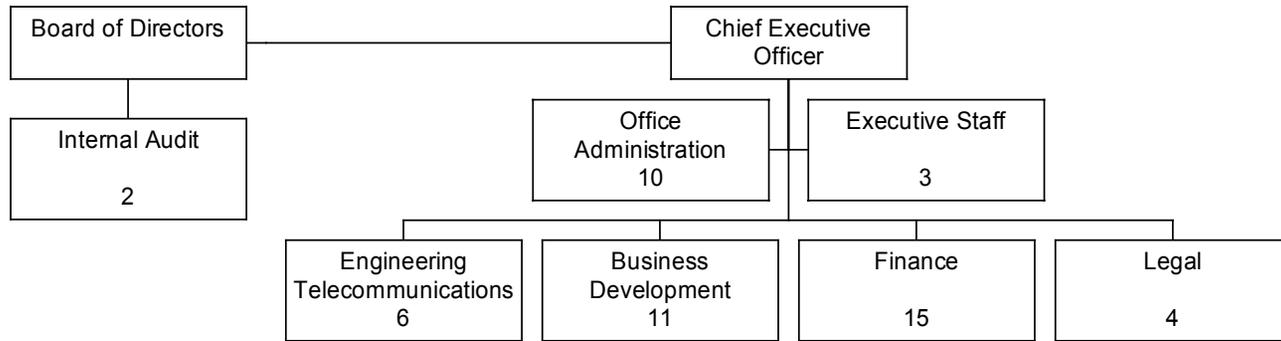


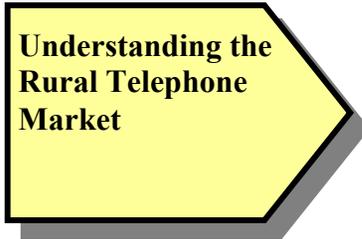
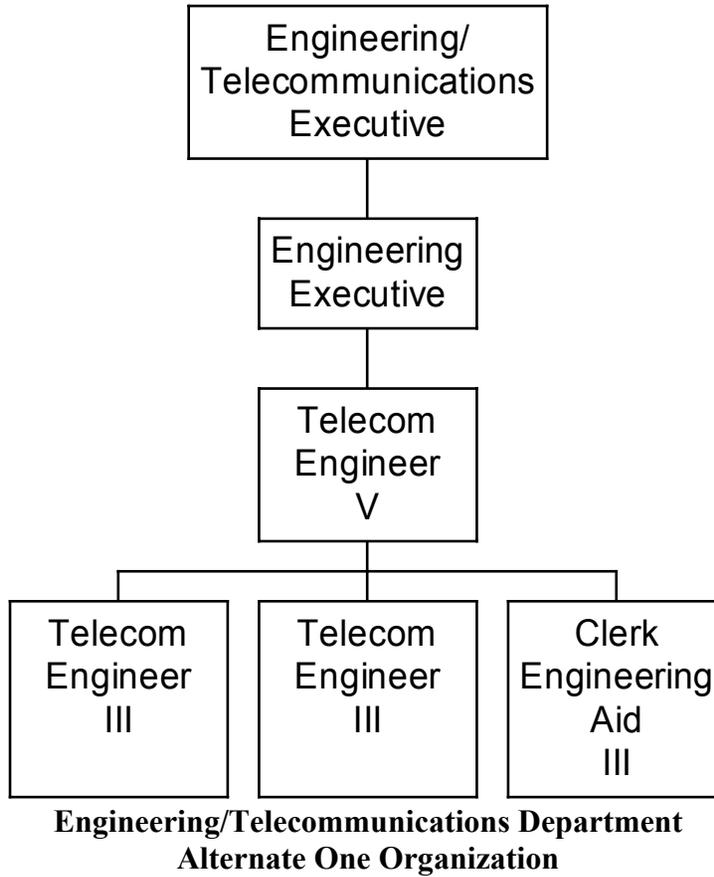
Appendix B
Organization Charts
Alternates One & Two - To Lower Levels of Authority
& Financial Worksheets to Estimate Salaries

