period among prepaid wireless

¹¹ As Staff understands it, the number of minutes included in a plan is a key determinant of a consumer's choice of Lifeline plan. A 250-Minute Plan would mostly like be "more popular" than the 125-Minute Plan and 68-Minute Plans. For example, in November 2012, ***XXX*** of Q Link's Lifeline consumers nationwide subscribed to its 250-Minute-plan and the remaining ***XXX*** of its Lifeline consumers subscribed to the other two plans. Staff Ex. 1.4c. Therefore, while it is reasonable to assume that the number of Tracfone Lifeline consumers subscribing to the 250-Minute Plan is larger than the number of subscribers of all Lifeline plans of all other Lifeline providers, there is no basis to assume that the numbers of subscribers to Tracfone's 125-Minute and 68-Minute Plans are larger than the numbers of subscribers of any or all Lifeline plans of all Lifeline providers and therefore Tracfone's 125-Minute and 68-Minute Plans are more "popular" (as Q Link puts it) than all Lifeline plans of other ETCs in Illinois.

ETCs in Illinois. Furthermore, Q Link's implication that, by imitating Tracfone's service offerings, it can imitate Tracfone's popularity (measured by the number of subscribers) is refuted by its own record. For instance, Q Link imitated Tracfone's service offerings in Maryland and Wisconsin in November 2012, but could not imitate Tracfone's popularity: its popularity is only 0.08% and 0.117% that of Tracfone in Maryland and Wisconsin, respectively. <http://www.usac.org/li/tools/disbursements/default.aspx>.

Q Link asserts that its proposed ETC service area is different from that of Tracfone and, as a result, its designation will enable it to offer Tracfone-like service plans that are currently unavailable in its proposed ETC service area. Q Link IB at 44; Q Link Ex. 2.0 at 29 (901-903). The assertion is erroneous. Q Link's proposed ETC service area is not identical to Tracfone's ETC service area, because Q Link seeks designation in a portion of Illinois while Tracfone's ETC service area includes all of Illinois. Tracfone's Lifeline plans are currently available to consumers in all of Illinois and, in particular, throughout Q Link's proposed ETC service area. Therefore, Q Link's assertion that its designation will enable it to offer Tracfone-like plans that are currently unavailable to consumers in its proposed ETC service area is erroneous.¹² Staff IB at 100-101.

¹² Q Link's asserts that, because Tracfone does not resell Sprint's wireless service, Tracfone must not offer service in Q Link's proposed ETC service area ("one of the few underlying providers [i.e., Sprint PCS] not constituting Tracfone's ETC service area"), thus implying that AT&T Wireless does not offer service in AT&T Illinois service territory and Verizon Wireless does not offer wireless service in former Verizon service territory. Q Link Ex. 2.0 at 29 (901-903). Q Link provides no evidence to substantiate its claim. And, such claim is readily refuted by the wireless coverage maps of AT&T Wireless and Verizon Wireless, which are available on the respective carrier's website (<http://www.att.com/maps/wireless-coverage.html#fbid=GC2n8qDfLRr>; <http://www.verizonwireless.com/wcms/consumer/explore/why-verizon.html#btnCvg>).

J. Ability to Comply with Rules and Laws

Citing paragraphs 19 and 40 of the FCC's ETC Order, Q Link asserts that Staff's recommendation that it demonstrates its ability to comply with rule and law violates the FCC's directive and that its assertions per se should suffice. Q Link IB at fn. 102 and fn. 106. There is no merit to either claim. First, the FCC did not, in paragraph 19 or 40 of its ETC Order, issue any directive regarding whether or/and how state commissions must require an ETC applicant to show its ability to comply with rules and laws. ETC Order at ¶19 and ¶40. The assertion that Staff's recommendation (for Q Link to show its ability to comply with rules and laws) is inconsistent with the FCC's directives is categorically false.

Second, the willingness to make assertions is not proof of, or tantamount to, the ability to comply with rules and laws. A commitment to comply with a rule entails more than an assertion made during the attempt to gain ETC status and it entails, at minimum, a showing of the ability to comply with the rule. Q Link has shown the willingness to make assertions but has failed to show the ability to comply with rules and laws: despite its claims to the contrary, Q Link has failed to comply with federal rules (Staff IB at 73-76) and, despite its promises to comply with Commission rules, Q Link has failed to show that it has the ability to comply with Commission rules (Staff IB at 76-82). Q Link asserts that the "evidentiary record also establishes that Q Link will comply with the remaining sections of Part 736." Q Link IB at 38. By "evidentiary record," Q Link refers to its promises, contract with Sprint and "various statements from Sprint regarding compliance with Part 736." *Id.*; Q Link Ex. 1.0 at 29 (683-698); Q Link Ex. 1.9; Staff Exhibit 1.9b. The evidentiary evidence, however, does not establish its ability to comply with Part 736.

A commitment to comply with a rule entails more than a promise in the petition. It entails, at minimum, a showing of the ability to comply with the rule. As explained by Staff, Q Link has not made the showing that it has the ability to meet each specific provision of Part 736. Staff IB at 76-82. Its assertion that its contract with Sprint is evidence of its ability is not only unsupported but notably rebutted by the Sprint letter declining to certify on behalf of Q Link that the wireless network Q Link elects to use in Illinois complies with Part 736. Staff IB at 78-79. Its assertion that Sprint statements prove its ability to comply with Part 736 is false. One Sprint letter does not mention, let alone certify compliance with, the specific provisions of Part 736, and the other Sprint letter specifically declines to certify on behalf of Q Link compliance with Part 736. Staff Ex. 1.0 at 101-103 and 106; Staff Ex. 1.9a; Staff Ex. 1.9c.

Q Link implies that it has shown the ability to comply with Section 736.305 (“with respect to 83 Ill. Admin. Section 736.305, Q Link has demonstrated that Sprint PCS (with resold T-Mobile USA service as a backup) provide adequate emergency operations, including a reasonable amount of backup power”). Q Link IB at 38-39. Contrary to this implication, Q Link has not provided evidence of its ability to meet all provisions of Section 736.305 through the use of Sprint’s wireless network. Staff IB at 77; Staff Ex. 1.0 at 101-103 (2193-2224). Nor has it provided any evidence of its ability to meet any provisions of Part 736.305 through the use of T-Mobile’s network. As explained by Staff, Q Link has provided no evidence that it has entered into any contract permitting it to use T-Mobile network at all, let alone in the particular manner it describes. Staff IB at 81-82. Q Link has also not presented statements from T-Mobile certifying compliance with any

provisions of Section 736.305. Therefore, its implication that it has shown the ability to comply with Section 736.305 is simply not true.

K. Other Arguments

Q Link's IB paints a picture of Q Link and its potential role in the Illinois that is much brighter than it actually is and is rife with unsupported and inaccurate assertions. An accurate assessment of Q Link and its potential role as a Lifeline-only ETC Illinois as described in Staff's testimony and IB provides a less favorable picture of Q Link.

Q Link opines that the Commission should "direct Staff to examine ways to increase the number of ETC providers in Illinois" Q Link IB at 54. The Commission should only designate a carrier as an ETC if the carrier has met all requirements for designation and in particular, has shown that its designation as an additional ETC will produce additional benefits to consumers in Illinois.

Q Link asserts that Staff has caused the loss of about \$94,827,189 per year in forgone USF dollars. Q Link IB at 3. Q Link thus implies that 864,299 Illinois customers have attempted to obtain Lifeline service but have been denied service by ETCs in Illinois or cannot locate a Lifeline service provider in the areas they reside. But, Q Link has provided no evidence that any ETC in Illinois has refused to serve low income consumers or any Illinois consumer has no access to Lifeline service.

By accusing Staff of depriving 864,299 consumers the ability to obtain Lifeline service, Q Link implies that Staff is not concerned with low income consumers' interests. Q Link IB at 2-3. This is simply not true. Staff explicitly recommended that Q Link show that the Lifeline service it seeks to provide would produce benefits to consumers that are currently not offered by any ETC and not available to consumers in Illinois but will

become available upon its designation. Staff Ex. 1.0 at 74-75. These recommendations are unmistakably concerned with and aimed at ensuring that low-income customers will benefit from a Q Link designation. More broadly, Staff's primary concerns, reflected throughout its testimony and IB in this proceeding are that Illinois consumers, including low-income consumers, benefit from Q Link's designation. Any assertion to the contrary is unsupported and false.

The Commission should not be misled by the false picture of reality that Q Link paints. The fact is that there is no evidence that a Q Link wireless ETC designation will bring benefits to Illinois customers that are currently unavailable to them in the marketplace in Illinois and no reason to believe that such designation is consistent with ETC requirements or is in the public interest.

L. Summary

In order to be designated as an ETC, Q Link has the burden of proof to show that it meets Section 214(e)(2) and 214(e)(1) requirements in Illinois and that its designation is consistent with the public interest, convenience and necessity. As articulated in Staff's IB and RB, Q Link has failed to meet that burden. Staff's evaluation of Q Link's ETC petition as discussed above is summarized as follows:

- Q Link has failed to properly identify its proposed ETC service area.
- Q Link has established its inability to comply with Section 214(e)(1) requirements.
- Q Link has failed to meet Section 54.201(h) requirements.
- Q Link has repeatedly failed to act in a manner consistent with the public interest.
- Q Link has failed to establish that its designation as an additional ETC will produce concrete additional benefits to consumers and, hence, the public interest benefits in Illinois.

