17

COMPETITIVE TELECOMMUNICATIONS SERVICE PROVIDERS

For the provision of (check all that apply):

- ☒ INTEREXCHANGE CARRIER
- ☐ ALTERNATIVE OPERATOR SERVICE PROVIDER
- ☐ COMPETITIVE ACCESS
- ☐ COMPETITIVE LOCAL EXCHANGE CARRIERS
- ☐ OTHER (Describe):

ANNUAL REPORT

OF

WilTel Communications, LLC 90-5860

(Exact legal name of respondent)

Williams Communications, LLC / Vyvx, LLC

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

www.wiltelcommunications.com

Website URL:

One Technology Center	Tulsa	Tulsa	OK	74103
Address	City	County	State	Zip Code

918-547-6000

Phone: (Area Code) Number

One Technology Center Tulsa OK 74103

(Address of principal business office at end of year)

2005 APR 28 PM 3:55

PUCO

TO THE

PUBLIC UTILITIES COMMISSION OF OHIO

THE PUBLIC UTILITIES COMMISSION OF OHIO

FOR THE

YEAR ENDED DECEMBER 31, 2004

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

Julie Dixon, Regulatory Analyst Julie.dixon@wiltel.com

(918) 547-4018

Annual Report of WiITel Communications, LLC Year Ended December 31, 2004

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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.

Annual Report of WiTel Communications, LLC Year Ended December 31, 2004

IDENTITY OF RESPONDENT

1. Identify respondent's form of business organization: sole proprietorship, partnership, corporation, or other (explain).

   Limited Liability Company

2. If a consolidated, merged, or reorganized company, briefly provide particulars of such transactions, the date of the transactions, and PUCO authority. If a reorganized company, give name of original company.

   None

3. Identify any other names (other than shown on title page) under which respondent conducted any part of its business during the year.

   Williams Communications, LLC / Vyvx, LLC

4. If incorporated specify:
   a. Date of filing of articles of incorporation. 09/05/1989
   b. State in which incorporated. Delaware

5. Identify PUCO Case Number (and date issued) granting operating authority and identify certificate number(s) issued.

   99-181-CT-ACE, 04/09/1999

6. State whether respondent is operational in Ohio (actually providing service and the date operations began), or available (but not currently providing service).

   Yes, Providing Service since middle of 1999

7. If operational, identify Ohio counties where respondent is providing service.

   Statewide

8. List the types of services provided by the respondent, e.g., residential voice, business voice, business data, other (specify types of other services provided).

   Provide Voice, data, and Video to retail customers.

9. Identify if services are provided by resale (total service resale of local exchange company service) or facilities based (through respondent's own switch or via UNE platform), and names of Ohio counties where each type of service is provided.

   Cleveland, Akron, Columbus, Dayton and Cincinnati

10. Identify local exchange companies that respondent has interconnection agreements with to provide service in Ohio.

    N/A

Annual Report of Wittel Communications, LLC Year Ended December 31, 2004

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

Annual Report of United Communications, LLC Year Ended December 31, 2004

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 partner 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	Please See Attachment A		
2			
3			
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	21	Treasurer
17	Name of Secretary of Board	22	Controller
18	President		
19	Vice-President		
20	Secretary		

Annual Report of WilTel Communications, LLC Year Ended December 31, 2004

Instructions:

Schedule 2 is used for PUCO annual assessment purposes pursuant to Section 4905.10, RC. The reporting company shall maintain supporting and/or subsidiary records to separately record revenues derived from total operations and from its Ohio intrastate operations. Information presented herein is subject to audit by the PUCO.

The jurisdictional separation of revenues reported in this schedule should conform, to the extent applicable, to the procedures and instructions of CFR 47 Parts 32 and 36.

For interexchange carriers, intrastate refers to messages originating and terminating in Ohio.

For cellular, competitive access, and paging providers, intrastate refers to amounts billed to an Ohio account.