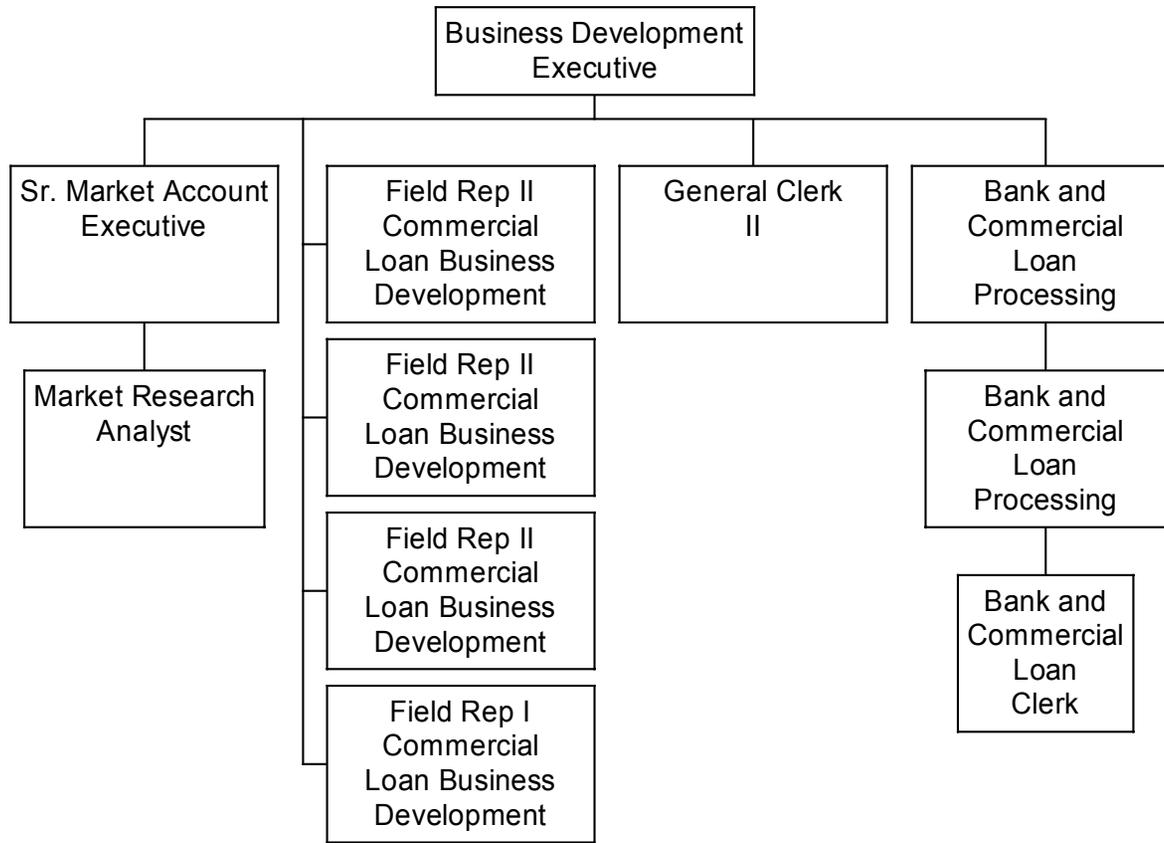


**Top Management Team
Alternate One Organization**

RTB Primary Value Adding Activities

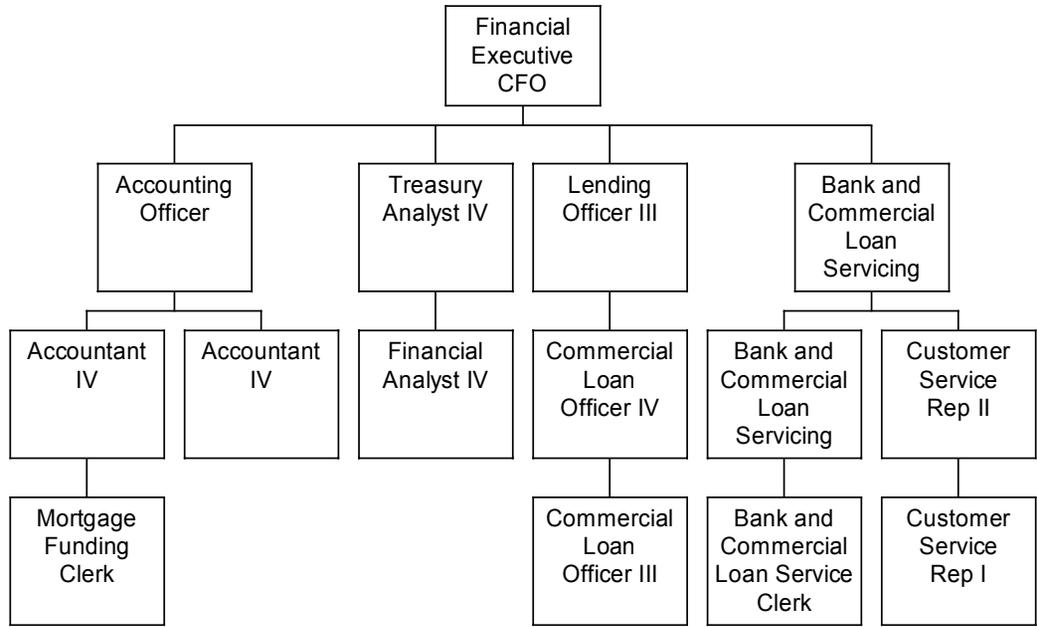






**Business Development Department
Alternate One Organization**



