

ORIGINAL NEW APPLICATION



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RECEIVED

ARIZONA CORPORATION COMMISSION

Application and Petition for Certificate of Convenience and Necessity to Provide Intrastate Telecommunications Services

AZ CORP COMMISSION

DOCUMENT CONTROL

(Please Stamp Here)

Mail original plus 13 copies of completed application to:

Docket Control Center
Arizona Corporation Commission
1200 West Washington Street
Phoenix, Arizona 85007-2927

T-04257A-04-0335

Arizona Corporation Commission

DOCKETED

MAY 03 2004

Please indicate if you have current applications pending in Arizona as an Interexchange reseller, AOS provider, or as the provider of other telecommunication services.

DOCKETED BY []

Type of Service: _____

Docket No.: _____ Date: _____ Date Docketed: _____

Type of Service: _____

Docket No.: _____ Date: _____ Date Docketed: _____

A. COMPANY AND TELECOMMUNICATION SERVICE INFORMATION

(A-1) Please indicate the type of telecommunications services that you want to provide in Arizona and answer the appropriate numbered items:

- Resold Long Distance Telecommunications Services (Answer Sections A, B).
- Resold Local Exchange Telecommunications Services (Answer Sections A, B, C).
- Facilities-Based Long Distance Telecommunications Services (Answer Sections A, B, D).
- Facilities-Based Local Exchange Telecommunications Services (Answer Sections A, B, C, D, E)
- Alternative Operator Services Telecommunications Services (Answer Sections A, B)
- Other _____ (Please attach complete description)

(A-2) The name, address, telephone number (including area code), facsimile number (including area code), e-mail address, and World Wide Web address (if one is available for consumer access) of the Applicant:

The J. Richard Company, LLC (480) 659-4778
4607 E. Molly LN fax (602) 493-6913
Cave Creek AZ 85331 www.livewirephone.com

(A-3) The d/b/a ("Doing Business As") name if the Applicant is doing business under a name different from that listed in Item (A-2): *Live Wire Phone Company*

(A-4) The name, address, telephone number (including area code), facsimile number (including area code), and E-mail address of the Applicant's Management Contact:

Donna Beaver (480) 659-4778
4607 E. Molly LN (602) 493-6913 fax
Cave Creek AZ 85331 dbeaver@livewirephone.com

(A-5) The name, address, telephone number (including area code), facsimile number (including area code), and E-mail address of the Applicant's Attorney and/or Consultant:

Law Offices of
Laird & Associates, P.C.
1300 E. Missouri, Suite C-101
Phoenix AZ 85014

(A-6) The name, address, telephone number (including area code), facsimile number (including area code), E-mail address of the Applicant's Complaint Contact Person:

Donna Beaver (480) 659-4778
4607 E. Molly LN (602) 493-6913 fax
Cave Creek AZ 85331 dbeaver@livewirephone.com

(A-7) What type of legal entity is the Applicant?

- Sole proprietorship
- Partnership: ___ Limited, ___ General, ___ Arizona, ___ Foreign
- Limited Liability Company: Arizona, ___ Foreign
- Corporation: ___ "S", ___ "C", ___ Non-profit
- Other, specify: _____

(A-8) Please include "Attachment A":

Attachment "A" must include the following information:

1. A copy of the Applicant's Certificate of Good Standing as a domestic or foreign corporation, LLC, or other entity in the State of Arizona.
2. A list of the names of all owners, partners, limited liability company managers (or if a member managed LLC, all members), or corporation officers and directors (specify).
3. Indicate percentages of ownership of each person listed in A-8.2.

(A-9) Include your Tariff as "Attachment B".

Your Tariff must include the following information:

1. Proposed Rates and Charges for each service offered (reference by Tariff page number).
2. Tariff Maximum Rate and Prices to be charged (reference by Tariff page number).
3. Terms and Conditions Applicable to provision of Service (reference by Tariff page number).
4. Deposits, Advances, and/or Prepayments Applicable to provision of Service (reference by Tariff page number).
5. The proposed fee that will be charged for returned checks (reference by Tariff page number).

(A-10) Indicate the geographic market to be served:

- Statewide. (Applicant adopts statewide map of Arizona provided with this application).
- Other. Describe and provide a detailed map depicting the area.

(A-11) Indicate if the Applicant or any of its officers, directors, partners, or managers has been or are currently involved in any formal or informal complaint proceedings pending before any state or federal regulatory commission, administrative agency, or law enforcement agency. *NONE*

Describe in detail any such involvement. Please make sure you provide the following information:

1. States in which the Applicant has been or is involved in proceedings.
2. Detailed explanations of the Substance of the Complaints.
3. Commission Orders that resolved any and all Complaints.
4. Actions taken by the Applicant to remedy and/or prevent the Complaints from re-occurring.