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.)	-0-
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.)	10,708,548.45
3	**SUBTOTAL** (1) + (2)	10,708,548.45
4	Earnings or receipts from sales to other public utilities for resale	(-0-)
5	**TOTAL** (3) + (4)	10,708,548.45

Annual Report of WilTel Communications, LLC Year Ended December 31, 2004

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

Julie Dixon — Regulatory Analyst
Name — Title

One Technology Center TC13B Tulsa, OK 74103
Address

(918) 547-4018
Phone Number (Including Area Code)

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

Julie L. Dixon — Regulatory Analyst
Name — Title

One Technology Center TC13B Tulsa, OK 74103
Address

(918) 547-4018
Phone Number (Including Area Code)

Name and Address of the President

Jeff Storey — President + CEO
Name — President

One Technology Center Tulsa, OK 74103
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 Oklahoma
County of Tulsa

Matthew Lopez makes oath and says that
(Insert here the name of the affiant.)

he is Manager Tax
(Insert here the official title of deponent)

of WilTel Communications, LLC
(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 January 1, 2004 to and including December 1, 2004

Matthew Lopez
(Signature of affiant.)

Attachment A

WILTEL COMMUNICATIONS, LLC
Data Sheet Report – as of 9/20/2004

Incorporated Date:	09/05/1989
Incorporated State:	Delaware
Country:	United States
Entity Type:	Limited Liability Company
Duration Type:	Perpetual
Federal Tax ID:	73-1349451
Charter ID:	2206783
Principal Place of Business:	One Technology Center Tulsa, OK 74103 (County of Tulsa) United States
Phone:	(918) 547-6000
Registered Agent/Office:	The Corporation Trust Company Corporation Trust Center 1209 Orange Street Wilmington, DE 19801 United States
Fiscal Year End:	12/31
Board Composition:	Current: 4
Detail:	Management of the LLC is governed by an Operating Agreement.

Membership Interest:
WilTel Communications Group, Inc. is the sole member of WilTel Communications, LLC

Former Names:	National Video Network, Inc.	09/05/1989	- 02/08/1990
	Vyvx National Video Network, Inc.	02/08/1990	- 01/02/1992
	Vyvx, Inc.	01/02/1992	- 01/29/1998
	Williams Communications, Inc.	01/29/1998	- 01/01/2001
	Williams Communications, LLC	01/01/2001	- 01/29/2003

Director/Manager	Title	Start Date	Last Elected
Ian M. Cumming	Director	10/15/2002	11/07/2003
Joseph S. Steinberg	Director	10/15/2002	11/07/2003
Joe Orlando	Director	11/07/2003	11/07/2003

Officer	Title	Start Date	Last Elected
Lynn A. Conard	Assistant Secretary	03/08/2002	03/08/2004
H.E. Scruggs	Senior Vice President – Corporate	12/10/2002	12/10/2002
	Secretary	02/01/2004	02/01/2004
Mardi de Verges	Vice President	12/10/2002	12/10/2002
	Treasurer	12/10/2002	12/10/2002
Jeffrey K. Storey	President and Chief Executive Officer	10/31/2002	10/31/2002
Cathy L. McDonald	Assistant Secretary	03/12/2004	03/12/2004
Steven G. Heinen	Assistant Secretary	09/20/2004	09/20/2004

Qualifications: **Alabama**

Qualified Date:	01/08/2001
Comments:	Name changed from Williams Communications, LLC

	on 01/14/2003 effective 01/29/2003.
Registered Agent/Office:	The Corporation Company

Alaska

Qualified Date:	03/31/1998
Comments:	Name changed from Williams Communications, LLC on 2/3/2003
Registered Agent/Office:	C T Corporation System

Arizona

Qualified Date:	01/10/2001
Comments:	Name changed from Williams Communications, LLC d/b/a Vyvx, LLC on 01/14/2003.
Registered Agent/Office:	C T Corporation System

Arkansas

Qualified Date:	03/24/1998
Comments:	Name changed from Williams Communications, LLC on 01/14/2003.
Registered Agent/Office:	The Corporation Company

California

Qualified Date:	02/08/2001
Comments:	Name changed on 1/15/2003
Registered Agent/Office:	C T Corporation System

