



4008

# ANNUAL REPORT

of

Name: MPOWER COMMUNICATIONS CORP.

Principal Office: 175 SULLY'S TRAIL, SUITE 300  
PITTSFORD, NY 14534

For the Year Ended: DECEMBER 31, 2001

## Alternative Telecommunications Utility -- Other Telecommunications Provider

To

## Public Service Commission of Wisconsin

Mailing Address:	P.O. Box 7854 Madison, WI 53707-7854
Courier Address:	610 N. Whitney Way Madison, WI 53705-2729
E-mail:	pscrecs@psc.state.wi.us
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Home Page:	<a href="http://psc.wi.gov">http://psc.wi.gov</a>

*This form is required under Wis. Stat. § 196.07. Failure to file the form by the statutory filing date can result in the imposition of a penalty under Wis. Stat. § 196.66. The penalty which can be imposed by this section of the statutes is a forfeiture of not less than \$25 nor more than \$5,000 for each violation. Each day subsequent to the filing date constitutes a separate and distinct violation. The filed form is available to the public and personally identifiable information may be used for purposes other than those related to public utility regulation.*

## RULES FOR REPORTING

1. The annual report due date is April 1 of the following year. (Example: The 2002 report is due April 1, 2003.) If that date falls on a weekend or holiday, the annual report is due the following business day.
2. **Electronic filing via e-mail is required unless additional provisional confidential treatment is desired.** Go to the Public Service Commission of Wisconsin's Web Page at <http://psc.wi.gov>, click on Telecommunications, click on Annual Report Programs and Worksheets, and click on Annual Report Program for Alternative Telecommunications Utility - Other Telecommunications Providers (OTH).
3. Alternative Telecommunications Utility-Other Telecommunications Provider (ATU-Other) entities with no revenues for the report year are required to file an OTH annual report.
4. Unless otherwise indicated, the information requested in this report should be taken from the accounts and other records of the utility. A query or response concerning information contained in this report regarding any practice or transaction should not be construed as indicating conformity to pertinent regulations.
5. Please follow all instructions and answer each question fully and accurately. Provide additional information as necessary to avoid misunderstandings or misleading responses.
6. Wherever information is requested in a "note," please show that information in the space provided, or make reference to the adjacent page or insert where the note may be found. Please also identify each note. Limited footnote capability is included in the annual report software program. Please use it where necessary to fully explain particulars in the annual report.
7. Numeric items are limited to digits (0-9). Do not type commas when entering numbers. A minus sign "-" should be entered in the software program to indicate negative values. The program will convert the minus sign to parentheses if a hard copy of the annual report is printed. Negative values may not be allowed for certain entries in the annual report due to restrictions contained in the software program.
8. Please report all dollar amounts to the nearest thousand dollars.
9. This annual report should be complete in all respects. Unless otherwise authorized, avoid references to returns of former years or to other reports.
10. Wherever schedules call for data from the previous year and such data were reported in the previous annual report, the previous year's data should be reported without modification. If modified, an appropriate footnote and explanation should be included in the current year's annual report.
11. Where part or all of the report is prepared by other than utility personnel, a disclosure is required in the "Individual or firm, if other than utility employee, preparing this report" portion of the Identification and Ownership schedule, which describes the nature and extent of work performed.
12. The OTH annual report program incorporates provisional confidentiality capability for the following item, based on the Commission's Information Regarding Confidential Filings decision dated February 24, 2003, as supplemented for the new Nonregulated Revenues category on the Operating Revenues schedule:
  - a. Operating Revenues (Particulars, Wisconsin-Based Intrastate, Wisconsin-Based Interstate, Wisconsin-Based Total, and Total Company columns) (pp. 14-15) (Miscellaneous Revenues and Nonregulated Revenues descriptions, other than Video Distance Learning and Directory appearing in the report form, contained in the Particulars column (column a) and respective dollar amounts reported for the Miscellaneous Revenues and Nonregulated Revenues categories in the columns labeled Wisconsin-

## RULES FOR REPORTING

Based Intrastate, Wisconsin-Based Interstate, Wisconsin-Based Total, and Total Company);

- b. Central Office Data-End of Year (p. 19)
  - i. Integrated Service Digital Network (ISDN) Lines-In Use (BRI);
  - ii. ISDN Lines-In Use (PRI);
  - iii. xDSL Lines-In Use;
  - iv. Switched 56 lines in use;
  - v. Digital Transmission Facilities: DS-1-In use;
  - vi. Digital Transmission Facilities: DS-3-In use;
  - vii. Video Information Service-In use (# lines); and
  - viii. Fiber Transmission Facilities: No. of fiber strands working (LIT) in C.O.