(A-12) Indicate if the Applicant or any of its officers, directors, partners, or managers has been or are currently involved in any civil or criminal investigation, or had judgments entered in any civil matter, judgments levied by any administrative or regulatory agency, or been convicted of any criminal acts within the last ten (10) years. *NONE*

Describe in detail any such judgments or convictions. Please make sure you provide the following information:

1. States involved in the judgments and/or convictions.
2. Reasons for the investigation and/or judgment.
3. Copy of the Court order, if applicable.

(A-13) Indicate if the Applicant's customers will be able to access alternative toll service providers or resellers via 1+101XXXX access.

- Yes No

(A-14) Is applicant willing to post a Performance Bond? Please check appropriate box(s).

For Long Distance Resellers, a \$10,000 bond will be recommended for those resellers who collect advances, prepayments or deposits.

Yes

No

If "No", continue to question (A-15).

For Local Exchange Resellers, a \$25,000 bond will be recommended.

Yes

No

If "No", continue to question (A-15).

For Facilities-Based Providers of Long Distance, a \$100,000 bond will be recommended.

Yes

No

If "No", continue to question (A-15).

For Facilities-Based Providers of Local Exchange, a \$100,000 bond will be recommended.

Yes

No

If "No", continue to question (A-15).

Note: Amounts are cumulative if the Applicant is applying for more than one type of service.

(A-15) If No to any of the above, provide the following information. Clarify and explain the Applicant's deposit policy (reference by tariff page number). Provide a detailed explanation of why the applicant's superior financial position limits any risk to Arizona consumers. *N/A*

(A-16) Submit copies of affidavits of publication that the Applicant has, as required, published legal notice of the Application in all counties where the applicant is requesting authority to provide service.

Note: For Resellers, the Applicant must complete and submit an Affidavit of Publication Form as Attachment "C" before Staff prepares and issues its report. Refer to the Commission's website for Legal Notice Material (Newspaper Information, Sample Legal Notice and Affidavit of Publication). For Facilities-Based Service Providers, the Hearing Division will advise the Applicant of the date of the hearing and the publication of legal notice. Do not publish legal notice or file affidavits of publication until your are advised to do so by the Hearing Division.

(A-17) Indicate if the Applicant is a switchless reseller of the type of telecommunications services that the Applicant will or intends to resell in the State of Arizona:

Yes

No

If "Yes", provide the name of the company or companies whose telecommunications services the Applicant resells. *Quest*

(A-18) List the States in which the Applicant has had an application approved or denied to offer telecommunications services similar to those that the Applicant will or intends to offer in the State of Arizona:

NONE

Note: If the Applicant is currently approved to provide telecommunications services that the Applicant intends to provide in Arizona in less than six states, excluding Arizona, list the Public Utility Commission ("PUC") of each state that granted the authorization. For each PUC listed provide the name of the contact person, their phone number, mailing address including zip code, and e-mail address.

(A-19) List the States in which the Applicant currently offers telecommunications services similar to those that the Applicant will or intends to offer in the State of Arizona. *NONE*

Note: If the Applicant currently provides telecommunication services that the Applicant intends to provide in Arizona in six or more states, excluding Arizona, list the states. If the Applicant does not currently provide telecommunications services that the Applicant intends to provide in Arizona in five or less states, list the key personnel employed by the Applicant. Indicate each employee's name, title, position, description of their work experience, and years of service in the telecommunications services industry.

(A-20) List the names and addresses of any alternative providers of the service that are also affiliates of the telecommunications company, as defined in R14-2-801.

NONE

B. FINANCIAL INFORMATION

(B-1) Indicate if the Applicant has financial statements for the two (2) most recent years.

Yes

No

If "No," explain why and give the date on which the Applicant began operations.

New company. Plan to begin operations 9/04

(B-2) Include "Attachment D".

Provide the Applicant's financial information for the two (2) most recent years.

1. A copy of the Applicant's balance sheet.
2. A copy of the Applicant's income statement.

3. A copy of the Applicant's audit report.
4. A copy of the Applicant's retained earnings balance.
5. A copy of all related notes to the financial statements and information.

Note: Make sure "most recent years" includes current calendar year or current year reporting period.

(B-3) Indicate if the Applicant will rely on the financial resources of its Parent Company, if applicable.

*Live Wire Phone Company will rely upon
the financial resources of The J. Richard
Company.*

(B-4) The Applicant must provide the following information.

1. Provide the projected total revenue expected to be generated by the provision of telecommunications services to Arizona customers for the first twelve months following certification, adjusted to reflect the maximum rates for which the Applicant requested approval. Adjusted revenues may be calculated as the number of units sold times the maximum charge per unit.
2. Provide the operating expenses expected to be incurred during the first twelve months of providing telecommunications services to Arizona customers following certification.
3. Provide the net book value (original cost less accumulated depreciation) of all Arizona jurisdictional assets expected to be used in the provision of telecommunications service to Arizona customers at the end of the first twelve months of operation. Assets are not limited to plant and equipment. Items such as office equipment and office supplies should be included in this list.
4. If the projected value of all assets is zero, please specifically state this in your response.
5. If the projected fair value of the assets is different than the projected net book value, also provide the corresponding projected fair value amounts.

