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Sprint

Edward Phillips
Attorney

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S.C. PUBLIC SERVICE COMMISSION
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UTILITIES DEPARTMENT

April 9, 2003

Mr. Gary E. Walsh, Executive Director
South Carolina Public Service Commission
Synergy Business Park
101 Executive Center Drive
Post Office Drawer 11649
Columbia, South Carolina 29210

RE: MASTER RESALE AGREEMENT BETWEEN UNITED TELEPHONE COMPANY OF THE CAROLINAS AND FLATEL, INC.

2001-349-C

Dear Mr. Walsh:

Pursuant to Section 252(e) of the Telecommunications Act of 1996, United Telephone Company of the Carolinas ("United") and FLATEL, Inc., hereby submit their Master Resale Agreement with an Effective Date of March 20, 2003, for approval by the South Carolina Public Service Commission.

Section 252(e) of the Act provides that the Commission shall approve or reject the Agreement within 90 days after its submission. The Act provides that the Commission may reject an Agreement if the Commission finds that the Agreement or any portion discriminates against a telecommunications carrier not party to the Agreement or that implementation of the Agreement or any portion would not be in the public interest. United and FLATEL, Inc. believe that neither of the foregoing conditions exist with respect to the Agreement they have negotiated. Accordingly, United and FLATEL, Inc., respectfully request that the Commission approve this Agreement.

Under cover of this letter, a copy of the Agreement is being served upon FLATEL, Inc. and upon the Consumer Advocate.

United Telephone Company of the Carolinas is represented by Mr. Scott Elliott, Elliott & Elliott, P.A., 721 Olive Street, Columbia, South Carolina 29205 (803-771-0555) in this matter. Please contact either Mr. Elliott or me if there are any questions.

Sincerely yours,

H. Edward Phillips

H. Edward Phillips, III

HEP:cwm

Enclosures

Copy: Mr. Abby Matari, CEO/Corporate Development
FLATEL, Inc.
2300 Palm Beach Lakes Boulevard
Suite 210
West Palm Beach, Florida 33409

Mr. Elliott F. Elam, Jr., Staff Attorney
South Carolina Department of Consumer Affairs
2801 Devine Street
Post Office Box 5757
Columbia, South Carolina 29250-5757

Mr. Scott Elliott, Attorney at Law
Elliott & Elliott, P.A.
721 Olive Street
Columbia, South Carolina 29205

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Copy: Mr. Martin H. Bocock, Jr., Director Governmental Affairs SC
Sprint/United Telephone Company of the Carolinas
1122 Lady Street, Suite 1050
Columbia, South Carolina 29201

Ms. Cheryl Sweitzer, Manager Regulatory Affairs SC
Sprint Mid-Atlantic Telecom
14111 Capital Boulevard
Wake Forest, North Carolina 27587-5900

Carrier Markets
Sprint Mid-Atlantic Telecom
14111 Capital Boulevard
Wake Forest, North Carolina 27587-5900

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MASTER RESALE AGREEMENT
FOR THE STATE OF SOUTH CAROLINA

March 20, 2003

FLATEL, Inc.

and

United Telephone Company of the Carolinas

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