If additional provisional confidential treatment is desired, please contact the Commission concerning required manual filing procedures. In this situation, do not file the annual report electronically using the program's e-mail filing capabilities.

- 13. It is not necessary to manually or electronically "sign" the signature page. It is not necessary to file a hardcopy annual report printout with the Commission.
- 14. **Edit Check, Confidential Listing, Exported Annual Report, and Export Status Files; Filing the Completed Report:**

Program edit checks, which are located under the Admin dropdown menu, should be run at the completion of data entry. Each edit problem lists pertinent schedule(s) as well as the nature of the problem (such as "does not equal"). Edit items should be reviewed and corrected; unresolved problems should be footnoted in the report, if necessary. This screen automatically saves the edit checks to an .edt file that may be viewed and edited (for purposes of adding necessary notations) using a word processing package such as WordPad.

The confidential listing, which is located under the Admin dropdown menu, should also be run at the completion of data entry. This will create a .clf file.

Select the annual report to export from the Main-Report Selection window. Click Admin, Export Data to PSC to start the export process. This will create an .mdb file, which will subsequently be encrypted to a file with an .sen extension. An export status file is also created (with a .txt extension). The export status file may also be viewed in a word processing package such as WordPad. If you encounter any export errors, please contact the Commission for assistance.

The .edt, .clf, .sen, and .txt files will be zipped to a file with a .zip extension. An e-mail message will be created, addressed to pscrcs@psc.state.wi.us. The .zip file is automatically attached to the e-mail message. After the e-mail is created, it will automatically be sent to the Commission.

Once received and processed by the Commission, you will receive a response indicating that your annual report has been received and is being processed. You will be notified if there are any problems with the annual report filing.

- 15. **Name Changes:**

If a name change (e.g., the new name, the date of the change, and the affected entities with their respective four-digit Commission identification numbers) is identified in the report, documents from the State of Wisconsin Department of Financial Institutions (DFI) also must be submitted to the Commission:

## RULES FOR REPORTING

A domestic corporation should send a copy of the stamped page from its Articles of Amendment as filed with DFI. A foreign corporation should send a copy of their Amended Certificate of Authority as issued by DFI.

*These documents can be obtained by:*

1. Calling DFI at (608) 261-7577;
2. Contacting DFI on the web at <http://wdfi.org>; or
3. By writing to DFI at P.O. Box 7846, Madison, WI 53707-7846.

**A name change is not effective in the Commission's records until a separate notification letter is sent to the Commission including documentation to confirm registration of that change with the State of Wisconsin Department of Financial Institutions.**

**16. Changes to the Annual Report Subsequent to Filing:**

If making revisions to the report subsequent to an electronic filing with the Commission, resubmit the report via e-mail following the procedures set forth above in item number 14. New edit check, confidential listing, exported annual report, and export status files should be created as a result of the revisions.

Revisions to an annual report previously filed on a manual basis also require a new complete manual filing.

- 17. Municipalities authorized by the Commission as competitive local exchange carriers (CLECs) should report only the CLEC-related amounts in the OTH annual report.**

**SIGNATURE PAGE**

I MICHAEL TSCHIDERER of  
(Person responsible for accounts)

MPOWER COMMUNICATIONS CORP. , certify that I  
(Utility Name)

am the person responsible for accounts; that I have examined the following report and, to the best of my knowledge, information and belief, it is a correct statement of the business and affairs of said utility for the period covered by the report in respect to each and every matter set forth therein.

MICHAEL TSCHIDERER 03/18/2002  
(Person responsible for accounts) (Date)

VICE PRESIDENT, CONTROLLER  
(Title)

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**IDENTIFICATION AND OWNERSHIP**

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**Exact Utility Name:** MPOWER COMMUNICATIONS CORP.  
**Utility Location:** 175 SULLY'S TRAIL, SUITE 300  
PITTSFORD, NY 14534

**Utility Web Site Address:** www.mpowercom.com  
**Date utility authorized to provide service in Wisconsin:** 01/11/2000  
**State in which utility was organized:** Nevada  
**Organization type (e.g., corporation, partnership):** Corporation  
**New Utility Name:**