- Q Link has failed to comply with the FCC's rules.
- Q Link has failed to establish that it is able to comply with Commission rules.
- Q Link has failed to establish that it is able to meet its wireless 9-1-1 surcharge obligation.
- Q Link has not provided consistent and credible information.

Each of the above findings is sufficient to support the conclusion that Q Link does not meet Illinois Section 214(e)(2) requirements and its designation is not consistent with the public interest, convenience and necessity.

IV. CONCLUSION

WHEREFORE, for all of the following reasons, Staff respectfully requests that the Commission's order in this proceeding deny Q Link's petition for ETC status.

Respectfully submitted,

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Lifeline Expansion Rates

Twelve Most Populous States	Households 2010 U.S. Census	Lifeline Support 2010	Lifeline Support 2013	Growth Rate (2010-2013)
CALIFORNIA	12,577,498	\$171,516,756	\$139,732,850	-18.53%
FLORIDA	7,420,802	\$82,766,981	\$101,080,207	22.13%
GEORGIA	3,585,584	\$45,790,238	\$78,496,661	71.43%
ILLINOIS	4,836,972	\$29,621,577	\$76,289,338	157.55%
MICHIGAN	3,872,508	\$51,876,365	\$80,237,916	54.67%
NEW JERSEY	3,214,360	\$23,229,317	\$33,099,580	42.49%
NEW YORK	7,317,755	\$95,737,511	\$132,667,110	38.57%
NORTH CAROLINA	3,745,155	\$54,874,534	\$49,591,779	-9.63%
OHIO	4,603,435	\$58,895,001	\$89,770,433	52.42%
PENNSYLVANIA	5,018,904	\$34,407,840	\$70,712,906	105.51%
TEXAS	8,922,933	\$93,223,781	\$91,280,211	-2.08%
VIRGINIA	3,056,058	\$21,359,766	\$23,799,337	11.42%
Total: 12 most populous states	68,171,964	\$763,299,667	\$966,758,328	26.66%
TOTAL: all states & jurisdictions	116,716,292	\$1,219,494,085	\$1,794,132,169	47.12%

Sources:

- 1) Table 4 (Households and Families: 2010), <http://www.census.gov/prod/cen2010/briefs/c2010br-14.pdf>
- 2) USAC 4th Quarter 2012 FCC Report - LI07
- 3) USAC 3rd Quarter 2014 FCC Report - LI07.

	WC_Code (Q Link Ex. 2.1)	Company Name (Q Link Ex. 2.1)	total area (Q Link Ex. 1.2)	covered area (Q Link Ex. 1.2)	percentage (Q Link Ex. 1.2)
1	TOLNILXD	FRONTIER NORTH, INC. - IL	44.096709	22.679232	51%
2	CMPNILXC	FRONTIER NORTH, INC. - IL	66.524452	34.33615	52%
3	RYTNILXE	FRONTIER NORTH, INC. - IL	30.079417	15.575832	52%
4	MNCHILXC	FRONTIER NORTH, INC. - IL	32.916258	17.256552	52%
5	MLTNILXC	FRONTIER NORTH, INC. - IL	33.884974	17.767434	52%
6	DELDILXC	FRONTIER NORTH, INC. - IL	33.681442	17.803463	53%
7	ALVNILXC	FRONTIER NORTH, INC. - IL	24.702326	13.204094	53%
8	ANNAILXE	FRONTIER NORTH, INC. - IL	223.202081	119.379794	53%
9	ROYLILXC	FRONTIER COMMUNICATIONS OF THE CAROLINAS, INC - IL	22.991265	12.433406	54%
10	GALNILGA	AMERITECH ILLINOIS (AT&T Illinois)	122.660065	67.562463	55%
11	APRVILXA	FRONTIER NORTH, INC. - IL	29.535801	16.296841	55%
12	FYVLILXE	FRONTIER NORTH, INC. - IL	12.165205	6.759884	56%
13	CBRYILXA	FRONTIER NORTH, INC. - IL	32.923109	18.297805	56%
14	EMTNILXA	FRONTIER NORTH, INC. - IL	32.35419	18.059381	56%
15	MSBCILXA	FRONTIER NORTH, INC. - IL	72.880833	40.972898	56%
16	LOAMILXC	FRONTIER NORTH, INC. - IL	30.903704	17.446157	56%
17	PAWNILXC	FRONTIER NORTH, INC. - IL	60.395881	34.137232	57%
18	ACLKILXA	FRONTIER NORTH, INC. - IL	16.102373	9.162445	57%
19	BSMRILXC	FRONTIER NORTH, INC. - IL	39.405314	22.543964	57%
20	BSHNILXD	FRONTIER NORTH, INC. - IL	63.087687	36.401687	58%
21	HRSTILXE	FRONTIER NORTH, INC. - IL	13.431308	7.758343	58%
22	TOLDILXC	FRONTIER COMMUNICATIONS OF THE CAROLINAS, INC - IL	92.022299	53.167537	58%
23	KRNKILXE	FRONTIER NORTH, INC. - IL	80.896322	46.882107	58%
24	MLFRILXA	FRONTIER COMMUNICATIONS OF THE CAROLINAS, INC - IL	88.984441	51.961896	58%
25	BARYILXC	FRONTIER NORTH, INC. - IL	93.406827	54.719913	59%
26	LTRBILXC	FRONTIER NORTH, INC. - IL	40.157758	23.535792	59%
27	CRGRILXC	FRONTIER NORTH, INC. - IL	73.305664	43.069071	59%
28	TWVLILXC	FRONTIER NORTH, INC. - IL	28.424473	16.814101	59%
29	EWNGILXE	FRONTIER NORTH, INC. - IL	54.903381	32.780862	60%
30	SBLYILXC	FRONTIER NORTH, INC. - IL	44.751496	26.948065	60%
31	HNNGILXC	FRONTIER NORTH, INC. - IL	33.990113	20.544339	60%
32	SPLDILXD	FRONTIER NORTH, INC. - IL	26.282543	16.062148	61%
33	IUKAILIU	AMERITECH ILLINOIS (AT&T Illinois)	56.630083	34.72451	61%
34	PHILILXC	FRONTIER COMMUNICATIONS OF THE CAROLINAS, INC - IL	51.355296	31.740514	62%
35	MNLSILXA	FRONTIER NORTH, INC. - IL	40.929735	25.582517	63%
36	CHLCILXD	FRONTIER NORTH, INC. - IL	48.366897	30.267623	63%
37	RCPTILXC	FRONTIER NORTH, INC. - IL	74.953979	47.308819	63%
38	MTTNILXA	FRONTIER NORTH, INC. - IL	46.436979	29.359725	63%
39	VLGVILXC	FRONTIER NORTH, INC. - IL	66.962091	42.690006	64%
40	RGFMILRF	AMERITECH ILLINOIS (AT&T Illinois)	49.46128	31.60593	64%
41	CRDLILXE	FRONTIER NORTH, INC. - IL	133.224372	85.614094	64%
42	BITNILBH	AMERITECH ILLINOIS (AT&T Illinois)	48.610735	31.26678	64%
43	OLMSILOM	AMERITECH ILLINOIS (AT&T Illinois)	27.032294	17.475953	65%
44	DTCYILXC	FRONTIER NORTH, INC. - IL	40.921328	26.498697	65%
45	GTWCILGT	AMERITECH ILLINOIS (AT&T Illinois)	29.361466	19.061037	65%
46	STRILXA	FRONTIER NORTH, INC. - IL	153.06196	99.691627	65%
47	WNSLILXA	FRONTIER NORTH, INC. - IL	30.166264	19.713802	65%
48	NWATILGY	AMERITECH ILLINOIS (AT&T Illinois)	80.160478	52.385962	65%
49	PLCYILXA	FRONTIER NORTH, INC. - IL	63.412862	41.522147	65%
50	BLFLILXD	FRONTIER NORTH, INC. - IL	54.956337	36.113048	66%
51	MRBOILXE	FRONTIER NORTH, INC. - IL	167.276875	111.404927	67%
52	CMGVILXE	FRONTIER NORTH, INC. - IL	50.491462	33.784314	67%
53	WDSNILXG	FRONTIER NORTH, INC. - IL	26.51286	18.043568	68%
54	WSPTILXE	FRONTIER NORTH, INC. - IL	29.189037	20.172042	69%
55	CLSNILXC	FRONTIER COMMUNICATIONS OF THE CAROLINAS, INC - IL	47.141307	32.59901	69%
56	MGNLILXA	FRONTIER NORTH, INC. - IL	29.848495	20.751073	70%
57	MCKNILXD	FRONTIER NORTH, INC. - IL	24.690346	17.173668	70%
58	SYBKILXD	FRONTIER NORTH, INC. - IL	43.720485	30.588803	70%
59	WSTVILWE	AMERITECH ILLINOIS (AT&T Illinois)	23.603793	16.535726	70%
60	CISCILXC	FRONTIER NORTH, INC. - IL	48.455325	33.980676	70%
61	EKVLILXE	FRONTIER NORTH, INC. - IL	53.898259	37.840287	70%
62	NCTNILXC	FRONTIER NORTH, INC. - IL	56.000288	39.409624	70%
63	CRPSILXD	FRONTIER NORTH, INC. - IL	43.271903	30.66856	71%
64	NSVLILNV	AMERITECH ILLINOIS (AT&T Illinois)	76.160485	54.047372	71%

