COMPETITIVE TELECOMMUNICATIONS SERVICE PROVIDERS

For the provision of (check all that apply):

- ☐ INTEREXCHANGE CARRIER
  - ☐ Facilities Based
  - ☒ Reseller
  - ☐ Alternative Operator Services
- ☐ CELLULAR
  - ☐ A-side
  - ☐ B-side
- ☐ PAGING
  - ☐ 1-way
  - ☐ 2-way
  - ☐ mobile
- ☐ COMPETITIVE ACCESS
- ☐ OTHER (Describe):

ANNUAL REPORT

OF

Cincinnati Bell Long Distance Inc.

(Exact legal name of respondent)

If name was changed during year, show also the previous name and date of change.

Address	City	County	State	Zip Code
36 E. 7th Street, Suite 2200,	Cincinnati	Hamilton	Ohio	45202

513-369-2100

Phone: (Area Code) Number

36 E. 7th Street, Suite 2200, Cincinnati, Ohio 45202

(Address of principal business office at end of year)

TO THE

PUBLIC UTILITIES COMMISSION OF OHIO

RECEIVED

APR 20 1998

PUCO FISCAL

FOR THE

YEAR ENDED DECEMBER 31, 1997

Name, title, address and telephone number (including area code) of the person to be contacted concerning this report.

Kathleen Quentin, Controller

36 E. 7th Street, Suite 2200, Cincinnati, Ohio 45202 513-369-2174

TABLE OF CONTENTS

Title	Page
General Instructions	1
Identity of Respondent	2
Important Changes During The Year	3
Directors, Proprietors, Partners (Schedule 1)	4
Statement of Intrastate Gross Earnings (Revenue) For The Year (Schedule 2)	5
Name, Address and Phone Number of the Company's Contact Persons and Whom Invoice Should be Directed	6
Verification	7

GENERAL INSTRUCTIONS, DEFINITIONS, ETC.

Please read the general instructions carefully before filling out this form:

1. The word "Respondent" in the following inquiries means the person, firm, association, or company in whose behalf the report is made.

2. The schedules and questions contained in this report were developed to be generally applicable to all competitive telecommunication service providers. All instructions shall be followed and each question answered as fully and accurately as possible. Sufficient answers shall appear to show that no schedule, question, or line item has been overlooked.

3. If answers to an inquiry are given elsewhere in the report, incorporation of the information by reference is sufficient.

4. Customary abbreviations may be used except that the exact name of the respondent shall be shown in full on the "Title Page" and in the "Verification" page.

5. Where the space provided is insufficient for the required data or it is necessary or desirable to insert additional statements or schedules, the insert pages shall show the number and title of the schedule to which it pertains, as well as the name of the respondent and the year covered, and shall be on 8 1/2" x 11" durable paper.

6. The information required with respect to any statement furnished is the minimum requirement. The respondent may add such further material information as is necessary to ensure that the required statements are not misleading.

7. All copies filed with the Commission must be legible and permanent. All entries shall be made in permanent ink or by a typewriter. Items of a reverse or contrary character shall be enclosed in parentheses, or indicated by a minus sign followed by the amount.

8. The annual report shall be signed by a duly elected officer of the respondent and it shall be notarized.

9. "Operating" as used in this report refers to regulated operations while "Nonoperating" refers to nonregulated operations.

IDENTITY OF RESPONDENT

1. State whether respondent is a corporation, a joint stock association, a firm or partnership, or an individual.

   Corporation

2. Date when operations began.

   04/24/84

3. If a consolidated or merged company, give names of each such incident, date, and Commission authority. If a reorganized company, give name of original corporation.

   Acquired assets of Unitel in Columbus - 90-1237-TP-ATR on October 1, 1990
   Acquired assets of Chillicothe Long Distance - 95-1111-CT-ATR on December 20, 1995

4. If incorporated specify (a) Date of filing articles of incorporation,
   (b) State in which incorporated,

   April 10, 1984
   Ohio

5. Commission Case Number granting operating authority and date issued.
   84-469 TPACE - Case number 7, filed on April 16, 1984
   issued on September 11, 1985

6. State whether or not the respondent during the year conducted any part of its business under a name or names other than that shown Title Page; if so, give full particulars.

   No

7. General description of service territory served by respondent.

   All 88 counties in Ohio

8. Number of locations within Ohio.
   4

IMPORTANT CHANGES DURING THE YEAR

Report important changes of the types listed. Except as otherwise indicated data furnished should apply to the same period the report covers. Answers should be numbered in accordance with the inquiries and if "none" states the fact, it should be used. If information which answers an inquiry is given elsewhere in the report, identification of the other answer will be sufficient.