**Effective Date:**

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**Officer in charge of correspondence concerning this report**

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**Name:** LYNN M. ABRAHAM  
**Title:** MANAGER - TAX & REGULATORY REPORTING  
**Firm/Company:** MPOWER COMMUNICATIONS CORP.  
**Office Address:** 175 SULLY'S TRAIL, SUITE 300  
PITTSFORD, NY 14534  
  
**Fax Number:** (585) 218 - 0903  
**Telephone Number:** (585) 218 - 8929  
**Email Address:** labraham@mpowercom.com

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**Individual or firm, if other than utility employee, preparing this report**

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**Name:**  
**Title:**  
**Firm/Company:**  
**Office Address:**  
  
**Fax Number:**  
**Telephone Number:**  
**Email Address:**

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**Name and address of the office where the utility's books are kept**

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**Name:** MARK KAZMIERSKI  
**Title:** ASSISTANT CONTROLLER  
**Firm/Company:** MPOWER COMMUNICATIONS CORP.  
**Office Address:** 175 SULLY'S TRAIL, SUITE 300  
PITTSFORD, NY 14534  
  
**Fax Number:** (585) 218 - 5972  
**Telephone Number:** (585) 218 - 8662  
**Email Address:** mkazmierski@mpowercom.com

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**IDENTIFICATION AND OWNERSHIP**

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List names, addresses, and number of shares held by persons owning 5 percent or more of outstanding voting securities. If any stock is held by a nominee, give known particulars as to the beneficial owner (See Wis. Stat. § 196.795(1)(c), for definition of beneficial owner).

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**Name:** MAURICE J. GALLAGHER, JR.  
**Address:** 3291 N. BUFFALO DRIVE  
LAS VEGAS , NV 89129

**Number of Shares Held:** 4,930,062  
**Beneficial Owner:** NONE

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**Name:** PROVIDENCE EQUITY PARTNERS  
**Address:** 901 FLEET CENTER  
PROVIDENCE , RI 02903

**Number of Shares Held:** 7,847,231  
**Beneficial Owner:** NONE

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**Name:** PUTNAM INVESTMENT MANAGEMENT INC.  
**Address:** ONE POST OFFICE SQUARE  
BOSTON , MA 02109

**Number of Shares Held:** 3,777,425  
**Beneficial Owner:** NONE

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**Name:** WEST HIGHLAND CAPITAL  
**Address:** 300 DRAKES LANDING ROAD  
GREENBRAE , CA 94904

**Number of Shares Held:** 18,800,000  
**Beneficial Owner:** NONE

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List companies owned, controlled, or operated and form and extent of such ownership, control or operation.

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**Company Name:** MPOWER COMMUNICATIONS OF NY, INC.  
**Form of Interest:** WHOLLY-OWNED SUBSIDIARY  
**Extent of Interest:** 100%

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**Company Name:** MPOWER COMMUNICATIONS OF VIRGINIA, INC.  
**Form of Interest:** WHOLLY-OWNED SUBSIDIARY  
**Extent of Interest:** 100%

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**IDENTIFICATION AND OWNERSHIP**

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**List companies owned, controlled, or operated and form and extent of such ownership, control or operation.**

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**Company Name:** MPOWER LEASE CORPORATION  
**Form of Interest:** WHOLLY-OWNED SUBSIDIARY  
**Extent of Interest:** 100%

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**Company Name:** MPOWER MANAGEMENT CORP.  
**Form of Interest:** WHOLLY-OWNED SUBSIDIARY  
**Extent of Interest:** 100%

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**Company Name:** PRIMARY NETWORK HOLDINGS, INC.  
**Form of Interest:** WHOLLY-OWNED SUBSIDIARY  
**Extent of Interest:** 100%