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65	DNDSILXE	FRONTIER NORTH, INC. - IL	54.565303	39.008223	71%
66	FLVLILXC	FRONTIER COMMUNICATIONS OF THE CAROLINAS, INC - IL	43.963453	31.675477	72%
67	ASHKILXA	FRONTIER NORTH, INC. - IL	48.441308	34.916093	72%
68	CFTNILXA	FRONTIER NORTH, INC. - IL	65.431251	47.312498	72%
69	CLTNILXC	FRONTIER NORTH, INC. - IL	185.834232	134.851829	73%
70	FAMTILFA	AMERITECH ILLINOIS (AT&T Illinois)	52.406344	38.23497	73%
71	GNUPILXC	FRONTIER COMMUNICATIONS OF THE CAROLINAS, INC - IL	84.622879	61.760594	73%
72	KMNDILKY	AMERITECH ILLINOIS (AT&T Illinois)	100.280488	73.264151	73%
73	DONGILXE	FRONTIER NORTH, INC. - IL	65.116955	47.677113	73%
74	HPDLILXD	FRONTIER NORTH, INC. - IL	38.962829	28.558922	73%
75	GGVLILXC	FRONTIER NORTH, INC. - IL	70.762146	52.138263	74%
76	GRRDILXC	FRONTIER NORTH, INC. - IL	79.575434	58.84231	74%
77	GDFYILAN	AMERITECH ILLINOIS (AT&T Illinois)	64.141676	47.668943	74%
78	RNKNILXC	FRONTIER COMMUNICATIONS OF THE CAROLINAS, INC - IL	58.024862	43.338466	75%
79	PRRYILXD	FRONTIER NORTH, INC. - IL	47.635831	35.881259	75%
80	MAROILXC	FRONTIER NORTH, INC. - IL	71.495476	53.909213	75%
81	ROVLILXC	FRONTIER NORTH, INC. - IL	64.92239	49.006242	75%
82	PNTCILXA	FRONTIER NORTH, INC. - IL	155.065026	117.108305	76%
83	SECRILXD	FRONTIER COMMUNICATIONS OF THE CAROLINAS, INC - IL	44.771103	33.916996	76%
84	BNTNILXE	FRONTIER NORTH, INC. - IL	109.84174	83.772196	76%
85	OKVLILXE	FRONTIER NORTH, INC. - IL	77.306991	59.078441	76%
86	DAVSILXA	FRONTIER NORTH, INC. - IL	49.753246	38.030527	76%
87	CLHNILXE	FRONTIER NORTH, INC. - IL	41.847981	32.015427	77%
88	ULLNILXE	FRONTIER NORTH, INC. - IL	53.712653	41.192494	77%
89	CRLYILCL	AMERITECH ILLINOIS (AT&T Illinois)	112.459733	86.39802	77%
90	SKTNILXA	FRONTIER NORTH, INC. - IL	105.880212	81.714998	77%
91	FRFDILXE	FRONTIER NORTH, INC. - IL	141.571831	109.369118	77%
92	HRRNILXE	FRONTIER NORTH, INC. - IL	45.684835	35.360888	77%
93	EDTNILEN	AMERITECH ILLINOIS (AT&T Illinois)	99.413121	76.997687	77%
94	MTCFILXC	FRONTIER NORTH, INC. - IL	89.684804	69.519648	78%
95	VARNILXD	FRONTIER NORTH, INC. - IL	37.696582	29.30948	78%
96	NHLDILXC	FRONTIER NORTH, INC. - IL	62.269007	48.493733	78%
97	GRTWILGT	AMERITECH ILLINOIS (AT&T Illinois)	42.919125	33.496989	78%
98	TRIVILTI	AMERITECH ILLINOIS (AT&T Illinois)	33.658932	26.294509	78%
99	ELLTILXC	FRONTIER NORTH, INC. - IL	49.756628	38.894955	78%
100	TSKLILXA	FRONTIER NORTH, INC. - IL	69.245732	54.205122	78%
101	WSVLILXC	FRONTIER NORTH, INC. - IL	70.718815	55.524189	79%
102	CTLNILCB	AMERITECH ILLINOIS (AT&T Illinois)	37.627512	29.545987	79%
103	SENCILSN	AMERITECH ILLINOIS (AT&T Illinois)	79.437777	62.54171	79%
104	ROCHILRC	AMERITECH ILLINOIS (AT&T Illinois)	76.440797	60.500384	79%
105	CGVLILXD	FRONTIER COMMUNICATIONS OF THE CAROLINAS, INC - IL	12.422836	9.834157	79%
106	LODAILXC	FRONTIER NORTH, INC. - IL	36.078367	28.604643	79%
107	CYCYILXE	FRONTIER NORTH, INC. - IL	58.430406	46.405924	79%
108	PTMCILXC	FRONTIER COMMUNICATIONS OF THE CAROLINAS, INC - IL	30.738541	24.527334	80%
109	MDCYILAA	AMERITECH ILLINOIS (AT&T Illinois)	8.542318	6.82714	80%
110	SHLDILXA	FRONTIER NORTH, INC. - IL	45.665272	36.698664	80%
111	CARVILXE	FRONTIER NORTH, INC. - IL	35.351534	28.410881	80%
112	DESTILXE	FRONTIER NORTH, INC. - IL	23.303537	18.756615	80%
113	WNCHILXC	FRONTIER NORTH, INC. - IL	137.376594	110.806016	81%
114	DLVNILDE	AMERITECH ILLINOIS (AT&T Illinois)	65.319851	52.74069	81%
115	BMFDILXD	FRONTIER NORTH, INC. - IL	107.828954	87.146279	81%
116	WFFTILXE	FRONTIER NORTH, INC. - IL	62.454523	50.520736	81%
117	CAIRILCF	AMERITECH ILLINOIS (AT&T Illinois)	24.123566	19.56214	81%
118	EMIRILXD	FRONTIER NORTH, INC. - IL	11.989366	9.731684	81%
119	ELZBILXA	FRONTIER NORTH, INC. - IL	70.038128	56.861216	81%
120	FEBGILLX	AMERITECH ILLINOIS (AT&T Illinois)	49.981508	40.653796	81%
121	WRRNILXA	FRONTIER NORTH, INC. - IL	44.745962	36.448686	81%
122	BUREILXA	FRONTIER NORTH, INC. - IL	17.958243	14.642799	82%
123	HNRYILXD	FRONTIER NORTH, INC. - IL	90.224065	73.596678	82%
124	CENLILCE	AMERITECH ILLINOIS (AT&T Illinois)	94.41712	77.018178	82%
125	TLDNILXE	FRONTIER NORTH, INC. - IL	21.730886	17.742266	82%
126	MRINILMJ	AMERITECH ILLINOIS (AT&T Illinois)	26.681712	21.79593	82%
127	ODLLILXA	FRONTIER NORTH, INC. - IL	78.906008	64.597607	82%
128	VLRGILXE	FRONTIER NORTH, INC. - IL	55.541525	45.50123	82%