C. RESOLD AND/OR FACILITIES-BASED LOCAL EXCHANGE TELECOMMUNICATIONS SERVICES

(C-1) Indicate if the Applicant has a resale agreement in operation,

Yes

NO

If "Yes", please reference the resale agreement by Commission Docket Number or Commission Decision Number.

D. FACILITIES-BASED LONG DISTANCE AND/OR FACILITIES BASED LOCAL EXCHANGE TELECOMMUNICATIONS SERVICES

(D-1) Indicate if the Applicant is currently selling facilities-based long distance telecommunications services AND/OR facilities-based local exchange telecommunications services in the State of Arizona. This item applies to an Applicant requesting a geographic expansion of their CC&N:

Yes

If "Yes," provide the following information:

1. The date or approximate date that the Applicant began selling facilities-based long distance telecommunications services AND/OR facilities-based local exchange telecommunications services for the State of Arizona.
2. Identify the types of facilities-based long distance telecommunications services AND/OR facilities-based local exchange telecommunications services that the Applicant sells in the State of Arizona.

If "No," indicate the date when the Applicant will begin to sell facilities-based long distance telecommunications AND/OR facilities-based local exchange telecommunications services in the State of Arizona:

(D-2) Check here if you wish to adopt as your petition a statement that the service has already been classified as competitive by Commission Decision:

- Decision # 64178 Resold Long Distance
- Decision # 64178 Resold LEC
- Decision # 64178 Facilities Based Long Distance
- Decision # 64178 Facilities Based LEC

E. FACILITIES-BASED LOCAL EXCHANGE TELECOMMUNICATIONS SERVICES

(E-1) Indicate whether the Applicant will abide by the quality of service standards that were approved by the Commission in Commission Decision Number 59421:

- Yes No

(E-2) Indicate whether the Applicant will provide all customers with 911 and E911 service, where available, and will coordinate with incumbent local exchange carriers ("ILECs") and emergency service providers to provide this service:

- Yes No

(E-3) Indicate that the Applicant's switch is "fully equal access capable" (i.e., would provide equal access to facilities-based long distance companies) pursuant to A.A.C. R14-2-1111 (A):

- Yes No

I certify that if the applicant is an Arizona corporation, a current copy of the Articles of Incorporation is on file with the Arizona Corporation Commission and the applicant holds a Certificate of Good Standing from the Commission. If the company is a foreign corporation or partnership, I certify that the company has authority to transact business in Arizona. I certify that all appropriate city, county, and/or State agency approvals have been obtained. Upon signing of this application, I attest that I have read the Commission's rules and regulations relating to the regulations of telecommunications services (A.A.C. Title 14, Chapter 2, Article 11) and that the company will abide by Arizona state law including the Arizona Corporation Commission Rules. I agree that the Commission's rules apply in the event there is a conflict between those rules and the company's tariff, unless otherwise ordered by the Commission. I certify that to the best of my knowledge the information provided in this Application and Petition is true and correct.



(Signature of Authorized Representative)

5-3-04

(Date)

James R. BEAVER

(Print Name of Authorized Representative)

EXECUTIVE VICE PRESIDENT

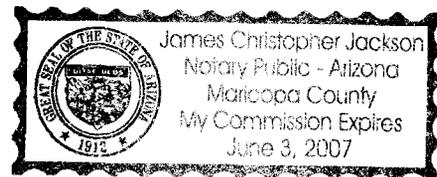
(Title)

SUBSCRIBED AND SWORN to before me this 3 day of May, 2004



NOTARY PUBLIC

My Commission Expires June 3, 2007



NEWSPAPER INFORMATION

You may contact John Fearing, Executive Director of the Arizona Newspaper Association, at (602) 261-7655 for information on the newspapers, which publish in each county and for a rate quote.

The Arizona Republic is the only newspaper, which is considered to have a statewide distribution.

The Arizona Business Gazette is only sufficient for Maricopa County.

THE ARIZONA REPUBLIC

NOTICE OF APPLICATION FOR A CERTIFICATE OF CONVENIENCE AND COMPETITIVE INTRASTATE TELECOMMUNICATIONS SERVICES RESELLER BY GLOBAL CREST COMMUNICATION, INC.

GLOBAL CREST COMMUNICATION, INC. (Applicant) has filed with the Arizona Corporation Commission (Commission) an application for a Certificate of Convenience and Competitiveness (Certificate) to provide competitive intrastate telecommunications services to a large distance (local) in the State of Arizona. Applicant will be reviewed by the Commission to provide the services under the rules and charges and terms and conditions established by the Commission.