**INCOME STATEMENT - TOTAL COMPANY**

Particulars (a)	This Year (b)	Last Year (c)	
Operating Revenues	185,958,471	105,272,472	1
<b>OPERATING EXPENSES</b>			
Access and Billing Expenses	40,343,420	27,341,533	2
Local Interconnection	12,741,301	16,544,817	3
Other Charges Imposed by Another Carrier	17,588,747	11,468,784	4
Communication System Operations	75,578,088	52,501,313	5
Sales and Marketing	0	58,581,000	6
Administrative and General	214,408,634	106,074,634	7
Depreciation and Amortization	36,075,022	22,778,731	8
Other	0	0	9
<b>Total Operating Expenses</b>	<b>396,735,212</b>	<b>295,290,812</b>	<b>10</b>
<b>Net Operating Income</b>	<b>(210,776,741)</b>	<b>(190,018,340)</b>	<b>11</b>
<b>OTHER INCOME</b>			
Nonoperating Income and Expense	14,823,761	10,412,624	12
Nonoperating Taxes	0	0	13
Interest and Related Items	0	0	14
Extraordinary Items	(32,321,835)	(20,064,989)	15
Nonregulated Net Income	0	0	16
<b>Total Nonoperating Income</b>	<b>(17,498,074)</b>	<b>(9,652,365)</b>	<b>17</b>
<b>Net Income</b>	<b>(228,274,815)</b>	<b>(199,670,705)</b>	<b>18</b>

Income Statement - Total Company Note:

Disclose additional material information not included elsewhere in this report that is necessary to make the financial statements clear and understandable, including:

1. A summary of significant accounting policies, including, but not limited to, accounting policies related to pension cost, unbilled revenues, and income taxes.
2. The method of computing depreciation expense.

**INCOME STATEMENT - WISCONSIN INTRASTATE OPERATIONS**

Particulars (a)	Wisconsin Intrastate % This Year (b)	This Year (c)	Last Year (d)	
Operating Revenues	77.00%	45,748	0	1
<b>OPERATING EXPENSES</b>				
Access and Billing Expenses	100.00%	548,293	797,000	2
Local Interconnection	100.00%	293,803	425,000	3
Other Charges Imposed by Another Carrier	100.00%	10,883	0	4
Communication System Operations	80.00%	22,494	1,000	5
Sales and Marketing	100.00%	0	525,000	6
Administrative and General	100.00%	272,057	12,000	7
Depreciation and Amortization	100.00%	201,013	88,000	8
Other	0%	0	0	9
<b>Total Operating Expenses</b>	<b>0%</b>	<b>1,348,543</b>	<b>1,848,000</b>	<b>10</b>
<b>Net Operating Income</b>	<b>1.00%</b>	<b>(1,302,795)</b>	<b>(1,848,000)</b>	<b>11</b>
<b>OTHER INCOME</b>				
Nonoperating Income and Expense	0%	0	0	12
Nonoperating Taxes	0%	0	0	13
Interest and Related Items	0%	0	0	14
Extraordinary Items	0%	0	0	15
Nonregulated Net Income	0%	0	0	16
<b>Total Nonoperating Income</b>	<b>0%</b>	<b>0</b>	<b>0</b>	<b>17</b>
<b>Net Income</b>	<b>0%</b>	<b>(1,302,795)</b>	<b>(1,848,000)</b>	<b>18</b>

Income Statement - Wisconsin Intrastate Operations Note:

Please state the bases upon which the Wisconsin intrastate factors were developed and provide supporting calculations.

**TOTAL COMPANY BALANCE SHEET - ASSETS**

Particulars (a)	Balance--EOY (b)	Balance--FOY (c)	
<b>CURRENT ASSETS</b>			
Cash and Cash Equivalents	29,612,750	135,807,584	1
Net Telecommunications Accounts Receivable	0	0	2
Net Other Accounts Receivable	23,787,730	25,321,288	3
Net Notes Receivable	0	0	4
Interest and Dividends Receivable	0	0	5
Materials and Supplies	0	0	6
Prepayments	5,314,799	1,424,833	7
Other Current Assets	533,175,008	700,873,920	8
<b>TOTAL CURRENT ASSETS</b>	<b>591,890,287</b>	<b>863,427,625</b>	
<b>NONCURRENT ASSETS</b>			
Investments in Affiliated Companies	75,555,952	75,555,952	9
Investments in Nonaffiliated Companies	0	0	10
Other Noncurrent Assets	6,042,733	5,989,667	11
Deferred Charges	654,085	10,794,113	12
<b>TOTAL NONCURRENT ASSETS</b>	<b>82,252,770</b>	<b>92,339,732</b>	
<b>PLANT</b>			
Telecommunications Plant in Service	243,029,072	206,346,720	13
Less: Accumulated Depreciation and Amortization	71,571,832	36,888,248	14
Net Property Held for Future Telecommunications Use	0	0	15
Net Nonoperating Plant	0	0	16
Telecommunications Plant Under Construction	10,962,010	49,121,052	17
Net Telecommunications Plant Adjustment	0	0	18
<b>TOTAL PLANT</b>	<b>182,419,250</b>	<b>218,579,524</b>	
<b>TOTAL ASSETS AND OTHER DEBITS</b>	<b><u>856,562,307</u></b>	<b><u>1,174,346,881</u></b>	