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129	CRCYLCC	AMERITECH ILLINOIS (AT&T Illinois)	50.898659	42.165405	83%
130	BRPRILXE	FRONTIER NORTH, INC. - IL	112.246931	93.23874	83%
131	CNTRILCT	AMERITECH ILLINOIS (AT&T Illinois)	30.745481	25.625408	83%
132	DAVLILDA	AMERITECH ILLINOIS (AT&T Illinois)	110.950244	92.827346	84%
133	NOBLILXE	FRONTIER NORTH, INC. - IL	67.506688	56.593484	84%
134	WGTNILXA	FRONTIER COMMUNICATIONS OF THE CAROLINAS, INC - IL	34.876463	29.276437	84%
135	MTRPILXE	FRONTIER NORTH, INC. - IL	131.606833	110.579865	84%
136	GNVLILGR	AMERITECH ILLINOIS (AT&T Illinois)	181.660419	152.8495	84%
137	VANDILVA	AMERITECH ILLINOIS (AT&T Illinois)	85.943424	72.416351	84%
138	PTNMILXD	FRONTIER NORTH, INC. - IL	30.488372	25.705825	84%
139	GDFDILAB	FRONTIER COMMUNICATIONS OF THE CAROLINAS, INC - IL	17.897242	15.253525	85%
140	ORGNILXA	FRONTIER NORTH, INC. - IL	100.556871	85.864559	85%
141	GYVLILXE	FRONTIER NORTH, INC. - IL	60.313426	51.518979	85%
142	MNNKILXD	FRONTIER NORTH, INC. - IL	57.735124	49.45745	86%
143	BCKMILBM	AMERITECH ILLINOIS (AT&T Illinois)	11.587865	9.92839	86%
144	ATLNILXC	FRONTIER NORTH, INC. - IL	56.919431	48.898291	86%
145	PRCYILXD	FRONTIER NORTH, INC. - IL	30.572822	26.29015	86%
146	RTLILXA	FRONTIER NORTH, INC. - IL	29.368922	25.429107	87%
147	RDMNILXC	FRONTIER NORTH, INC. - IL	27.030231	23.423216	87%
148	BUDAILXD	FRONTIER NORTH, INC. - IL	37.542495	32.622375	87%
149	MCMBILXD	FRONTIER NORTH, INC. - IL	92.410477	80.360165	87%
150	OKWDILOW	AMERITECH ILLINOIS (AT&T Illinois)	31.859927	27.735243	87%
151	ONRGILON	AMERITECH ILLINOIS (AT&T Illinois)	52.140851	45.410951	87%
152	ARRWILXD	FRONTIER NORTH, INC. - IL	42.772026	37.324895	87%
153	STDVILCS	AMERITECH ILLINOIS (AT&T Illinois)	78.401692	68.524589	87%
154	VRMTILXD	FRONTIER NORTH, INC. - IL	41.320641	36.11521	87%
155	FRTNILFM	AMERITECH ILLINOIS (AT&T Illinois)	58.473383	51.137837	87%
156	BTHNILXC	FRONTIER NORTH, INC. - IL	50.646545	44.324923	88%
157	WENNILXA	FRONTIER NORTH, INC. - IL	49.961132	43.869601	88%
158	BUFDILBL	AMERITECH ILLINOIS (AT&T Illinois)	41.504578	36.469966	88%
159	CNTNILCN	AMERITECH ILLINOIS (AT&T Illinois)	120.23899	105.996184	88%
160	CRLCILXD	FRONTIER NORTH, INC. - IL	48.419529	42.7468	88%
161	OHIOILXA	FRONTIER NORTH, INC. - IL	76.626597	67.745071	88%
162	BNVLILBN	AMERITECH ILLINOIS (AT&T Illinois)	52.983692	46.84443	88%
163	BLFSILXC	FRONTIER NORTH, INC. - IL	70.105445	62.019868	88%
164	OTWAILOT	AMERITECH ILLINOIS (AT&T Illinois)	156.847183	138.838288	89%
165	OGLSILOG	AMERITECH ILLINOIS (AT&T Illinois)	9.926765	8.821635	89%
166	BFLOILBF	AMERITECH ILLINOIS (AT&T Illinois)	105.518441	93.772986	89%
167	MARNILXE	FRONTIER NORTH, INC. - IL	64.734411	57.58778	89%
168	LSTNILXA	FRONTIER NORTH, INC. - IL	43.11	38.421763	89%
169	FTHNILFT	AMERITECH ILLINOIS (AT&T Illinois)	31.13362	27.748036	89%
170	UTICILUT	AMERITECH ILLINOIS (AT&T Illinois)	73.605665	65.62584	89%
171	EMWDILXD	FRONTIER NORTH, INC. - IL	30.945799	27.591621	89%
172	LWTWILLT	AMERITECH ILLINOIS (AT&T Illinois)	92.422773	82.469542	89%
173	CLVYILCV	AMERITECH ILLINOIS (AT&T Illinois)	19.342979	17.282219	89%
174	SALMILSE	AMERITECH ILLINOIS (AT&T Illinois)	94.232272	84.336229	89%
175	LNCLILXC	FRONTIER NORTH, INC. - IL	168.662068	151.098819	90%
176	PPCYILXA	FRONTIER NORTH, INC. - IL	82.434989	74.010309	90%
177	MACNILXC	FRONTIER NORTH, INC. - IL	54.564935	49.009056	90%
178	MCCNILXA	FRONTIER NORTH, INC. - IL	16.355096	14.69695	90%
179	MTVRILMV	AMERITECH ILLINOIS (AT&T Illinois)	143.712649	129.269183	90%
180	MTMRILXA	FRONTIER NORTH, INC. - IL	41.752435	37.593571	90%
181	MILNILMI	AMERITECH ILLINOIS (AT&T Illinois)	67.538244	60.860118	90%
182	IPAVILIP	AMERITECH ILLINOIS (AT&T Illinois)	55.770038	50.266858	90%
183	NEOGILXC	FRONTIER COMMUNICATIONS OF THE CAROLINAS, INC - IL	97.367695	87.775722	90%
184	WRBGILXC	FRONTIER NORTH, INC. - IL	45.42919	41.014365	90%
185	TRMTILXD	FRONTIER NORTH, INC. - IL	76.943975	69.525518	90%
186	NMFRILXA	FRONTIER NORTH, INC. - IL	39.998579	36.143388	90%
187	MNTIILXC	FRONTIER NORTH, INC. - IL	114.232788	103.265234	90%
188	NWBDILXE	FRONTIER NORTH, INC. - IL	39.454902	35.673637	90%
189	BRLDILXC	FRONTIER NORTH, INC. - IL	43.632159	39.453762	90%
190	DRCKILXD	FRONTIER COMMUNICATIONS OF THE CAROLINAS, INC - IL	22.984346	20.802124	91%
191	HRSCILHR	AMERITECH ILLINOIS (AT&T Illinois)	94.634819	85.996847	91%
192	HCKRILXE	FRONTIER NORTH, INC. - IL	68.999779	62.744182	91%

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193	SPFDILSW	AMERITECH ILLINOIS (AT&T Illinois)	54.160346	49.255436	91%
194	SYMRILXC	FRONTIER COMMUNICATIONS OF THE CAROLINAS, INC - IL	35.749282	32.579054	91%
195	CHWOILXA	FRONTIER NORTH, INC. - IL	64.780946	59.082636	91%
196	PTBGILPG	AMERITECH ILLINOIS (AT&T Illinois)	113.032478	103.134757	91%
197	IVDLILXC	FRONTIER COMMUNICATIONS OF THE CAROLINAS, INC - IL	50.938323	46.566703	91%
198	PNFDILXC	FRONTIER COMMUNICATIONS OF THE CAROLINAS, INC - IL	39.357922	35.99948	91%
199	BTHLILBO	AMERITECH ILLINOIS (AT&T Illinois)	42.706369	39.147361	92%
200	SDNYILXC	FRONTIER NORTH, INC. - IL	48.850484	44.794974	92%
201	BRESILBS	AMERITECH ILLINOIS (AT&T Illinois)	64.180044	58.969228	92%
202	RSHTILWD	AMERITECH ILLINOIS (AT&T Illinois)	22.861852	21.017879	92%
203	CHHMILXC	FRONTIER NORTH, INC. - IL	61.121395	56.219832	92%
204	PRTNILXA	FRONTIER NORTH, INC. - IL	116.34535	107.217485	92%
205	SHFDILXA	FRONTIER NORTH, INC. - IL	59.45058	54.838507	92%
206	SNJSILSS	AMERITECH ILLINOIS (AT&T Illinois)	54.467024	50.257138	92%
207	WYCYILXE	FRONTIER NORTH, INC. - IL	39.410158	36.39556	92%
208	AVTNILAV	AMERITECH ILLINOIS (AT&T Illinois)	21.565447	19.918047	92%
209	CLCYILCG	AMERITECH ILLINOIS (AT&T Illinois)	30.290677	28.013029	92%
210	FMCYILXD	FRONTIER NORTH, INC. - IL	96.382086	89.227545	93%
211	NPNSILXD	FRONTIER NORTH, INC. - IL	49.410426	45.746732	93%
212	WLNTILXA	FRONTIER NORTH, INC. - IL	108.898707	100.983377	93%
213	PRNVILXD	FRONTIER NORTH, INC. - IL	81.383901	75.535265	93%
214	DRNDILXA	FRONTIER NORTH, INC. - IL	57.491034	53.397197	93%
215	PXTNILXC	FRONTIER NORTH, INC. - IL	89.25344	82.902758	93%
216	PYSNILPY	AMERITECH ILLINOIS (AT&T Illinois)	102.386878	95.133654	93%
217	GALVILXD	FRONTIER NORTH, INC. - IL	56.63874	52.637237	93%
218	RCKTILXA	FRONTIER NORTH, INC. - IL	23.198027	21.573675	93%
219	EURKILXD	FRONTIER NORTH, INC. - IL	56.951487	52.969913	93%
220	KEWNILXD	FRONTIER NORTH, INC. - IL	106.774787	99.322656	93%
221	WTSKILWT	AMERITECH ILLINOIS (AT&T Illinois)	86.202215	80.19124	93%
222	HMNDILXC	FRONTIER NORTH, INC. - IL	28.041069	26.094847	93%
223	DOVRILXA	FRONTIER NORTH, INC. - IL	40.618482	37.834016	93%
224	SPBYILSB	AMERITECH ILLINOIS (AT&T Illinois)	27.97884	26.119535	93%
225	DNFTILXA	FRONTIER COMMUNICATIONS OF THE CAROLINAS, INC - IL	39.412967	36.840069	93%
226	HNCYILHC	AMERITECH ILLINOIS (AT&T Illinois)	50.988215	47.791808	94%
227	HGLDILXE	FRONTIER NORTH, INC. - IL	87.295096	81.859897	94%
228	LDLWILXC	FRONTIER COMMUNICATIONS OF THE CAROLINAS, INC - IL	26.038407	24.515022	94%
229	JCVLILXC	FRONTIER NORTH, INC. - IL	166.440261	156.704479	94%
230	NWBILXC	FRONTIER NORTH, INC. - IL	67.971405	64.005326	94%
231	DNLPILXD	FRONTIER NORTH, INC. - IL	61.509543	57.93007	94%
232	SLSPILXE	FRONTIER NORTH, INC. - IL	22.199102	20.920221	94%
233	WYNTILXA	FRONTIER NORTH, INC. - IL	25.103075	23.663628	94%
234	TALLILTL	AMERITECH ILLINOIS (AT&T Illinois)	30.587008	28.83846	94%
235	LROYILXD	FRONTIER NORTH, INC. - IL	97.829464	92.677589	95%
236	WDLILXA	FRONTIER COMMUNICATIONS OF THE CAROLINAS, INC - IL	37.809696	35.877286	95%
237	SPFDILES	AMERITECH ILLINOIS (AT&T Illinois)	55.32374	52.591691	95%
238	LLLVILXC	FRONTIER NORTH, INC. - IL	95.466699	90.858273	95%
239	ARGTILXC	FRONTIER NORTH, INC. - IL	50.190071	47.827768	95%
240	HDNGILHG	AMERITECH ILLINOIS (AT&T Illinois)	42.197004	40.21512	95%
241	HPPKILMB	AMERITECH ILLINOIS (AT&T Illinois)	53.920979	51.446217	95%
242	LXTNILXD	FRONTIER NORTH, INC. - IL	62.515614	59.661238	95%
243	TRENILTR	AMERITECH ILLINOIS (AT&T Illinois)	27.209505	25.972079	95%
244	ELWDILAW	AMERITECH ILLINOIS (AT&T Illinois)	27.855628	26.600302	95%
245	BYRNILXA	FRONTIER NORTH, INC. - IL	60.947665	58.221133	96%
246	FRPTILXA	FRONTIER NORTH, INC. - IL	123.895059	118.489896	96%
247	EKHTILXC	FRONTIER NORTH, INC. - IL	48.513603	46.425232	96%
248	GBCYILGB	AMERITECH ILLINOIS (AT&T Illinois)	75.318955	72.09555	96%
249	FSLDILXC	FRONTIER COMMUNICATIONS OF THE CAROLINAS, INC - IL	17.933846	17.167128	96%
250	MRRSILMS	AMERITECH ILLINOIS (AT&T Illinois)	166.927131	159.954592	96%
251	CLMBILCO	AMERITECH ILLINOIS (AT&T Illinois)	22.243889	21.318084	96%
252	RVTNILRV	AMERITECH ILLINOIS (AT&T Illinois)	21.532065	20.687866	96%
253	EWVLILER	AMERITECH ILLINOIS (AT&T Illinois)	96.570244	92.788819	96%
254	LENAILXA	FRONTIER NORTH, INC. - IL	85.956431	82.690453	96%
255	BDVLILXC	FRONTIER COMMUNICATIONS OF THE CAROLINAS, INC - IL	30.687714	29.605783	96%
256	CDVLILXA	FRONTIER NORTH, INC. - IL	39.955285	38.619053	97%