A.R.S. 4-40-221 provides that the Commission may act on an application for a Certificate to provide resale telecommunications services without a hearing or with a hearing if one is requested by any party. Applicant or any other party must request a hearing within twenty-one (21) days from publication of this notice, or the Commission will rule on the application without a hearing.

The application report of the Commission's Public Utilities Division staff, and any written exceptions to the Staff Report prepared by the staff, are available for inspection during regular business hours at the offices of the Commission located at 1200 West Washington Street, Phoenix, Arizona 85007, and at GLOBAL CREST COMMUNICATIONS, INC., 11250 Biscayne Blvd., North Miami, FL 33181.

Under appropriate circumstances, interested parties may intervene in the proceedings and participate as a party. Intervention shall be in accordance with A.A.C. 4-40-110. Except that all motions to intervene must be filed within twenty-one (21) days from the date of publication of this notice. You may have the right to intervene in the proceedings, or you may make a statement for the record, if you have any comments, mail them to:

The Arizona Corporation Commission Attention: Docket Control COMMUNICATIONS, INC. 1-10021A-01-01, 1200 West Washington Street, Phoenix, Arizona 85007

All comments should be received within twenty-one (21) days from the date of publication of this notice.

If you have any questions about this application or have any objections to its approval, you may contact the Consumer Services Section of the Commission at 1200 West Washington Street, Phoenix, Arizona 85007 or call 1-800-222-7044.

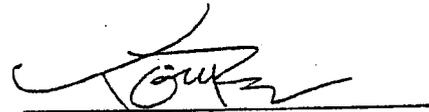
The Commission does not discriminate on the basis of disability in admission to its public facilities. Persons with a disability may request reasonable accommodations such as a sign language interpreter, as well as request this document in an alternate format, by contacting Shelly Hood, ADA Coordinator, voice phone number 602/727-7044. E-Mail: shhood@cc.state.az.us. Requests should be made as early as possible to allow time to arrange the accommodation. 01509- July 3, 2001

STATE OF ARIZONA }
COUNTY OF MARICOPA } SS.

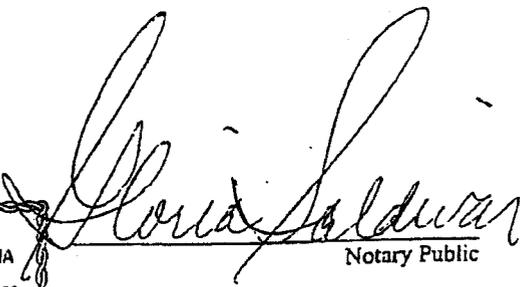
TOM BIANCO, being first duly sworn, upon oath deposes and says: That he is the legal advertising manager of the Arizona Business Gazette, a newspaper of general circulation in the county of Maricopa, State of Arizona, published at Phoenix, Arizona, by Phoenix Newspapers Inc., which also publishes The Arizona Republic, and that the copy hereto attached is a true copy of the advertisement published in the said paper on the dates as indicated.

The Arizona Republic

July 3, 2001



Sworn to before me this
11TH day of
July A.D. 2001


Notary Public

The J. Richard Company, dba Live Wire Phone Company

"Attachment A"

1. Certificate of Good Standing
2. Articles of Organization
3. Percentage of Ownership

STATE OF ARIZONA



Office of the
CORPORATION COMMISSION

CERTIFICATE OF GOOD STANDING

To all to whom these presents shall come, greeting:

I, Brian C. McNeil, Executive Secretary of the Arizona Corporation Commission, do hereby certify that

*****THE J RICHARD COMPANY, LLC*****

a domestic limited liability company organized under the laws of the State of Arizona, did organize on the 10th day of March 2004.

I further certify that according to the records of the Arizona Corporation Commission, as of the date set forth hereunder, the said limited liability company is not administratively dissolved for failure to comply with the provisions of A.R.S. section 29-601 et seq., the Arizona Limited Liability Company Act; and that the said limited liability company has not filed Articles of Termination as of the date of this certificate.

This certificate relates only to the legal existence of the above named entity as of the date issued. This certificate is not to be construed as an endorsement, recommendation, or notice of approval of the entity's condition or business activities and practices.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed the official seal of the Arizona Corporation Commission. Done at Phoenix, the Capital, this 9th Day of April, 2004, A. D.