**TOTAL COMPANY BALANCE SHEET - LIABILITIES AND CAPITAL**

Particulars (a)	Balance--EOY (b)	Balance--FOY (c)	
<b>CURRENT LIABILITIES</b>			
Accounts and Notes Payable to Affiliated Companies	0	0	1
Other Accounts and Notes Payable	28,876,322	69,743,856	2
Advance Billing and Payments	0	0	3
Customer Deposits	0	0	4
Current Maturities - Long-Term Obligations	696,395	840,102	5
Taxes Accrued	3,324,395	2,244,797	6
Other Current and Accrued Liabilities	27,531,664	28,933,292	7
<b>TOTAL CURRENT LIABILITIES</b>	<b>60,428,776</b>	<b>101,762,047</b>	
<b>LONG-TERM DEBT</b>			
Net Funded Debt	50,437,192	466,844,992	8
Obligations Under Capital Leases	811,317	1,609,000	9
Advances from Affiliated Companies	0	0	10
Other Long-Term Debt	0	0	11
<b>TOTAL LONG-TERM DEBT</b>	<b>51,248,509</b>	<b>468,453,992</b>	
<b>OTHER LIABILITIES AND DEFERRED CREDITS</b>			
Other Long-Term Liabilities	0	0	12
Unamortized Investment Tax Credits	0	0	13
Net Noncurrent Deferred Income Taxes	0	0	14
Other Deferred Credits	0	0	15
<b>TOTAL OTHER LIABILITIES AND DEFERRED CREDITS</b>	<b>0</b>	<b>0</b>	
<b>STOCKHOLDERS' EQUITY</b>			
Capital Stock and Paid-In Capital	1,283,539,712	916,974,976	16
Other Capital	(531,250)	(2,995,299)	17
Retained Earnings	(538,123,712)	(309,848,928)	18
<b>TOTAL STOCKHOLDERS' EQUITY</b>	<b>744,884,750</b>	<b>604,130,749</b>	
<b>TOTAL LIABILITIES AND OTHER CREDITS</b>	<b>856,562,035</b>	<b>1,174,346,788</b>	

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## TOTAL COMPANY BALANCE SHEET - NOTES

**Other information concerning the total company balance sheet.**

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**RETAINED EARNINGS - TOTAL COMPANY**

<b>Particulars (a)</b>	<b>This Year (b)</b>	<b>Last Year (c)</b>	
Balance - First of Year	(309,848,928)	(110,178,216)	<b>1</b>
<b>Changes:</b>			
Balance Transferred from Income	(228,274,800)	(199,670,704)	<b>2</b>
Dividends Declared	0	0	<b>3</b>
Miscellaneous Debits to Retained Earnings	0	0	<b>4</b>
Miscellaneous Credits to Retained Earnings	0	0	<b>5</b>
<b>Balance - End of Year</b>	<b><u>(538,123,728)</u></b>	<b><u>(309,848,920)</u></b>	<b>6</b>

**TELECOMMUNICATIONS PLANT IN SERVICE & ACCUMULATED DEPRECIATION & AMORTIZATION - WISCONSIN**

Plant Function (a)	Plant in Service FOY (b)	Additions (c)	Retirements (d)	
<b>GENERAL SUPPORT</b>				
Copier/Phone System	20,059	0	0	<b>1</b>
Office Furniture	37,919			<b>2</b>
Computers/Software	294,026			<b>3</b>
<b>CENTRAL OFFICE</b>				
C.O. Equipment	970,286	0	0	<b>4</b>
Leasehold Improvements	638,113			<b>5</b>
<b>INFORMATION ORIG./TERM.</b>				
None	0	0	0	<b>6</b>
<b>CABLE WIRE FACILITIES</b>				
None	0	0	0	<b>7</b>
<b>AMORTIZABLE</b>				
None	0	0	0	<b>8</b>
<b>TOTAL PLANT IN SERVICE</b>	<b>1,960,403</b>	<b>0</b>	<b>0</b>	