	WC_Code (Q Link Ex. 2.1)	Company Name (Q Link Ex. 2.1)	total area (Q Link Ex. 1.2)	covered area (Q Link Ex. 1.2)	percentage (Q Link Ex. 1.2)
257	MCLNILXD	FRONTIER NORTH, INC. - IL	80.108313	77.457751	97%
258	AMBYILXA	FRONTIER NORTH, INC. - IL	94.788092	91.727886	97%
259	DAKTILXA	FRONTIER NORTH, INC. - IL	48.968007	47.392759	97%
260	LADDILXA	FRONTIER NORTH, INC. - IL	47.009671	45.508903	97%
261	HULLILAA	FRONTIER NORTH, INC. - IL	92.673546	89.721894	97%
262	MSCTILXE	FRONTIER NORTH, INC. - IL	70.780822	68.531971	97%
263	VRDNILXC	FRONTIER NORTH, INC. - IL	55.659675	53.900921	97%
264	PLPLILXC	FRONTIER NORTH, INC. - IL	80.423808	77.890401	97%
265	FNGVILXA	FRONTIER NORTH, INC. - IL	46.282304	44.878825	97%
266	PSTMILXC	FRONTIER COMMUNICATIONS OF THE CAROLINAS, INC - IL	42.744913	41.466346	97%
267	ASTRILXD	FRONTIER NORTH, INC. - IL	73.978927	71.780615	97%
268	BNSNILXD	FRONTIER NORTH, INC. - IL	42.998079	41.766128	97%
269	BLTNILXD	FRONTIER NORTH, INC. - IL	72.356798	70.336707	97%
270	SHRDILXA	FRONTIER NORTH, INC. - IL	54.590676	53.094087	97%
271	VRNAILVE	AMERITECH ILLINOIS (AT&T Illinois)	30.939529	30.092628	97%
272	OGDNILXC	FRONTIER COMMUNICATIONS OF THE CAROLINAS, INC - IL	27.709161	26.988119	97%
273	HRTWILHT	AMERITECH ILLINOIS (AT&T Illinois)	28.948315	28.196915	97%
274	JHCYILXE	FRONTIER NORTH, INC. - IL	40.444336	39.410919	97%
275	ALXNILXG	FRONTIER NORTH, INC. - IL	50.499623	49.270852	98%
276	ATHNILAN	AMERITECH ILLINOIS (AT&T Illinois)	35.290291	34.48601	98%
277	CMPFILXA	FRONTIER NORTH, INC. - IL	29.433226	28.778731	98%
278	OGVLILXA	FRONTIER NORTH, INC. - IL	40.333936	39.449488	98%
279	ALBRILXE	FRONTIER NORTH, INC. - IL	17.78945	17.400077	98%
280	RCFRILRT	AMERITECH ILLINOIS (AT&T Illinois)	100.704392	98.544325	98%
281	MNRLILXD	FRONTIER NORTH, INC. - IL	19.772593	19.370136	98%
282	EDMTILEX	AMERITECH ILLINOIS (AT&T Illinois)	28.2529	27.712653	98%
283	NWMNILXC	FRONTIER NORTH, INC. - IL	66.843028	65.565865	98%
284	PLPKILPP	AMERITECH ILLINOIS (AT&T Illinois)	22.215016	21.793833	98%
285	CHBNILXA	FRONTIER NORTH, INC. - IL	50.569297	49.644537	98%
286	MRDSILXC	FRONTIER NORTH, INC. - IL	44.474657	43.758261	98%
287	MMNCILMM	AMERITECH ILLINOIS (AT&T Illinois)	74.773713	73.599716	98%
288	FRBRILXA	FRONTIER NORTH, INC. - IL	92.267404	90.819407	98%
289	OLNYILXE	FRONTIER NORTH, INC. - IL	66.419606	65.398711	98%
290	OFLNILMQ	AMERITECH ILLINOIS (AT&T Illinois)	50.129297	49.36775	98%
291	BNTOLBA	AMERITECH ILLINOIS (AT&T Illinois)	51.103102	50.34363	99%
292	SNDWILXA	FRONTIER NORTH, INC. - IL	48.270581	47.559823	99%
293	BDTWILBD	AMERITECH ILLINOIS (AT&T Illinois)	157.141157	154.942175	99%
294	EMDNILXC	FRONTIER COMMUNICATIONS OF THE CAROLINAS, INC - IL	56.212194	55.459439	99%
295	STRWILXA	FRONTIER NORTH, INC. - IL	27.399568	27.032986	99%
296	MSVLILXD	FRONTIER NORTH, INC. - IL	20.412207	20.142875	99%
297	ELWOILXD	FRONTIER NORTH, INC. - IL	55.159032	54.433936	99%
298	GRVILXA	FRONTIER NORTH, INC. - IL	44.873363	44.289466	99%
299	LSLLILLS	AMERITECH ILLINOIS (AT&T Illinois)	65.244958	64.429463	99%
300	STNGILSI	AMERITECH ILLINOIS (AT&T Illinois)	145.895302	144.127563	99%
301	HDSNILXD	FRONTIER NORTH, INC. - IL	39.181239	38.723079	99%
302	TSCLILXC	FRONTIER NORTH, INC. - IL	92.016248	91.017199	99%
303	FSTNILXA	FRONTIER NORTH, INC. - IL	82.843233	81.965057	99%
304	AUBNILXC	FRONTIER NORTH, INC. - IL	41.843796	41.401967	99%
305	SPFDILSL	AMERITECH ILLINOIS (AT&T Illinois)	31.156288	30.837654	99%
306	NWLNILNL	AMERITECH ILLINOIS (AT&T Illinois)	35.073081	34.718586	99%
307	NWRKILNW	AMERITECH ILLINOIS (AT&T Illinois)	53.080521	52.590871	99%
308	SHLNILXA	FRONTIER NORTH, INC. - IL	68.721157	68.098633	99%
309	BLVDILXA	FRONTIER NORTH, INC. - IL	120.371369	119.287385	99%
310	WDSTILWS	AMERITECH ILLINOIS (AT&T Illinois)	96.654244	95.806917	99%
311	BLVLILAD	AMERITECH ILLINOIS (AT&T Illinois)	79.458494	78.782756	99%
312	DNVNILXA	FRONTIER NORTH, INC. - IL	44.523169	44.148006	99%
313	HMPFILHS	AMERITECH ILLINOIS (AT&T Illinois)	68.223682	67.652181	99%
314	PPGVILXA	FRONTIER NORTH, INC. - IL	48.585164	48.182231	99%
315	CRLKILCK	AMERITECH ILLINOIS (AT&T Illinois)	46.917121	46.546488	99%
316	BRWDILBR	AMERITECH ILLINOIS (AT&T Illinois)	47.809959	47.444081	99%
317	PEORILPJ	AMERITECH ILLINOIS (AT&T Illinois)	33.823521	33.581636	99%
318	YRVLILYO	AMERITECH ILLINOIS (AT&T Illinois)	70.48066	69.97849	99%
319	GRPILGP	AMERITECH ILLINOIS (AT&T Illinois)	65.095223	64.633491	99%
320	MRSSILXE	FRONTIER NORTH, INC. - IL	46.767474	46.453068	99%