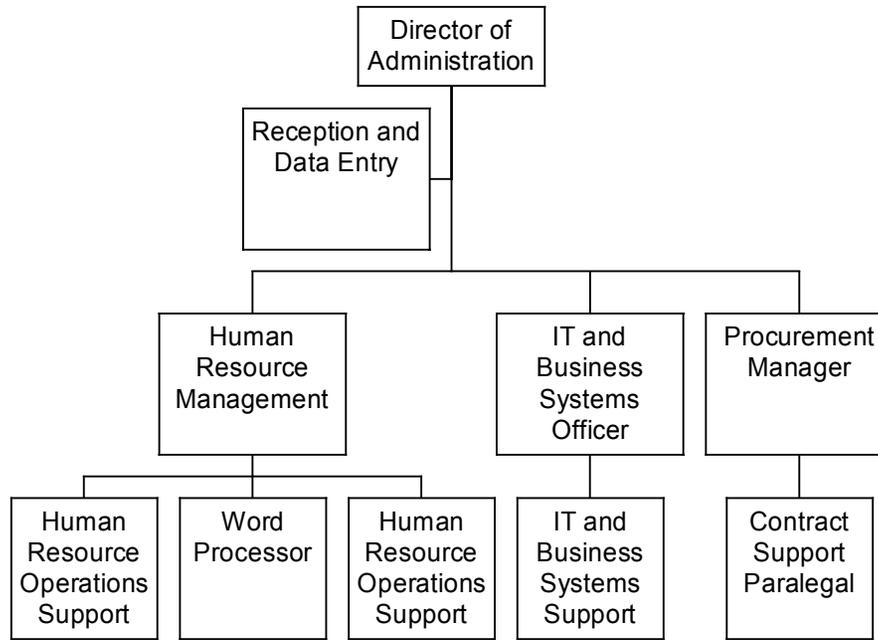


**Financial Department
Alternate One Organization**

- Outsourced Bank Ledger Accounting
- Auditor Interface
- Payroll Services & Reporting
- Asset Liability Management System