Brian C. McNeil
Executive Secretary

By *Melissa C. Stephens*

ARTICLES OF ORGANIZATION OF
THE J. RICHARD COMPANY, LLC
DBA LIVE WIRE PHONE COMPANY
An Arizona Limited Liability Company

RECEIVED
MAR 10 2004
ARIZONA CORP. COMMISSION
CORPORATIONS DIVISION

1. **Name.** The name of the "Company" is: **The J. Richard Company, LLC dba Live Wire Phone Company.**
2. **Purpose.** This Company is formed for the purpose of providing residential and/or business phone services for a profit as a "Competitive Local Exchange Carrier" ("CLEC") in Maricopa County, Arizona, and elsewhere, and may engage in any activities related to this purpose, or for any other lawful purpose, being taxed under applicable general partnership taxation rules and providing full protection of the Members' personal assets. The Company shall be operated in a manner consistent with its treatment as a "partnership" for federal and state income tax purposes of Section 303 of the Federal Bankruptcy Code. These are the overriding purposes of the Company; any act by a Member contrary to these purposes is void ab initio.
3. **Registered Office.** The address of the registered office of the Company is: c/o Richard H. Jones, 5319 E. Hartford Ave., Scottsdale, Arizona 85254.
4. **Statutory Agent's Name and Address.** The name and address of the statutory agent for service of process is: Richard H. Jones, 5319 E. Hartford Ave., Scottsdale, Arizona 85254.
5. **Members.** The Company's Members who own 20% or more of the capital or profits and their addresses are listed below. There are or will be two or more Members at the formation of the Company.
6. **Date of Dissolution.** The Company shall have a perpetual existence.
7. **Management.** Management of the Company is vested in the Members of the Company.
8. **Certificate of Authority.** A Certificate signed by the agent for service of process of the Company identifying the Members, as applicable, of the Company or certifying their authority may be relied upon as correct and legally binding by persons dealing with the Company and shall bind the Company for all purposes including, but not limited to, a title insurer issuing title insurance for real or personal property conveyances or a lender granting or extending credit to the Company.

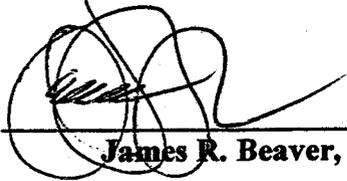
EXECUTED to be effective as of this 20th day of February 2004.

Members owning 20% or more:

**Richard H. Jones
5319 E. Hartford Ave.
Scottsdale, Arizona 85254**

**James R. Beaver
4607 E. Molly Lane
Cave Creek, Arizona 85331**

DATED: February 20, 2004



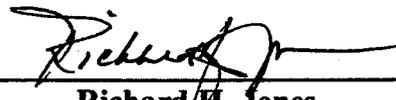
James R. Beaver, Member



Richard H. Jones, Member

Acceptance By Statutory Agent

I hereby accept appointment as statutory agent for service of process for the Company at the address listed above.



Richard H. Jones

The J. Richard Company, dba Live Wire Phone Company

Ownership Percentages

1. James R Beaver : Member : 50%
2. Richard H Jones : Member : 50%

The J. Richard Company, dba Live Wire Phone Company

"Attachment B"

1. **Tariff**

END-USER SERVICES TARIFF

ARIZONA

END-USER SERVICES TARIFF

OF

**The J. Richard Company, LLC
dba Live Wire Phone Company**

The J. Richard Company, LLC, dba Live Wire Phone Company, operates as a competitive telecommunications company in the State of Arizona. This tariff contains the descriptions, regulations and rates applicable to the furnishing of end-user services and facilities by The J. Richard Company, LLC, dba Live Wire Phone Company ("the Company") within the State of Arizona. This tariff is on file with the Arizona Corporation Commission. Copies may be inspected during normal business hours at the Company's principal place of business at 4607 E. Molly Lane, Cave Creek, Arizona 85331-6692.

Issued: April 26, 2004

Effective:

By:

Richard H. Jones, President
P.O. Box 4607
Cave Creek, AZ 85331-6692

END-USER SERVICES TARIFF

CHECK SHEET

Sheets of this tariff are effective as of the date shown at the bottom of the respective sheet(s). Original and revised sheets are named below and comprise all changes from the original tariff and are currently in effect as of the date on the bottom of this sheet.

<u>SHEET</u>		<u>REVISION</u>	<u>SHEET</u>		<u>REVISION</u>
1	*	Original	17	*	Original
2	*	Original	18	*	Original
3	*	Original	19	*	Original
4	*	Original	20	*	Original
5	*	Original	21	*	Original
6	*	Original	22	*	Original
7	*	Original	23	*	Original
8	*	Original	24	*	Original
9	*	Original			
10	*	Original			
11	*	Original			
12	*	Original			
13	*	Original			
14	*	Original			
15	*	Original			
16	*	Original			

*Indicates sheet included with this filing.

Issued: April 26, 2004

Effective:

By:

Richard H. Jones, President
P.O. Box 4607
Cave Creek, AZ 85331-6692

END-USER SERVICES TARIFF

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Issued: April 26, 2004

Effective:

By:

Richard H. Jones, President
P.O. Box 4607
Cave Creek, AZ 85331-6692

END-USER SERVICES TARIFF

SYMBOLS

The following are the only symbols used for the purposes indicated below:

- C Changed regulation.
- D Delete or discontinue.
- I Change resulting in an increase to a customer's bill.
- M Moved from another tariff location.
- N New.
- R Change resulting in a reduction to a customer's bill.
- T Change in text or regulation but no change in rate or charge.