Colorado

Qualified Date:	10/26/1995
Comments:	Name changed from Williams Communications, LLC on 01/14/2003.
Registered Agent/Office:	The Corporation Company

Connecticut

Qualified Date:	01/08/2001
Comments:	Name changed from Williams Communications, LLC DBA Vyvx, LLC on 01/14/2003.
Registered Agent/Office:	C T Corporation System

District of Columbia

Qualified Date:	01/08/2001
Comments:	Name changed from Williams Communications, LLC on 01/14/2003.
Registered Agent/Office:	C T Corporation System

Florida

Qualified Date:	01/08/2001
Comments:	Name changed from Williams Communications, LLC on 1/29/2003

Registered Agent/Office: C T Corporation System

Georgia

Qualified Date: 01/08/2001

Comments: Name changed from Williams Communications, LLC on 1/27/2003

Registered Agent/Office: C T Corporation System

Hawaii

Qualified Date: 01/09/2001

Comments: Name changed from Williams Communications, LLC on 2/3/2003

Registered Agent/Office: The Corporation Company, Inc.

Idaho

Qualified Date: 01/08/2001

Comments: Name changed from Williams Communications, LLC on 01/13/2003.

Registered Agent/Office: C T Corporation System

Illinois

Qualified Date: 01/08/2001

Comments Name changed from Williams Communications, LLC on 2/3/2003

Registered Agent/Office: C T Corporation System

Indiana

Qualified Date: 01/11/2001

Comments; Name changed from Williams Communications, LLC on 01/14/2003.

Registered Agent/Office: C T Corporation System

Iowa

Qualified Date: 01/08/2001

Comments: Name changed from Williams Communications, LLC on 01/15/2003.

Registered Agent/Office: C T Corporation System

Kansas

Qualified Date: 03/14/2001

Comments: Name changed from Williams Communications, LLC on 01/13/2003.

Registered Agent/Office: The Corporation Company, Inc.

Kentucky

Qualified Date: 01/08/2001

Comments: Name change from Williams Communications, LLC on 2/12/2003

Registered Agent/Office: C T Corporation System

Louisiana

Qualified Date:	11/30/1993
Comments:	Name changed from Williams Communications, LLC on 01/14/2003.
Registered Agent/Office:	C T Corporation System

Maine

Qualified Date:	01/10/2001
	Name changed from Williams Communications, LLC on 01/14/2003.
Registered Agent/Office:	C T Corporation System

Maryland

Qualified Date:	02/08/2001
Comments:	Name changed from Williams Communications, LLC on 01/14/2003.
Registered Agent/Office:	The Corporation Trust Incorporated

Massachusetts

Qualified Date:	02/14/2001
Comments:	Name changed from Williams Communications, LLC on 01/14/2003.
Registered Agent/Office:	C T Corporation System

Michigan

Qualified Date:	03/08/2001
Comments:	Name changed from Williams Communications, LLC DBA Vyvx, LLC on 1/14/2003.
Registered Agent/Office:	The Corporation Company

Minnesota

Qualified Date:	01/08/2001
Comments:	Name changed from Williams Communications, LLC on 01/14/2003.
Registered Agent/Office:	C T Corporation System Inc.

Mississippi

Qualified Date:	03/07/2001
Comments:	Name changed from Williams Communications, LLC on 01/14/2003.
Registered Agent/Office:	C T Corporation System

Missouri

Qualified Date:	03/02/2001
Comments:	Name changed from Williams Communications, LLC DBA Vyvx, LLC on 1/27/2003.
Registered Agent/Office:	C T Corporation System

Montana

Qualified Date:	02/21/2001
Comments:	Name changed from Williams Communications, LLC on 2/4/2003
Registered Agent/Office:	C T Corporation System

Nebraska

Qualified Date:	03/29/2001
Comments	Name changed from Williams Communications, LLC on 1/14/2003
Registered Agent/Office:	C T Corporation System