**Sources of Capital & Financing,
Asset Liability Mgt.,
Loan Approvals &
Customer Servicing**

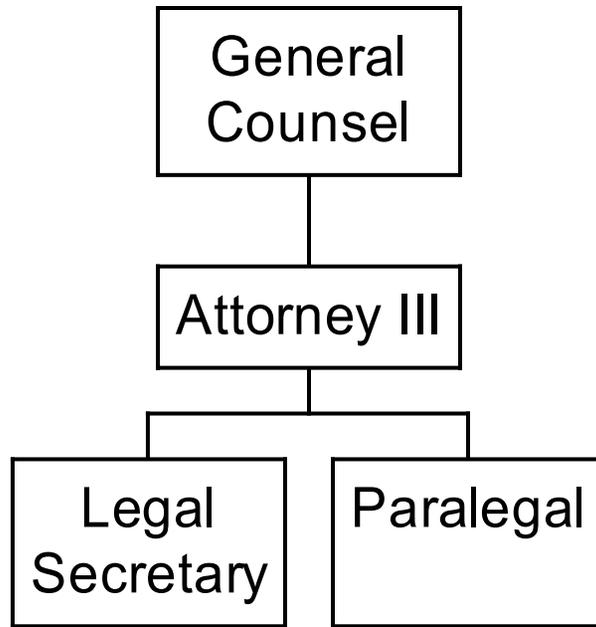
- Outsourced Loan Processing & Accounting
- Tax Reporting



**Office Administration Department
Alternate One Organization**

- Outsource Insurance & Benefit Plans
- Outsource Executive Search & Employment Agencies

- Outsource LAN/WAN
- Outsource or Lease Computers
- Lease Telecommunications Equipment



**Legal Department
Alternate One Organization**

- Tax Reporting
- Collateral Services
- Settlement Services
- Focused Law Expertise

**Legal Documentation,
Collateral &
Procurement**

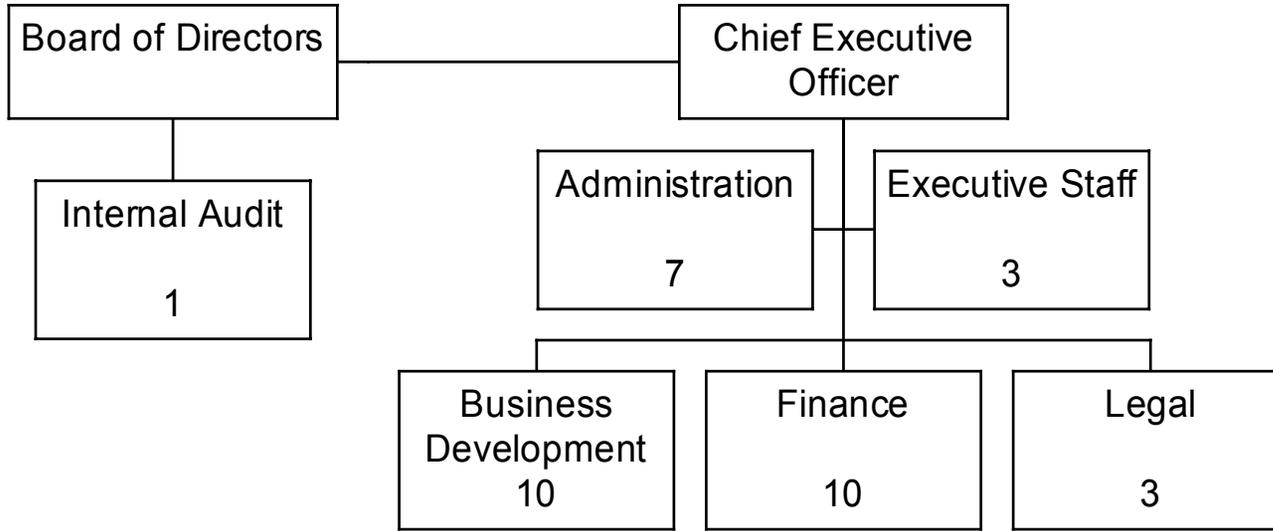
Rural Telephone Bank

Selected scope:

Industry(s): Financial Services
Size: Revenues - \$50M - \$200M
Geography: Region - East Coast
Source: Salary.com Market Analysis
 Effective date: August 01, 2002 Currency: US Dollars (000's)