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321	DWGHILDH	AMERITECH ILLINOIS (AT&T Illinois)	104.824538	104.133926	99%
322	WBRKILXA	FRONTIER NORTH, INC. - IL	39.425435	39.16834	99%
323	RDDCILXA	FRONTIER NORTH, INC. - IL	55.123471	54.792157	99%
324	PEORILPN	AMERITECH ILLINOIS (AT&T Illinois)	37.857587	37.637399	99%
325	SMNKILXA	FRONTIER NORTH, INC. - IL	53.311534	53.017223	99%
326	ORPKILOW	AMERITECH ILLINOIS (AT&T Illinois)	17.632751	17.53681	99%
327	MLSTILXE	FRONTIER NORTH, INC. - IL	69.734046	69.355519	99%
328	SDRSILXC	FRONTIER COMMUNICATIONS OF THE CAROLINAS, INC - IL	29.985773	29.833951	99%
329	BRTNILXC	FRONTIER NORTH, INC. - IL	33.031608	32.867227	100%
330	CHENILXA	FRONTIER NORTH, INC. - IL	84.371821	83.970521	100%
331	DCTRILDC	AMERITECH ILLINOIS (AT&T Illinois)	54.954883	54.71056	100%
332	WLMGILWM	AMERITECH ILLINOIS (AT&T Illinois)	114.486603	113.990799	100%
333	MNHTILMA	AMERITECH ILLINOIS (AT&T Illinois)	82.668936	82.340891	100%
334	ILPLILXC	FRONTIER NORTH, INC. - IL	35.670538	35.534338	100%
335	SBLTILXA	FRONTIER NORTH, INC. - IL	53.549848	53.364677	100%
336	LELDILXB	FRONTIER NORTH, INC. - IL	52.142099	51.96259	100%
337	HYWOILXD	FRONTIER NORTH, INC. - IL	73.662967	73.429909	100%
338	MNFDILXC	FRONTIER NORTH, INC. - IL	42.58427	42.455335	100%
339	MINKILMK	AMERITECH ILLINOIS (AT&T Illinois)	76.378024	76.150349	100%
340	HOMRILXC	FRONTIER NORTH, INC. - IL	40.138904	40.037581	100%
341	RCHEILXA	FRONTIER NORTH, INC. - IL	101.378638	101.122963	100%
342	ERVLILXA	FRONTIER NORTH, INC. - IL	76.344625	76.161973	100%
343	ELWNILXC	FRONTIER NORTH, INC. - IL	32.558329	32.488019	100%
344	BCKLILXC	FRONTIER NORTH, INC. - IL	43.952193	43.870167	100%
345	ELYNILXC	FRONTIER COMMUNICATIONS OF THE CAROLINAS, INC - IL	34.842603	34.786293	100%
346	ROSCILXA	FRONTIER NORTH, INC. - IL	20.119371	20.090183	100%
347	ALTNILAK	AMERITECH ILLINOIS (AT&T Illinois)	23.378396	23.355029	100%
348	BELTWI01	AMERITECH ILLINOIS (AT&T Illinois)	35.065683	35.040642	100%
349	FWLRILFW	AMERITECH ILLINOIS (AT&T Illinois)	32.806948	32.783609	100%
350	HPTNILXC	FRONTIER COMMUNICATIONS OF THE CAROLINAS, INC - IL	61.024686	60.983882	100%
351	MTZNILXC	FRONTIER NORTH, INC. - IL	52.960868	52.939966	100%
352	HTBGILXC	FRONTIER COMMUNICATIONS OF THE CAROLINAS, INC - IL	22.211729	22.207751	100%
353	BVVLILXA	FRONTIER NORTH, INC. - IL	38.75235	38.751782	100%
354	LAPLILXC	FRONTIER NORTH, INC. - IL	26.224654	26.224342	100%
355	CHCGILID	AMERITECH ILLINOIS (AT&T Illinois)	0.645241	0.645235	100%
356	TROYILTY	AMERITECH ILLINOIS (AT&T Illinois)	38.543103	38.543001	100%
357	GLMNILGM	AMERITECH ILLINOIS (AT&T Illinois)	40.247717	40.247671	100%
358	WNNBILXA	FRONTIER NORTH, INC. - IL	43.08442	43.084378	100%
359	RCTNILXA	FRONTIER NORTH, INC. - IL	29.558633	29.558608	100%
360	GRNRILGD	AMERITECH ILLINOIS (AT&T Illinois)	67.892772	67.892726	100%
361	NPVLILNE	AMERITECH ILLINOIS (AT&T Illinois)	2.269987	2.269986	100%
362	ANTCILAC	AMERITECH ILLINOIS (AT&T Illinois)	53.768257	53.768237	100%
363	HRVRILHV	AMERITECH ILLINOIS (AT&T Illinois)	97.566046	97.566025	100%
364	FXLKILFK	AMERITECH ILLINOIS (AT&T Illinois)	19.379518	19.379514	100%
365	CHCGILAU	AMERITECH ILLINOIS (AT&T Illinois)	5.220737	5.220736	100%
366	PRRGILXL	AMERITECH ILLINOIS (AT&T Illinois)	10.579932	10.57993	100%
367	TLONILXC	FRONTIER COMMUNICATIONS OF THE CAROLINAS, INC - IL	34.00305	34.003044	100%
368	CHCGILLA	AMERITECH ILLINOIS (AT&T Illinois)	14.088749	14.088747	100%
369	CHCGILIR	AMERITECH ILLINOIS (AT&T Illinois)	7.145801	7.1458	100%
370	HMWDILHO	AMERITECH ILLINOIS (AT&T Illinois)	22.523688	22.523685	100%
371	CHCGILMO	AMERITECH ILLINOIS (AT&T Illinois)	7.891536	7.891535	100%
372	WNVLILWV	AMERITECH ILLINOIS (AT&T Illinois)	8.128124	8.128123	100%
373	HFESILWL	AMERITECH ILLINOIS (AT&T Illinois)	17.181391	17.181389	100%
374	ARLHILAH	AMERITECH ILLINOIS (AT&T Illinois)	27.974317	27.974314	100%
375	RCFRILRE	AMERITECH ILLINOIS (AT&T Illinois)	29.09776	29.097757	100%
376	GRVYILXA	FRONTIER NORTH, INC. - IL	39.286082	39.286078	100%
377	HGPKILHP	AMERITECH ILLINOIS (AT&T Illinois)	10.055661	10.05566	100%
378	CHHGILCH	AMERITECH ILLINOIS (AT&T Illinois)	10.155114	10.155113	100%
379	MNTNILMT	AMERITECH ILLINOIS (AT&T Illinois)	73.020386	73.020379	100%
380	HBRNILXA	FRONTIER NORTH, INC. - IL	60.790403	60.790398	100%
381	CHCGILBE	AMERITECH ILLINOIS (AT&T Illinois)	12.547841	12.54784	100%
382	CMCYILCC	AMERITECH ILLINOIS (AT&T Illinois)	25.955312	25.95531	100%
383	ELBNILEU	AMERITECH ILLINOIS (AT&T Illinois)	54.884252	54.884248	100%
384	MONILGK	AMERITECH ILLINOIS (AT&T Illinois)	44.304538	44.304535	100%