**TELECOMMUNICATIONS PLANT IN SERVICE & ACCUMULATED DEPRECIATION &  
AMORTIZATION - WISCONSIN (cont.)**

Plant Function (e)	Transfers / Adjustments (f)	Plant in Service EOY (g)	Acc. Depr. & Amortization EOY (h)	Net Plant in Service EOY (i)	
<b>GENERAL SUPPORT</b>					
Copier/Phone System	(20,059)	0	0	0	1
Office Furniture	(37,919)	0	0	0	2
Computers/Software	(294,026)	0	0	0	3
<b>CENTRAL OFFICE</b>					
C.O. Equipment	(970,286)	0	0	0	4
Leasehold Improvements	(638,113)	0	0	0	5
<b>INFORMATION ORIG./TERM.</b>					
None	0	0	0	0	6
<b>CABLE WIRE FACILITIES</b>					
None	0	0	0	0	7
<b>AMORTIZABLE</b>					
None	0	0	0	0	8
<b>TOTAL PLANT IN SERVICE</b>	<b>(1,960,403)</b>	<b>0</b>	<b>0</b>	<b>0</b>	

**OPERATING REVENUES**

Particulars (a)	Wisconsin- Based Intrastate (b)	Wisconsin- Based Interstate (c)	
<b>LOCAL NETWORK SERVICES REVENUES</b>			
End User Retail	44,148		1
Reciprocal Comp. & Interconnection			2
Private Line, Special Access & UNEs			3
Enter Other Description Here			4
<b>NETWORK INTERSTATE ACCESS SERVICE REVENUES</b>			
End User Line Charge			5
Switched		7,598	6
Special			7
<b>NETWORK INTRASTATE ACCESS SERVICE REVENUES</b>			
Switched	962		8
Special			9
Enter Other Description Here			10
<b>LONG DISTANCE NETWORK SERVICES MESSAGE REVENUES</b>			
Toll Revenue - Business		6,221	11
Toll Revenue - Residence			12
<b>LONG DISTANCE PRIVATE NETWORK REVENUES</b>			
Enter Description Here			13
<b>MISCELLANEOUS REVENUES</b>			
Video Distance Learning			14
Directory	329		15
Other	309		16
<b>GROSS OPERATING REVENUES</b>	<b>45,748</b>	<b>13,819</b>	
<b>UNCOLLECTIBLE REVENUES</b>			
Enter Description Here			17
<b>TOTAL UNCOLLECTIBLE REVENUES</b>	<b>0</b>	<b>0</b>	
<b>TOTAL OPERATING REVENUES</b>	<b>45,748</b>	<b>13,819</b>	

**OPERATING REVENUES (cont.)**

Particulars (d)	Wisconsin- Based Total (e)	Total Company (f)	
<b>LOCAL NETWORK SERVICES REVENUES</b>			
End User Retail	44,148	110,682,911	1
Reciprocal Comp. & Interconnection	0		2
Private Line, Special Access & UNEs	0		3
Enter Other Description Here	0		4
<b>NETWORK INTERSTATE ACCESS SERVICE REVENUES</b>			
End User Line Charge	0		5
Switched	7,598	50,718,612	6
Special	0		7
<b>NETWORK INTRASTATE ACCESS SERVICE REVENUES</b>			
Switched	962	5,724,601	8
Special	0	8,496	9
Enter Other Description Here	0		10
<b>LONG DISTANCE NETWORK SERVICES MESSAGE REVENUES</b>			
Toll Revenue - Business	6,221	12,212,982	11
Toll Revenue - Residence	0	3,699,881	12
<b>LONG DISTANCE PRIVATE NETWORK REVENUES</b>			
Enter Description Here	0		13
<b>MISCELLANEOUS REVENUES</b>			
Video Distance Learning	0		14
Directory	329	1,429,952	15
Other	309	1,481,036	16
<b>GROSS OPERATING REVENUES</b>	<b>59,567</b>	<b>185,958,471</b>	
<b>UNCOLLECTIBLE REVENUES</b>			
Enter Description Here	0		17
<b>TOTAL UNCOLLECTIBLE REVENUES</b>	<b>0</b>	<b>0</b>	
<b>TOTAL OPERATING REVENUES</b>	<b>59,567</b>	<b>185,958,471</b>	

**AVERAGE NUMBER OF SUBSCRIBERS**

<b>Average Number of Subscribers (a)</b>	<b>Wisconsin-Based Total (b)</b>	<b>Total Company (c)</b>	
Residential	0	50,457	1
Business	113	223,506	2
<b>Total</b>	<b>113</b>	<b>273,963</b>	<b>3</b>