ALTERNATE ONE

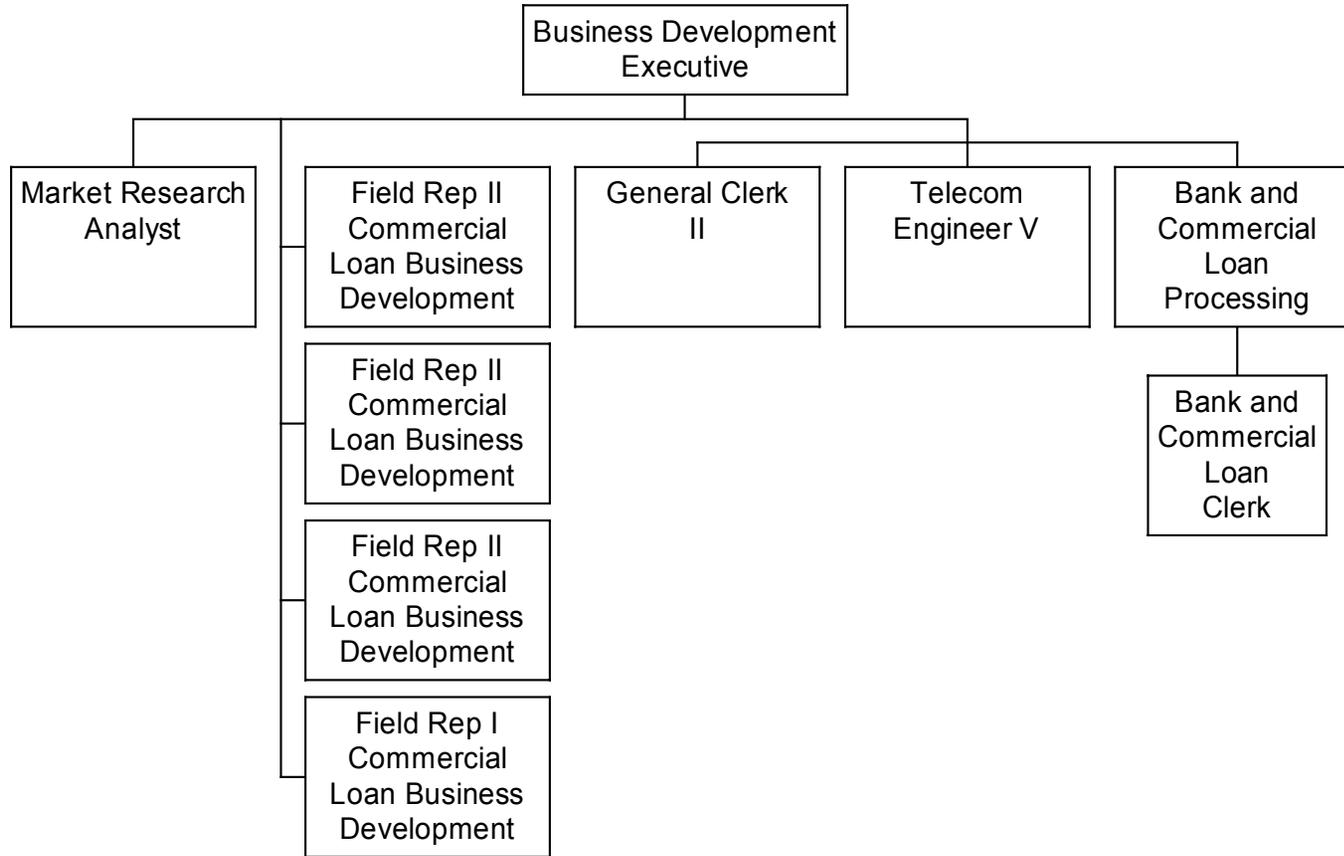
Job Title	Job Code	Top Team	Telcom Team	Business Development Team	CFO Team	Legal Team	Administration Team	Total
1 Account Executive, Sr	SM15000201			\$107.40				
2 Accountant Senior					\$126.00			
3 Accountant IV	FA06000528				\$63.00			
4 Accountant IV	FA06000528				\$63.00			
5 Accountant IV - Internal Audit	FA06000528	\$63.00						
6 Accountant IV - Internal Audit	FA06000528	\$63.00						
7 Attorney III	LE11000003					\$123.70		
8 Banking & Commercial Loan Processing	FA06000490			\$27.30				
9 Banking & Commercial Loan Processing	FA06000497			\$30.00				
10 Banking & Commercial Loan Processing	FA06000497			\$30.00				
11 Banking & Commercial Loan Servicing	FA06000490				\$27.30			
12 Banking & Commercial Loan Servicing	FA06000497				\$30.00			
13 Banking & Commercial Loan Servicing/	FA06000497				\$30.00			
14 Business Development Officer (Select	FA06000498			\$73.50				
15 Business Systems Officer (Banking)	FA06000500						\$66.00	
16 Business Systems Officer (Banking)	FA06000500						\$66.00	
17 Chief Executive Officer	EX05000001	\$479.30						
18 Chief Financial Officer	FA06000031	\$261.60						
19 Commercial Loan Business Development	FA06000339			\$88.70				
20 Commercial Loan Business Development	FA06000339			\$88.70				
21 Commercial Loan Business Development	FA06000339			\$88.70				
22 Commercial Loan Officer III	FA06000342				\$89.10			
23 Commercial Loan Officer IV	FA06000343				\$118.70			
24 Customer Service Representative I	SM15000005				\$26.30			
25 Customer Service Representative II	SM15000006				\$30.50			