Nevada

Qualified Date:	02/01/2001
Comment	Name changed from Williams Communications, LLC on 1/14/2003
Registered Agent/Office:	The Corporation Trust Company of Nevada

New Hampshire

Qualified Date:	01/11/2001
Comments	Name changed from Williams Communications 2/4/2003
Registered Agent/Office:	C T Corporation System

New Jersey

Qualified Date:	02/14/2001
Comments	Name changed from Williams Communications on 1/14/2003
Registered Agent/Office:	The Corporation Trust Company

New Mexico

Qualified Date:	01/11/2001
Comments	Name changed from Williams Communications on 1/14/2003
Registered Agent/Office:	C T Corporation System

New York

Qualified Date:	02/15/2001
Comments	Name changed from Williams Communications on 1/17/2003
Registered Agent/Office:	CT Corporation System

North Carolina

Qualified Date:	01/08/2001
Comments	Name changed from Williams Communications on 1/15/2003
Registered Agent/Office:	C T Corporation System

North Dakota

Qualified Date:	01/09/2001

Comments	Name changed from Williams Communications on 2/20/2003
Registered Agent/Office:	C T Corporation System

Ohio

Qualified Date:	02/27/2001
Comments:	Name changed from Williams Communications, LLC DBA Vyvx, LLC 1/29/2003.
Registered Agent/Office:	C T Corporation System

Oklahoma

Qualified Date:	03/13/2001
Comments:	Name changed from Williams Communications, LLC on 1/14/2003
Registered Agent/Office:	The Corporation Company

Oregon

Qualified Date:	01/10/2001
Comments	Name changed from Williams Communications, LLC on 1/13/2003
Registered Agent/Office:	CT Corporation System

Pennsylvania

Qualified Date:	02/14/2001
Comments	Name changed from Williams Communications, LLC on 1/14/2003
Registered Agent/Office:	No agent req - CROP is also furnished

Rhode Island

Qualified Date:	03/08/2001
Comments:	Name changed from Williams Communications, LLC DBA Vyvx, LLC on 1/27/2003.
Registered Agent/Office:	CT Corporation System

South Carolina

Qualified Date:	01/08/2001
Comments	Name changed from Williams Communications, LLC on 1/14/2003
Registered Agent/Office:	C T Corporation System

South Dakota

Qualified Date:	01/10/2001
Comments	Name changed from Williams Communications, LLC on 1/14/2003
Registered Agent/Office:	CT Corporation System

Tennessee

Qualified Date:	03/21/2001
Comments:	Name changed from Williams Communications, LLC

	DBA Vyvx, LLC on 1/14/2003.
Registered Agent/Office:	C T Corporation System

Texas

Qualified Date:	01/17/2001
Comments	Name changed from Williams Communications, LLC on 1/14/2003
Registered Agent/Office:	CT Corporation System

Utah

Qualified Date:	03/08/2001
Comments	Name changed from Williams Communications, LLC on 1/14/2003
Registered Agent/Office:	CT Corporation System

Vermont

Qualified Date:	01/10/2001
Comments	Name changed from Williams Communications, LLC on 1/14/2003
Registered Agent/Office:	CT Corporation System

Virginia

Qualified Date:	01/08/2001
Comments	Name changed from Williams Communications, LLC on 1/16/2003
Registered Agent/Office:	Commonwealth Legal Services Corporation

Washington

Qualified Date:	04/09/2001
Comments:	Name changed from Williams Communications, LLC on 1/15/2003.
Registered Agent/Office:	CT Corporation System

West Virginia

Qualified Date:	04/12/2001
Comments:	Name changed from Williams Communications, LLC on 1/17/2003.
Registered Agent/Office:	C T Corporation System

Wisconsin

Qualified Date:	01/17/2001
Comments:	Name changed from Williams Communications, LLC DBA Vyvx, LLC on 1/14/2003.
Registered Agent/Office:	CT Corporation System

Wyoming

Qualified Date:	01/08/2001
Comments	Name changed from Williams Communications, LLC on 1/14/2003.

Registered Agent/Office: CT Corporation System