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385	BLWDILBW	AMERITECH ILLINOIS (AT&T Illinois)	16.657448	16.657447	100%
386	NBRKILNB	AMERITECH ILLINOIS (AT&T Illinois)	19.207914	19.207913	100%
387	SRFDILXE	FRONTIER NORTH, INC. - IL	20.633993	20.633992	100%
388	BCHRILBC	AMERITECH ILLINOIS (AT&T Illinois)	62.188323	62.18832	100%
389	EGVGILEG	AMERITECH ILLINOIS (AT&T Illinois)	21.797381	21.79738	100%
390	HRVYILHA	AMERITECH ILLINOIS (AT&T Illinois)	21.897146	21.897145	100%
391	FLORILXE	FRONTIER NORTH, INC. - IL	70.550772	70.550769	100%
392	CETNILXA	FRONTIER NORTH, INC. - IL	23.728915	23.728914	100%
393	LGRICLLG	AMERITECH ILLINOIS (AT&T Illinois)	23.7481	23.748099	100%
394	TNPKILTP	AMERITECH ILLINOIS (AT&T Illinois)	30.098403	30.098402	100%
395	PLCTILPR	AMERITECH ILLINOIS (AT&T Illinois)	30.537668	30.537667	100%
396	KNKKILKK	AMERITECH ILLINOIS (AT&T Illinois)	187.216533	187.216527	100%
397	CRETILCM	AMERITECH ILLINOIS (AT&T Illinois)	33.960418	33.960417	100%
398	GFFRILXC	FRONTIER COMMUNICATIONS OF THE CAROLINAS, INC - IL	35.715362	35.715361	100%
399	PLANILPO	AMERITECH ILLINOIS (AT&T Illinois)	35.730191	35.73019	100%
400	SWRDILXA	FRONTIER NORTH, INC. - IL	44.122068	44.122067	100%
401	STJSILSH	AMERITECH ILLINOIS (AT&T Illinois)	46.771776	46.771775	100%
402	EDNDILDU	AMERITECH ILLINOIS (AT&T Illinois)	51.329653	51.329652	100%
403	STVYILXA	FRONTIER NORTH, INC. - IL	53.077951	53.07795	100%
404	PCTNILXA	FRONTIER NORTH, INC. - IL	55.185384	55.185383	100%
405	GENOILXA	FRONTIER NORTH, INC. - IL	69.961776	69.961775	100%
406	CHMPILCP	AMERITECH ILLINOIS (AT&T Illinois)	71.959112	71.959111	100%
407	ASTNILXA	FRONTIER NORTH, INC. - IL	72.100502	72.100501	100%
408	SHBNILXA	FRONTIER NORTH, INC. - IL	75.468324	75.468323	100%
409	ALGNILAQ	AMERITECH ILLINOIS (AT&T Illinois)	24.798207	24.798207	100%
410	AURRILAE	AMERITECH ILLINOIS (AT&T Illinois)	33.404768	33.404768	100%
411	AURRILAR	AMERITECH ILLINOIS (AT&T Illinois)	37.791262	37.791262	100%
412	AURRILAW	AMERITECH ILLINOIS (AT&T Illinois)	6.555844	6.555844	100%
413	BATVILFL	AMERITECH ILLINOIS (AT&T Illinois)	8.546499	8.546499	100%
414	BGBKILBK	AMERITECH ILLINOIS (AT&T Illinois)	18.155276	18.155276	100%
415	BGRKILBG	AMERITECH ILLINOIS (AT&T Illinois)	30.583529	30.583529	100%
416	BLISILBI	AMERITECH ILLINOIS (AT&T Illinois)	28.325315	28.325315	100%
417	BLVLILPX	AMERITECH ILLINOIS (AT&T Illinois)	8.47997	8.47997	100%
418	BNSVILBV	AMERITECH ILLINOIS (AT&T Illinois)	21.573666	21.573666	100%
419	BNTOILAG	AMERITECH ILLINOIS (AT&T Illinois)	1.549727	1.549727	100%
420	BRTLILBT	AMERITECH ILLINOIS (AT&T Illinois)	36.182143	36.182143	100%
421	BRTOILBU	AMERITECH ILLINOIS (AT&T Illinois)	20.757077	20.757077	100%
422	CAHKILAA	AMERITECH ILLINOIS (AT&T Illinois)	18.523152	18.523152	100%
423	CARYILCA	AMERITECH ILLINOIS (AT&T Illinois)	21.640817	21.640817	100%
424	CHCGILCA	AMERITECH ILLINOIS (AT&T Illinois)	3.80519	3.80519	100%
425	CHCGILCL	AMERITECH ILLINOIS (AT&T Illinois)	0.414457	0.414457	100%
426	CHCGILDO	AMERITECH ILLINOIS (AT&T Illinois)	7.622367	7.622367	100%
427	CHCGILED	AMERITECH ILLINOIS (AT&T Illinois)	5.870262	5.870262	100%
428	CHCGILFR	AMERITECH ILLINOIS (AT&T Illinois)	0.462386	0.462386	100%
429	CHCGILHB	AMERITECH ILLINOIS (AT&T Illinois)	10.510547	10.510547	100%
430	CHCGILKE	AMERITECH ILLINOIS (AT&T Illinois)	4.814412	4.814412	100%
431	CHCGILKI	AMERITECH ILLINOIS (AT&T Illinois)	11.778959	11.778959	100%
432	CHCGILLD	AMERITECH ILLINOIS (AT&T Illinois)	4.117271	4.117271	100%
433	CHCGILLR	AMERITECH ILLINOIS (AT&T Illinois)	0.276385	0.276385	100%
434	CHCGILLW	AMERITECH ILLINOIS (AT&T Illinois)	7.893822	7.893822	100%
435	CHCGILMH	AMERITECH ILLINOIS (AT&T Illinois)	7.119338	7.119338	100%
436	CHCGILNE	AMERITECH ILLINOIS (AT&T Illinois)	12.256707	12.256707	100%
437	CHCGILOH	AMERITECH ILLINOIS (AT&T Illinois)	9.385537	9.385537	100%
438	CHCGILPM	AMERITECH ILLINOIS (AT&T Illinois)	11.34633	11.34633	100%
439	CHCGILPU	AMERITECH ILLINOIS (AT&T Illinois)	17.748286	17.748286	100%
440	CHCGILRP	AMERITECH ILLINOIS (AT&T Illinois)	5.411048	5.411048	100%
441	CHCGILSC	AMERITECH ILLINOIS (AT&T Illinois)	17.791201	17.791201	100%
442	CHCGILST	AMERITECH ILLINOIS (AT&T Illinois)	11.887107	11.887107	100%
443	CHCGILSU	AMERITECH ILLINOIS (AT&T Illinois)	2.794542	2.794542	100%
444	CHCGILWB	AMERITECH ILLINOIS (AT&T Illinois)	1.928447	1.928447	100%
445	CHMPILCU	AMERITECH ILLINOIS (AT&T Illinois)	42.875287	42.875287	100%
446	CICRILCI	AMERITECH ILLINOIS (AT&T Illinois)	18.3571	18.3571	100%
447	DCTRILDN	AMERITECH ILLINOIS (AT&T Illinois)	44.420833	44.420833	100%
448	DWGVILDG	AMERITECH ILLINOIS (AT&T Illinois)	34.055309	34.055309	100%

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449	ELGNILEL	AMERITECH ILLINOIS (AT&T Illinois)	73.24967	73.24967	100%
450	EMHRILET	AMERITECH ILLINOIS (AT&T Illinois)	20.023735	20.023735	100%
451	ESLSILBR	AMERITECH ILLINOIS (AT&T Illinois)	27.562123	27.562123	100%
452	EVTNILEV	AMERITECH ILLINOIS (AT&T Illinois)	7.847377	7.847377	100%
453	FRSTILFO	AMERITECH ILLINOIS (AT&T Illinois)	34.847373	34.847373	100%
454	GLCRILGC	AMERITECH ILLINOIS (AT&T Illinois)	13.719983	13.719983	100%
455	GLELILGE	AMERITECH ILLINOIS (AT&T Illinois)	12.759465	12.759465	100%
456	GLVWILGV	AMERITECH ILLINOIS (AT&T Illinois)	12.541619	12.541619	100%
457	GRCYILTA	AMERITECH ILLINOIS (AT&T Illinois)	31.009339	31.009339	100%
458	GRRKILES	AMERITECH ILLINOIS (AT&T Illinois)	26.427817	26.427817	100%
459	GURNILAA	AMERITECH ILLINOIS (AT&T Illinois)	6.454905	6.454905	100%
460	GYLKILGL	AMERITECH ILLINOIS (AT&T Illinois)	27.7491	27.7491	100%
461	HCHLILHH	AMERITECH ILLINOIS (AT&T Illinois)	12.457907	12.457907	100%
462	HFESILPC	AMERITECH ILLINOIS (AT&T Illinois)	4.818743	4.818743	100%
463	HNDLILHI	AMERITECH ILLINOIS (AT&T Illinois)	29.146162	29.146162	100%
464	JOLTILJO	AMERITECH ILLINOIS (AT&T Illinois)	55.115739	55.115739	100%
465	JOLTILJW	AMERITECH ILLINOIS (AT&T Illinois)	33.001733	33.001733	100%
466	KAVLILKA	AMERITECH ILLINOIS (AT&T Illinois)	31.296551	31.296551	100%
467	LBRDILLM	AMERITECH ILLINOIS (AT&T Illinois)	23.556009	23.556009	100%
468	LCP TILLP	AMERITECH ILLINOIS (AT&T Illinois)	29.967951	29.967951	100%
469	LEMTILLE	AMERITECH ILLINOIS (AT&T Illinois)	20.403377	20.403377	100%
470	LEMTILLN	AMERITECH ILLINOIS (AT&T Illinois)	26.983256	26.983256	100%
471	LKFRILLF	AMERITECH ILLINOIS (AT&T Illinois)	26.932764	26.932764	100%
472	LNSRILAB	AMERITECH ILLINOIS (AT&T Illinois)	0.210632	0.210632	100%
473	LSBNILLB	AMERITECH ILLINOIS (AT&T Illinois)	29.391148	29.391148	100%
474	MAZNILMZ	AMERITECH ILLINOIS (AT&T Illinois)	32.924427	32.924427	100%
475	MCHNILMY	AMERITECH ILLINOIS (AT&T Illinois)	59.720968	59.720968	100%
476	MOKNILME	AMERITECH ILLINOIS (AT&T Illinois)	16.05412	16.05412	100%
477	MOLNILML	AMERITECH ILLINOIS (AT&T Illinois)	18.622471	18.622471	100%
478	MRGVILMG	AMERITECH ILLINOIS (AT&T Illinois)	9.232765	9.232765	100%
479	MRNGILMR	AMERITECH ILLINOIS (AT&T Illinois)	75.227418	75.227418	100%
480	NBRKILNT	AMERITECH ILLINOIS (AT&T Illinois)	0.35562	0.35562	100%
481	NCHCILNC	AMERITECH ILLINOIS (AT&T Illinois)	9.428423	9.428423	100%
482	OKBRILOA	AMERITECH ILLINOIS (AT&T Illinois)	3.452128	3.452128	100%
483	OKPKILOP	AMERITECH ILLINOIS (AT&T Illinois)	9.38442	9.38442	100%
484	ORPKILOR	AMERITECH ILLINOIS (AT&T Illinois)	24.479886	24.479886	100%
485	OSWGILOS	AMERITECH ILLINOIS (AT&T Illinois)	52.329605	52.329605	100%
486	PEORILPB	AMERITECH ILLINOIS (AT&T Illinois)	16.423987	16.423987	100%
487	PLFDILPL	AMERITECH ILLINOIS (AT&T Illinois)	69.605095	69.605095	100%
488	PNBHILSY	AMERITECH ILLINOIS (AT&T Illinois)	40.747457	40.747457	100%
489	PTVLILPV	AMERITECH ILLINOIS (AT&T Illinois)	33.866431	33.866431	100%
490	QNCYILQY	AMERITECH ILLINOIS (AT&T Illinois)	100.512021	100.512021	100%
491	RCISILRI	AMERITECH ILLINOIS (AT&T Illinois)	15.039622	15.039622	100%
492	RMVLILRM	AMERITECH ILLINOIS (AT&T Illinois)	13.132481	13.132481	100%
493	RNLKILRL	AMERITECH ILLINOIS (AT&T Illinois)	25.456545	25.456545	100%
494	RSLILLRZ	AMERITECH ILLINOIS (AT&T Illinois)	31.615158	31.615158	100%
495	RVDLILRD	AMERITECH ILLINOIS (AT&T Illinois)	7.432714	7.432714	100%
496	SCBGILCO	AMERITECH ILLINOIS (AT&T Illinois)	3.054075	3.054075	100%
497	SCPILSP	AMERITECH ILLINOIS (AT&T Illinois)	5.183329	5.183329	100%
498	SGGVILSV	AMERITECH ILLINOIS (AT&T Illinois)	26.474009	26.474009	100%
499	SKOKILSK	AMERITECH ILLINOIS (AT&T Illinois)	11.477896	11.477896	100%
500	UNINILUN	AMERITECH ILLINOIS (AT&T Illinois)	33.757123	33.757123	100%
501	WCHCILWC	AMERITECH ILLINOIS (AT&T Illinois)	28.607175	28.607175	100%
502	WCNDILWU	AMERITECH ILLINOIS (AT&T Illinois)	27.423606	27.423606	100%
503	WDRVILWR	AMERITECH ILLINOIS (AT&T Illinois)	27.089749	27.089749	100%
504	WLMTILWI	AMERITECH ILLINOIS (AT&T Illinois)	6.028879	6.028879	100%
505	WLNGILWG	AMERITECH ILLINOIS (AT&T Illinois)	28.364113	28.364113	100%
506	ARMSILXC	FRONTIER COMMUNICATIONS OF THE CAROLINAS, INC - IL	35.055731	35.055731	100%
507	RNTLILXC	FRONTIER COMMUNICATIONS OF THE CAROLINAS, INC - IL	66.429732	66.429732	100%
508	THBOILXC	FRONTIER COMMUNICATIONS OF THE CAROLINAS, INC - IL	57.100299	57.100299	100%
509	CHVYILXA	FRONTIER NORTH, INC. - IL	21.797627	21.797627	100%
510	DKLBILXA	FRONTIER NORTH, INC. - IL	87.09428	87.09428	100%
511	DVRNILXC	FRONTIER NORTH, INC. - IL	24.931907	24.931907	100%
512	DWNSILXD	FRONTIER NORTH, INC. - IL	29.744666	29.744666	100%