26 Data Entry Clerk II	OF13000023						\$25.10	
27 Engineering Aide III	SCI6000055		\$42.80					
28 Financial Analyst IV	FA06000483				\$69.10			
29 General Clerk II	OF13000011			\$25.30				
30 Human Resource Management							\$126.00	
31 HR Operations Support							\$33.20	
32 HR Operations Support							\$33.20	
33 Legal Secretary	LE11000005					\$33.20		
34 Legal Secretary	LE11000005	\$33.20						
35 Lending Officer III	FA06000410				\$145.70			
36 Market Research Analyst IV	SM15000231			\$76.50				
37 Mortgage Loan Funding Clerk, Sr.	FA06000476				\$34.40			
38 Paralegal	LE11000004					\$42.20		
39 Procurement Mgr.							\$73.50	
40 Procurement - Contract Support	LE11000004						\$42.20	
41 Shareholder Relations Administrator	LE11000010	\$61.90						
42 Telecommunications Engineer III	EN04100060		\$69.00					
43 Telecommunications Engineer III	EN04100060		\$69.00					
44 Telecommunications Engineer V	EN04100080		\$88.30					
45 Top Administrative Executive	EX05000022	\$229.40						
46 Top Business Development Executive	EX05000004	\$211.10						
47 Top Engineering Executive	EN04100030		\$163.90					
48 Top Legal Executive	EX05000026	\$225.10						
49 Top Telecommunications Executive	EX05000056	\$134.10						
50 Treasury Analyst IV	FA06000527	\$74.00						
51 Treasury Analyst IV	FA06000527				\$74.00			
52 Wordprocessing Operator	OF13000005						\$27.30	
Grand Totals		\$1,836	\$433	\$636	\$927	\$199	\$483	\$9,047
Officers		(\$1,061)	\$134	\$211	\$262	\$225	\$229	\$0
Total		\$774	\$667	\$847	\$1,189	\$424	\$722	\$4,524
Total escalated 4 years at 3% - used in model	\$4,944	\$846	\$620	\$926	\$1,299	\$464	\$789	\$4,944