Issued: April 26, 2004

Effective:

By:

Richard H. Jones, President
P.O. Box 4607
Cave Creek, AZ 85331-6692

END-USER SERVICES TARIFF

TARIFF FORMAT

- A. Sheet Numbering – Sheet numbers appear in the upper right corner of the sheet. Sheets are numbered sequentially. However, new sheets are occasionally added to the tariff. When a new sheet is added between sheets already in effect, a decimal is added. For example, a new sheet added between sheets 14 and 15 would be 14.1.
- B. Sheet Revision Numbers – Revision numbers also appear in the upper right corner of each sheet. These numbers are used to determine the most current sheet version on file with the Commission. For example, the 4th revised sheet 14 cancels the 3rd revised Sheet 14. Because of various suspension periods, deferrals, etc., the Commission follows in their tariff approval process, the most current sheet number on file with the Commission is not always the tariff sheet in effect. Consult the Check Sheet for the sheet currently in effect.
- C. Paragraph Numbering Sequence – There are nine (9) levels of paragraph coding. Each level of coding is subservient to its next higher level:
- 2.
 - 2.1.
 - 2.1.A
 - 2.1.A.(1).
 - 2.1.A.(1).a.
 - 2.1.A.(1).a.I.
 - 2.1.A.(1).a.I.(A).
 - 2.1.A.(1).a.I.(A).i
 - 2.1.A.(1).a.I.(A).i.(a).
- D. Check Sheets – When a tariff filing is made with the Commission, an updated check sheet accompanies the tariff filing. The check sheet lists the sheet contained in the tariff, with a cross reference to the current revision number. When new sheets are added, the check sheet is changed to reflect the revision. All revisions made in a given filing are designated by an asterisk (*). The tariff user should refer to the latest check sheet to find out if a particular sheet is the most current on file with the Commission.

Issued: April 26, 2004

Effective:

By:

Richard H. Jones, President
P.O. Box 4607
Cave Creek, AZ 85331-6692

END-USER SERVICES TARIFF

1.0 DEFINITIONS

Billed Party: The person or entity responsible for payment of the Company's service. The Billed Party is the Customer in whose name service is registered with the Company.

Called Station: The terminating point of a call.

Calling Station: The originating point of a call.

Carrier: The facilities-based telecommunications provider whose services are being resold to the Customer by the Company.

Commission: The Corporation Commission of Arizona

Company: The J. Richard Company, LLC, dba Live Wire Phone Company, its subsidiaries, and/or authorized agents offering service through brand names and/or sales marks as set forth by this tariff.

Customer: The person who orders or uses service and is responsible for payment of charges and compliance with tariff regulations.

Deaveraged Unbundled Network Element (UNE) Zones. Deaveraged Unbundled Network Element (UNE) Zones have been established to reflect different geographic cost-based rates within the state for certain UNEs.

Telecommunications: The transmission of voice communications or, subject to the transmission capabilities of the service, the transmission of data, facsimile, signaling, or any other form of intelligence.

User: A Customer, or any person or entity that makes use of services provided to a Customer under this Tariff.

Issued: April 26, 2004

Effective:

By:

Richard H. Jones, President
P.O. Box 4607
Cave Creek, AZ 85331-6692

END-USER SERVICES TARIFF

2.0 RULES AND REGULATIONS

2.1 Application of Tariff

- 2.1.1 This tariff contains the rates applicable to local exchange resale telecommunications services offered by the Company for service using various sales marks and/or brand names within the State of Arizona. Service is furnished subject to transmission, atmospheric and like conditions.
- 2.1.2 The telecommunications services of the Company are not part of a joint undertaking with any other entity providing telecommunications channels, facilities, or services. However, services under this tariff are conditioned upon the continued availability of the various services provided to the Company by its underlying carriers.
- 2.1.3 The rates and regulations contained in this tariff apply only to services provided through Company's contracted Carrier, and do not apply, unless otherwise specified, to the lines, facilities, or services provided by any other local exchange telephone company or other common carrier for use in accessing the services of the Company.

2.2 Undertaking of the Company

- 2.2.1 The Company undertakes to provide telecommunications services to Customers for their lawful and direct transmission and reception of voice, data, and other types of communications in accordance with the terms and conditions set forth in this tariff.
- 2.2.2 All service is subject to the availability of necessary and suitable facilities and to the provisions of this tariff. The company or its designee may act as the Customer's agent for ordering access connection facilities provided by other carriers or entities, when authorized by the Customer, to allow connection of a Customer's location to a service provided by the Company. The Customer shall be responsible for all charges due for such service arrangement, and shall pay for such service arrangement in advance.
- 2.2.3 The Company's services are provided on a monthly basis unless otherwise provided, and are available twenty-four (24) hours per day, seven (7) days per week.