	WC_Code (Q Link Ex. 2.1)	Company Name (Q Link Ex. 2.1)	total area (Q Link Ex. 1.2)	covered area (Q Link Ex. 1.2)	percentage (Q Link Ex. 1.2)
513	GRPRILXA	FRONTIER NORTH, INC. - IL	16.81583	16.81583	100%
514	HNCKILXA	FRONTIER NORTH, INC. - IL	56.104942	56.104942	100%
515	KRLDILXA	FRONTIER NORTH, INC. - IL	49.199404	49.199404	100%
516	MAPKILXA	FRONTIER NORTH, INC. - IL	27.35345	27.35345	100%
517	MRTNILXD	FRONTIER NORTH, INC. - IL	42.781	42.781	100%
518	ORENILXC	FRONTIER NORTH, INC. - IL	12.981468	12.981468	100%
519	SNLDILXD	FRONTIER NORTH, INC. - IL	12.260083	12.260083	100%
520	SPGVILXA	FRONTIER NORTH, INC. - IL	19.570435	19.570435	100%
521	SPVYILXA	FRONTIER NORTH, INC. - IL	21.605833	21.605833	100%
522	STWRILXA	FRONTIER NORTH, INC. - IL	27.393647	27.393647	100%
523	GENVILGN	AMERITECH ILLINOIS (AT&T Illinois)	100.147624	100.147625	100%
524	FSHRILXC	FRONTIER COMMUNICATIONS OF THE CAROLINAS, INC - IL	85.22978	85.229781	100%
525	PWPWILXA	FRONTIER NORTH, INC. - IL	75.455514	75.455515	100%
526	LAMLILXA	FRONTIER NORTH, INC. - IL	72.248716	72.248717	100%
527	NPVLILNA	AMERITECH ILLINOIS (AT&T Illinois)	60.235449	60.23545	100%
528	STANILSA	AMERITECH ILLINOIS (AT&T Illinois)	56.805655	56.805656	100%
529	WKGNILWK	AMERITECH ILLINOIS (AT&T Illinois)	52.251743	52.251744	100%
530	MNCTILXA	FRONTIER NORTH, INC. - IL	96.641643	96.641645	100%
531	HNTLILHO	AMERITECH ILLINOIS (AT&T Illinois)	46.75557	46.755571	100%
532	EPERILPE	AMERITECH ILLINOIS (AT&T Illinois)	45.089185	45.089186	100%
533	COVLILCQ	AMERITECH ILLINOIS (AT&T Illinois)	42.443236	42.443237	100%
534	HNPILXB	FRONTIER NORTH, INC. - IL	41.896401	41.896402	100%
535	BLTNILXT	FRONTIER NORTH, INC. - IL	41.569112	41.569113	100%
536	WTMNILXA	FRONTIER NORTH, INC. - IL	37.120477	37.120478	100%
537	BLTNILXN	FRONTIER NORTH, INC. - IL	34.966025	34.966026	100%
538	WHTNILWH	AMERITECH ILLINOIS (AT&T Illinois)	32.722651	32.722652	100%
539	LBVLILLI	AMERITECH ILLINOIS (AT&T Illinois)	65.016891	65.016893	100%
540	SMMTILSM	AMERITECH ILLINOIS (AT&T Illinois)	29.284032	29.284033	100%
541	MALTILXA	FRONTIER NORTH, INC. - IL	54.133402	54.133404	100%
542	SYCMILXA	FRONTIER NORTH, INC. - IL	98.267128	98.267132	100%
543	PETNILPT	AMERITECH ILLINOIS (AT&T Illinois)	73.652628	73.652631	100%
544	LBNNILKG	AMERITECH ILLINOIS (AT&T Illinois)	24.408391	24.408392	100%
545	WASHILXD	FRONTIER NORTH, INC. - IL	46.28547	46.285472	100%
546	ZIONILZN	AMERITECH ILLINOIS (AT&T Illinois)	23.098123	23.098124	100%
547	MNDTILXA	FRONTIER NORTH, INC. - IL	134.461362	134.461368	100%
548	GVLIDILXD	FRONTIER NORTH, INC. - IL	21.043434	21.043435	100%
549	LVPKILRN	AMERITECH ILLINOIS (AT&T Illinois)	41.935524	41.935526	100%
550	CDPNILXA	FRONTIER NORTH, INC. - IL	19.994229	19.99423	100%
551	WNLKILXA	FRONTIER NORTH, INC. - IL	18.341856	18.341857	100%
552	OKLWILOL	AMERITECH ILLINOIS (AT&T Illinois)	16.410661	16.410662	100%
553	DRFDILDF	AMERITECH ILLINOIS (AT&T Illinois)	16.393265	16.393266	100%
554	LKZRILLZ	AMERITECH ILLINOIS (AT&T Illinois)	31.368829	31.368831	100%
555	CHAPILXC	FRONTIER NORTH, INC. - IL	42.820279	42.820282	100%
556	RVGVILRG	AMERITECH ILLINOIS (AT&T Illinois)	13.772382	13.772383	100%
557	MHMTILXC	FRONTIER NORTH, INC. - IL	52.693895	52.693899	100%
558	WNTKILWN	AMERITECH ILLINOIS (AT&T Illinois)	13.159184	13.159185	100%
559	CHCGILPR	AMERITECH ILLINOIS (AT&T Illinois)	12.052324	12.052325	100%
560	FRFTILFB	AMERITECH ILLINOIS (AT&T Illinois)	59.30116	59.301165	100%
561	NINTILXC	FRONTIER NORTH, INC. - IL	34.197667	34.19767	100%
562	SHMNILXC	FRONTIER NORTH, INC. - IL	11.20724	11.207241	100%
563	PKFSILPF	AMERITECH ILLINOIS (AT&T Illinois)	21.617577	21.617579	100%
564	EMLNILEM	AMERITECH ILLINOIS (AT&T Illinois)	8.439121	8.439122	100%
565	HLSDILHD	AMERITECH ILLINOIS (AT&T Illinois)	8.35769	8.357691	100%
566	DSPLILXL	AMERITECH ILLINOIS (AT&T Illinois)	24.609192	24.609195	100%
567	ECHGILEH	AMERITECH ILLINOIS (AT&T Illinois)	24.195844	24.195847	100%
568	CMTNILXA	FRONTIER NORTH, INC. - IL	28.099624	28.099628	100%
569	LKVLILLK	AMERITECH ILLINOIS (AT&T Illinois)	27.901019	27.901023	100%
570	CHCGILME	AMERITECH ILLINOIS (AT&T Illinois)	6.601731	6.601732	100%
571	PALTILPA	AMERITECH ILLINOIS (AT&T Illinois)	25.523625	25.523629	100%
572	CPRNILXA	FRONTIER NORTH, INC. - IL	36.575058	36.575067	100%
573	RONKILXD	FRONTIER NORTH, INC. - IL	45.307676	45.307689	100%
574	CHCGILOK	AMERITECH ILLINOIS (AT&T Illinois)	6.63586	6.635862	100%
575	RCMDILXA	FRONTIER NORTH, INC. - IL	21.659399	21.659408	100%
576	LBVLILAQ	AMERITECH ILLINOIS (AT&T Illinois)	NA	NA	NA

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577	NPVLILBJ	AMERITECH ILLINOIS (AT&T Illinois)	NA	NA	NA
578	SCBGILRS	AMERITECH ILLINOIS (AT&T Illinois)	NA	NA	NA