**Top Management Team
Alternate Two Organization**

RTB Primary Value Adding Activities

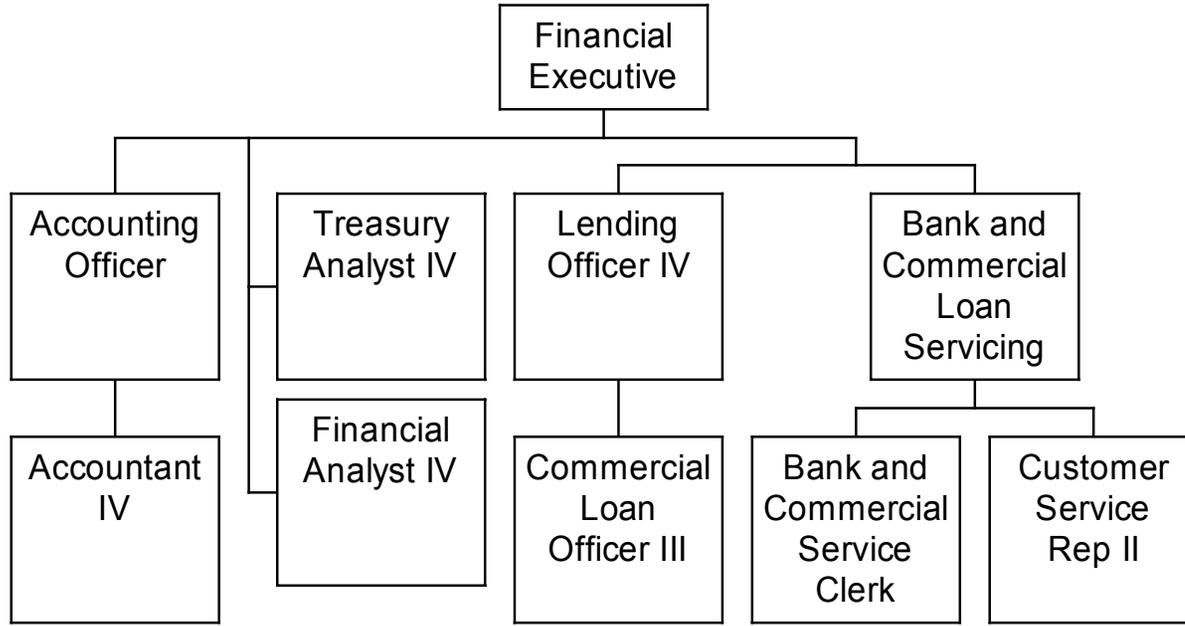




**Business Development Department
Alternate Two Organization**

**Understanding the
Rural Telephone
Market**

**Product/Business
Development, Loan
Origination &
Application
Processing**

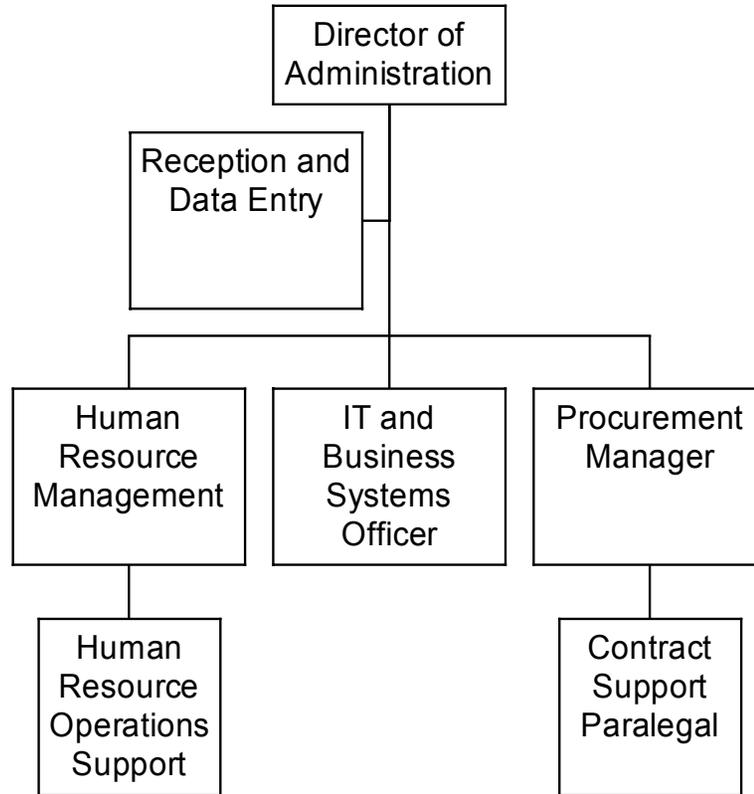


**Financial Department
Alternate Two Organization**

- Outsourced Bank Ledger Accounting
- Auditor Interface
- Payroll Services & Reporting
- Asset Liability Management System