Issued: April 26, 2004

Effective:

By:

Richard H. Jones, President
P.O. Box 4607
Cave Creek, AZ 85331-6692

END-USER SERVICES TARIFF

2.0 RULES AND REGULATIONS (cont'd)

2.2 Undertaking of the company (cont'd)

- 2.2.4 The Company shall not be responsible for any construction, installation, operation or maintenance of any Customer-provided communications equipment. Where such equipment is connected to service furnished pursuant to this tariff, the responsibility of the Company shall be limited to furnishing of services under this tariff and to the maintenance and operation of such services in the proper manner.
- 2.2.5 The Company assumes no liability with respect to the construction, operation, or maintenance of Customer-provided station equipment at the Customer's premises, excepting such liability directly due to negligence of Company's employees or agents..
- 2.2.6 The Carrier may, upon notification of the Customer, at a reasonable time, make such tests and inspections as may be necessary to determine that the requirements of this tariff are being complied with in the installation, operation, and maintenance of Customer-provided equipment and in the wiring of the connection of Customer channels to Carrier-owned facilities. The Carrier may temporarily suspend services, without liability to Company or Carrier, while making such tests and inspections, and thereafter until any violations of such requirements are corrected.
- 2.2.7 The Company may take such action as necessary to protect its operations, personnel, and services, and will promptly notify the Customer by mail in writing of the need for protective action. In the event that the Customer fails to advise the Company within ten (10) days after such notice is received that corrective action has been taken, the Company may take whatever additional action is deemed necessary, including the suspension of service, to protect its operations, personnel, and services from harm.

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By:

Richard H. Jones, President
P.O. Box 4607
Cave Creek, AZ 85331-6692

END-USER SERVICES TARIFF

2.0 RULES AND REGULATIONS (cont'd)

2.2 Undertaking of the Company (cont'd)

- 2.2.8 The Company does not undertake to transmit messages, but mediates the use of its Carriers' facilities when available, and will not be liable for errors in transmission or for failure to establish connections.
- 2.2.9 Prior written permission from the Company is required before any assignment or transfer. All regulations and conditions contained in this tariff shall apply to all such permitted assignees or transferees, as well as all conditions of service.
- 2.2.10 Company reserves the right to disconnect service without incurring liability when necessitated by conditions beyond the Company's control or when the Customer is using the service in violation of either the provisions of this tariff or the laws, rules, regulations, or policies of the jurisdiction of the Calling Station or the Called Station, or the laws of the United States including the rules, regulations, and policies of the Federal Communications Commission.

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END-USER SERVICES TARIFF

2.0 RULES AND REGULATIONS (cont'd)

2.3 Use

- 2.3.1 Services may be used for the lawful transmission of communications by the Customer consistent with the provisions of this tariff.
- 2.3.2. Service may not be used for any unlawful purpose. The use of the Company's services to make calls which might be reasonably be expected to frighten, abuse, torment, or harass another or in such a way as to unreasonably interfere with use by others is prohibited.
- 2.3.3 The use of the Company's services without payment for service, as well as any attempt to avoid payment for service by fraudulent means, devices, or schemes, false or invalid numbers, or false calling or credit cards, or other fraudulent means, is prohibited.
- 2.3.4 The Company's services are available for use twenty-four (24) hours per day, seven (7) days per week.
- 2.3.5 Provided that they have obtained any and all required regulatory approvals, Customers of service provided under this tariff may authorize or permit others to use these services, and may resell or share such services subject to the regulations contained in this tariff upon written consent of Company. The Customer remains responsible to the Company for payment of all charges for services used by others pursuant to this paragraph, with or without the Customer's knowledge, and is responsible for notifying the Company immediately of any unauthorized use of services.

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END-USER SERVICES TARIFF

2.0 RULES AND REGULATIONS (cont'd)

2.4 Liability of the Company

- 2.4.1 The Company shall not be liable for any failure of performance hereunder due to causes beyond its control, including but not limited to: acts of God, fires, flood or other catastrophes; any law, order, regulation, directive, action, or request of the United States Government or any other government, including state and local governments having jurisdiction over the Company, or of any department, agency, commission, bureau, corporation, or other instrumentality of any one or more of said governments or of any civil or military authority; national emergencies; insurrections; riots; wars; or labor difficulties.
- 2.4.2. The Company shall not be liable for any act or omission of any other entity furnishing to the Customer facilities, equipment, or services used with the Company's services. The Company shall not be liable for any damages or losses due to the failure of Customer-provided equipment, facilities, or services. Company is not liable for any act or omission of any other company or companies furnishing a portion of the service. No agents or employees of connecting, concurring, or other participating carriers or companies shall be deemed to be agents or employees of the Company without written authorization.
- 2.4.3 Company shall not be liable for and Customer shall indemnify and hold Company harmless from any and all losses, claims, demands, suits, or other action or liability whatsoever, whether suffered, made, instituted, or asserted by the Customer or by any other party or persons, for any personal injury to, or death of, any person or persons, and for any loss, damage, defacement, or destruction of the premises of the Customer or any other property, whether owned by the Customer or by others, caused or claimed to have been caused directly or indirectly by the installation, operation, failure to operate, maintenance, removal, presence, condition, location, or use of equipment, wiring, or services provided by Company or Carrier where such installation, operation, failure to operate, maintenance, condition, location, or use is not the direct result of Company's negligence.