**NUMBER OF LIFELINE AND LINKUP CUSTOMERS**

<b>Number of Lifeline and Linkup Customers (a)</b>	<b>Wisconsin (Actual No.)(b)</b>	
Number of Lifeline Customers in Wisconsin at December 31, 2001		1
Number of Linkup Customers in Wisconsin Connected During 2001		2

**ACCESS EXPENSES, BILLING EXPENSES & CHARGES IMPOSED BY ANOTHER CARRIER**

Particulars (a)	Wisconsin- Based Intrastate (b)	Wisconsin- Based Interstate (c)	
<b>ACCESS AND BILLING EXPENSES</b>			
Carrier Common Line (Intrastate IntraLATA)	548,293		1
Carrier Common Line (Intrastate InterLATA)	0		2
Carrier Common Line (Interstate)		0	3
Switched Access	0	0	4
Special Access	0	0	5
Billing and Collection Expenses	0	0	6
<b>TOTAL ACCESS AND BILLING EXPENSES</b>	<b>548,293</b>	<b>0</b>	
<b>CHARGES IMPOSED BY ANOTHER CARRIER</b>			
Expenses Related to Interconnection with Another Local Exchange Carrier`s Facilities	293,803		7
Expenses Related to the Wholesale Use of Another Carrier`s Network (Resale & Unbundled Network Elements) and Tariffed General Service Offerings	10,883	0	8
<b>TOTAL CHARGES IMPOSED BY ANOTHER CARRIER</b>	<b>304,686</b>	<b>0</b>	
<b>TOTAL ACCESS EXPENSES, BILLING EXPENSES &amp; CHARGES IMPOSED BY ANOTHER CARRIER</b>	<b>852,979</b>	<b>0</b>	

**ACCESS EXPENSES, BILLING EXPENSES & CHARGES IMPOSED BY ANOTHER CARRIER  
(cont.)**

Particulars (d)	Wisconsin- Based Total (e)	Total Compnay (f)	
<b>ACCESS AND BILLING EXPENSES</b>			
Carrier Common Line (Intrastate IntraLATA)	548,293	40,343,420	1
Carrier Common Line (Intrastate InterLATA)	0	0	2
Carrier Common Line (Interstate)	0	0	3
Switched Access	0	0	4
Special Access	0	0	5
Billing and Collection Expenses	0	0	6
<b>TOTAL ACCESS AND BILLING EXPENSES</b>	<b>548,293</b>	<b>40,343,420</b>	
<b>CHARGES IMPOSED BY ANOTHER CARRIER</b>			
Expenses Related to Interconnection with Another Local Exchange Carrier`s Facilities	293,803	12,741,301	7
Expenses Related to the Wholesale Use of Another Carrier`s Network (Resale & Unbundled Network Elements) and Tariffed General Service Offerings	10,883	17,588,747	8
<b>TOTAL CHARGES IMPOSED BY ANOTHER CARRIER</b>	<b>304,686</b>	<b>30,330,048</b>	
<b>TOTAL ACCESS EXPENSES, BILLING EXPENSES &amp; CHARGES IMPOSED BY ANOTHER CARRIER</b>	<b>852,979</b>	<b>70,673,468</b>	

**CENTRAL OFFICE DATA - END OF YEAR**

When an exchange has more than one central office, data must be reported for each central office.

Description (a)	Central Off. (b)	Central Off. (c)	Central Off. (d)	Central Off. (e)
NONE				
Rate Center Name				1
Central Office (Switch) CLLI Code				2
Switch Location				3
Manufacturer of COE				4
Year COE Installed				5
Type of Equipment				6
(S)tandalone, (H)ost, (R)emote, (A)dv. Fiber Comm.				7
Remote Host Rate Center Name				8
Remote Host Switch CLLI Code				9
COE Generic Software Release No.				10
SS7?				11
9-1-1?				12
Access Lines - In Use				13
- Equipped				14
- Wired				15
Trunks - In Use				16
- Equipped				17
- Wired				18
ISDN Available?				19
ISDN Lines - In Use (BRI)				20
- In Use (PRI)				21
xDSL Available?				22
- In Use (# lines)				23
Switched 56 Service?				24
Switched 56 lines in use				25

<sup>1</sup> Teleco provided end-to-end facility.

**CENTRAL OFFICE DATA - END OF YEAR**

When an exchange has more than one central office, data must be reported for each central office.