**Sources of Capital & Financing,
Asset Liability Mgt.,
Loan Approvals &
Customer Servicing**

- Outsourced Loan Processing & Accounting
- Tax Reporting

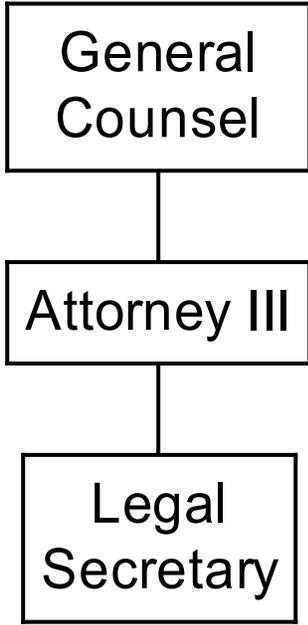


**Office Administration Department
Alternate Two Organization**

- Outsource Insurance & Benefit Plans
- Outsource Executive Search & Employment Agencies

- Outsource LAN/WAN
- Outsource or Lease Computers
- Lease Telecommunications Equipment

**Infrastructure and
Human Resource
Management**



**Legal Department
Alternate Two Organization**

- Tax Reporting
- Collateral Services
- Settlement Services
- Focused Law Expertise

**Legal Documentation,
Collateral &
Procurement**

Rural Telephone Bank

Selected scope:

Industry(s): Financial Services
Size: Revenues - \$50M - \$200M
Geography: Region - East Coast

Source: Salary.com Market Analysis

Effective date: August 01, 2002 Currency: US Dollars (000's)

Alternate Two

Job Title	Job Code	Top Team	Telcom Team	Business Development Team	CFO Team	Legal Team	Administration Team	Total
1 Accountant Senior					\$126.00			
2 Accountant IV	FA06000528				\$63.00			
3 Accountant IV - Internal Audit	FA06000528	\$63.00						
4 Attorney III	LE11000003					\$123.70		
5 Banking & Commercial Loan Processing	FA06000490			\$27.30				
6 Banking & Commercial Loan Processing	FA06000497			\$30.00				
7 Banking & Commercial Loan Servicing Clerk	FA06000490				\$27.30			
8 Banking & Commercial Loan Servicing Clerk	FA06000497				\$30.00			
9 Business Development Officer (Select	FA06000498			\$73.50				
10 Business Systems Officer (Banking)	FA06000500						\$66.00	
11 Chief Executive Officer	EX05000001	\$479.30						
12 Chief Financial Officer	FA06000031	\$261.60						
13 Commercial Loan Business Development	FA06000339			\$88.70				
14 Commercial Loan Business Development	FA06000339			\$88.70				
15 Commercial Loan Business Development	FA06000339			\$88.70				
16 Commercial Loan Officer III	FA06000342				\$89.10			
17 Customer Service Representative II	SM15000006				\$30.50			
18 Data Entry Clerk II	OF13000023						\$25.10	
19 Financial Analyst IV	FA06000483				\$69.10			
20 General Clerk II	OF13000011			\$25.30				
21 Top Administrator - Human Resource Management		\$126.00						
22 HR Operations Manager 2/5X							\$83.00	
23 HR Operations Support							\$33.20	
24 Legal Secretary	LE11000005					\$33.20		
25 Legal Secretary	LE11000005	\$33.20						
26 Lending Officer III	FA06000410				\$145.70			
27 Market Research Analyst IV	SM15000231			\$76.50				
28 Procurement Mgr.							\$73.50	
29 Procurement - Contract Support	LE11000004						\$42.20	
30 Shareholder Relations Administrator	LE11000010	\$61.90						
31 Telecommunications Engineer V	EN04100080				\$88.30			
32 Top Business Development Executive	EX05000004	\$211.10						
33 Top Legal Executive	EX05000026	\$225.10						
34 Treasury Analyst IV	FA06000527	\$74.00						
35 Treasury Analyst IV	FA06000527				\$74.00			
Grand Totals		\$1,535	\$0	\$499	\$743	\$157	\$323	\$3,257
Officers		(\$824)		\$211	\$262	\$225	\$126	\$0
Total		\$711	\$0	\$710	\$1,005	\$382	\$449	\$3,257
Total escalated 4 years at 3% -- used in model		\$777	\$0	\$776	\$1,098	\$417	\$491	\$3,559

January 30, 2003