1. Changes in ownership or control (shareholders holding 5% or more of outstanding stock).

   None

2. Other important changes: Give brief particulars of each other important change which is not disclosed elsewhere in this report.

   None

SCHEDULE: 1

DIRECTORS, PROPRIETORS, PARTNERS

1. Give the name of each director or proprietor. (For partnerships identify each partner, identify which are general or limited partners and show each partner's percent of interest.)

Line No.	Name and Address (City and State) (a)	Served Continuously From (b)	Term Expired or Current Term Will Expire (c)
1	Barry L. Nelson Cincinnati, Ohio	11/15/89	04/30/98
2	James F. Orr Cincinnati, Ohio	04/30/97	04/30/98
3	Brian C. Henry Cincinnati, Ohio	04/30/95	04/30/98
4			
5			
6			
7			
8			
9			
10			
11			
12			
13			
14			
15			

(For corporations, show the data requested; for other forms of business organizations, show names of individuals holding comparable positions.)

16 Name of Chairman of the Board

17 Name of Secretary of Board

18 President Barry L. Nelson

19 Vice-President Tim Shindeldecker

20 Secretary Tim Shindeldecker

21 Treasurer Tim Shindeldecker

22 Controller

Annual Report of Cincinnati Bell Long Distance Inc. Year Ended December 31, 19 97

Instructions:

Intrastate revenues billed on the company's behalf by another entity should not be included on this schedule if such revenue is included in the taxable receipts of the billing entity.

SCHEDULE: 2

STATEMENT OF INTRASTATE GROSS EARNINGS (REVENUE) *

Line No.	Item	Amount Ohio Intrastate
1	Operating and Miscellaneous Revenue - Wholesale Cellular Communications, Radio Common Carrier, Directory Revenue, Rent Revenue, Special Billings (revenue from work performed for others, rent revenue-nonoperating, return on regulated investment used to provide nonregulated products and services, etc.)	13,716,304
2	Other Revenue, Dividend and Interest Income, Gains From Disposition of Property -- Operating and Nonoperating, Other Operating or Nonoperating Gains (foreign currency exchange or transfer, extinguishment of debt, company's share of earnings of affiliated company accounted for on equity method, income from sinking and other funds, etc.)	
3	**SUBTOTAL** **(1) + (2)**	13,716,304
4	Earnings or receipts from sales to other public utilities for resale	( )
5	**TOTAL** **(3) + (4)**	13,716,304

* The gross earnings includes the entire earnings for business done by the company whether from the operation as a public utility or from any other business. Intrastate means originating and terminating in Ohio for paging operations. Intrastate is defined as those amounts billed to an Ohio account.

Annual Report of Cincinnati Bell Long Distance Inc. Year Ended December 31, 1997

SCHEDULE: 3

IN ORDER TO ENSURE THAT PUCO CORRESPONDENCE IS DIRECTED TO THE APPROPRIATE PERSON AT THE CORRECT ADDRESS, PLEASE COMPLETE THE FOLLOWING.

Name, Title, Address, and Phone Number of the Company's Contact Persons to Receive Entries and Orders from the Docketing Division

Robin Levy — Director of Finance and Accounting
Name — Title

36 E. 7th Street, Suite 2200, Cincinnati, Ohio 45202
Address

513-369-2177
Phone Number (Including Area Code)

Name, Title, Address, and Phone Number of Person to whom Invoice should be Directed

Robin Levy — Director of Finance and Accounting
Name — Title

36 E. 7th Street, Suite 2200, Cincinnati, Ohio 45202
Address

513-369-2177
Phone Number (Including Area Code)

Name and Address of the President

Barry L. Nelson
Name — President

36 E. 7th Street, Suite 2200, Cincinnati, Ohio 45202
Address

VERIFICATION

The foregoing report must be verified by the President or Chief Officer of the company. The oath required may be taken before any person authorized to administer an oath by the laws of the State in which the same is taken.

OATH

State of Ohio
County of Hamilton

Tim Shindeldecker makes oath and says that
(Insert here the name of the affiant.)

he is Vice President
(Insert here the official title of deponent)

of Cincinnati Bell Long Distance Inc.
(Insert here the exact legal title or name of the respondent.)

that he has examined the foregoing report; that to the best of his knowledge, information, and belief, all statements of fact contained in the said report are true and the said report is a correct statement of the business and affairs of the above-named respondent in respect to each and every matter set forth therein during the period from and including Jan 01, 1997 to and including Dec 31, 1997.

T. A. Shindeldecker
(Signature of affiant.)