Description (a)	Central Off. (b)	Central Off. (c)	Central Off. (d)	Central Off. (e)
NONE				
Digital Transmission Facilities: DS-1 - In Use				26
DS-3 - In Use				27
Advanced Data Service Available:				
Packet Switching?				28
SMDS?				29
Frame Relay?				30
ATM (Asynchronous Trans. Mode)?				31
Video Information - Service Available?				32
- In Use (# lines) <sup>1</sup>				33
Fiber Transmission Facilities:				
No. of fiber strands entering C.O.				34
No. of fiber strands working (LIT) in C.O.				35
No. of fiber strands for interoffice use				36
Miles of fiber sheath in wire center				37
Access Tandem Serving this C.O.:				
- Central Office Name				38
- Central Office CLLI Code				39
Does this C.O. do access tandem switching?				40

<sup>1</sup> Teleco provided end-to-end facility.

**ASSESSABLE REVENUES**

Description (a)	This Year (b)
<b>Calculation of Assessable Revenues for Remainder and Telephone Relay Assessment Purposes</b>	
Gross Operating Revenues--Wisconsin (including outbound interstate revenues)	59,567 1
Less: Inbound Interstate Revenues (exclusive of uncollectible service revenues) Included in Line 1 (if any)	0 2
Less : Current Year Write-offs of Uncollectible Revenues	0 3
Plus: Current Year Collection of Operating Revenues Previously Written Off	0 4
Less : Nonregulated Operating Revenue (included in Gross Oper. Rev. on Line 1)	5
Plus: Nonregulated Net Write Off Amount (included on Lines 3 and 4)	6
<b>Total Assessable Revenues for Remainder and Telephone Relay Assessment Purposes</b>	<b>59,567 7</b>

**Assessable Revenues for Universal Service Fund Assessment Purposes**

Wisconsin Gross Intrastate Operating Telecommunications Service Revenue	59,238 8
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**Notes**

**"Gross Operating Revenues--Wisconsin"** are revenues before consideration of uncollectible revenues. These revenues include revenues from inbound interstate 800 and collect calls billed to customers in Wisconsin.

**"Outbound interstate revenues"** are service operations revenues received from communications originating at points within Wisconsin and terminating at points outside the state.

**"Inbound interstate revenues"** are service operations revenues received from communications originating at points outside the State of Wisconsin and terminating at points within the state.

(NOT TO BE EXCLUDED HERE ARE INBOUND INTERSTATE 800 AND COLLECT REVENUES BILLED TO CUSTOMERS IN WISCONSIN).

**"Gross"** means revenue before consideration of uncollectible amounts. Access expenses may not be netted against assessable revenues.

**"Intrastate"** means telecommunications service originating and terminating within the State of Wisconsin. Intrastate revenue does not include interstate access revenue.

**"Operating"** means provision of telecommunications services.

**"Telecommunications service revenue"** for the purpose of this assessment does not include cable television service, broadcast service, rents, directory revenue, carrier billing and collection revenue, nonregulated customer premises equipment revenue, or other miscellaneous or nonregulated revenue. However, it does include video distance learning revenue and payphone revenue (the latter which was deregulated in 1997).

## OTHER INFORMATION

### Additional or other information concerning this annual report.

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Mpower Communications Corp. surrendered their Wisconsin certificate effective 11/30/01. Therefore, we will not be required to file this report for 2002.

In response to the Edit Check Results:

- 1) N/A - An employee prepared the report so it is not necessary for us to fill this in.
- 2) & 3) These do balance. Due to problems inputting, I had to put these numbers in the database table so I think that is why the system doesn't think they balance.
- 4) TPIS is \$0 at year-end as we closed this market and all assets were transferred out of Wisconsin.
- 5) There were no A/L's at year-end as we closed this market and shut down all customers. However, there was revenue earlier in the year.
- 6) There were subscribers during the year and since it is an average, they would show up on this schedule. However, there were no A/L's in service at 12/31/01.
- 7) There were no central offices open at year-end as we closed the market.
- 8) Gross Oper Revenue-Wisconsin based Intrastate is greater than Assessable Revenue for USF.
- 9) Assess Rev for TRS is greater than Assess Rev for USF.
- 10) This schedule would not let me input into it and save so I had to input via Database table. Then it wouldn't give me the option of saying the schedule was completed, even though it was.

## **SCHEDULE AND REPORT NOTES**

**General Footnote**

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**Schedule Footnotes**

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