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END-USER SERVICES TARIFF

2.0 RULES AND REGULATIONS (cont'd)

2.4.4 The liability of the Company for mistakes, omissions, interruptions, delays, errors, or defects in transmission shall not exceed an amount equivalent to the proportionate monthly recurring charge to the Customer for the period of service during which such events occur. No credit shall be allowed for an interruption of a continuous duration of less than two (2) hours. For purposes of determining service credits, a month shall be deemed to have seven hundred twenty (720) hours. Any credits will be set off against charges billed during the next month.

2.5 Limitations

2.5.1 In addition to and not in limitation of all other provisions in this paragraph 2.5 with respect to Customer indemnification of the Company, the Company shall be indemnified and held harmless by the Customer against:

- (1) Claims for libel, slander, infringement of copyright or unauthorized use of any trademark, trade name, or service mark arising out of the material, data, information, or other content transmitted via Company's services.
- (2) Claims for patent infringement arising from combining or connecting Carrier's facilities with apparatus and systems of the Customer; and
- (3) All other claims arising out of any act or omission of the Customer in connection with any service provided by company.

2.5.2 The Company shall not be liable for damages or adjustment, refund, or cancellation of charges unless the Customer has notified the Company in writing, of any dispute concerning charges, or the basis of any claim for damages, within a reasonable period of time after the invoice is rendered or a debit is effected by the Company for the call giving rise to such dispute or claim. Any such notice must set forth sufficient facts to provide the Company with a reasonable basis upon which to evaluate the Customer's claim or demands. If notice of a dispute concerning the charges is not received, in writing, within a reasonable period of time after an invoice is rendered or a debit is effected, such invoice shall be deemed to be correct, accepted, and binding upon the Customer

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Richard H. Jones, President
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Cave Creek, AZ 85331-6692

END-USER SERVICES TARIFF

2.0 RULES AND REGULATIONS (cont'd)

2.6 Obligations of the customer

- 2.6.1 The Customer shall provide the personnel, power, and space required to operate all facilities and associated equipment installed on the premises of the Customer.
- 2.6.2 The Customer shall be responsible for providing Carrier personnel access to premises of the Customer at any reasonable hour for the purpose of testing the facilities or equipment of the Carrier.
- 2.6.3 The Customer will be liable for damages to the facilities of the Carrier caused by negligence or willful acts of any officers, employees, agents, or contractors of the Customer.
- 2.6.4 The Customer is responsible for pre-payment of all charges for services to be rendered by the Company. Customer may authorize others to use the services provided by the Company, but Customer remains responsible to the Company for payment of all charges for services used by others pursuant to this paragraph, with or without the Customer's knowledge. Customer is responsible for notifying the Company immediately of any unauthorized use or service.

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Effective:

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Richard H. Jones, President
P.O. Box 4607
Cave Creek, AZ 85331-6692

END-USER SERVICES TARIFF

2.0 RULES AND REGULATIONS (cont'd)

2.7 Interruption of Service

2.7.1 For the interruption of service which lasts more than two hours in continuous duration, and which is not due to Company's testing or adjusting, to the negligent or willful acts of the Customer, or to the failure of channels and/or equipment provided by the Customer, the Customer is eligible for a service credit. It shall be the obligation of the Customer to notify Company of any interruptions of service for which a credit allowance is desired. Before notifying Company of any service interruption, the Customer shall ascertain that the trouble is not being caused by any action or omission by the Customer, not within the Customer's control, and/or is not in the wiring or equipment, if any, furnished by the Customer and connected to the facilities of the Company. For purposes of calculating the service credit under this provision, every month shall be considered to have seven hundred twenty (720) hours, and the applicable credit shall be calculated according to the following formula:

$$\text{Credit} = A/720 \times B$$

A = outage time in hours

B = total monthly charge for affected facility

2.8 Restoration of Service

The use and restoration of service in emergencies shall be in accordance with Part 64, Subpart D of the Federal Communications Commission's Rules and Regulations, which specify the priority system for such activities.

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END-USER SERVICES TARIFF

2.0 RULES AND REGULATIONS (cont'd)

2.9 Payments and Billing

The Customer is responsible for the payment of all charges for services furnished by the Company. Service is provided on a monthly basis and billed in advance. The minimum service period is one month. Bills will be issued monthly.

Customer bills are generated 20 days in advance of their due date. Each residential customer will be billed for any usage and for the next month of service. A bill will become delinquent if it has not been paid at least 20 days after the billing date.

Bills are payable by cash, cashier's check, money order, or electronic funds transfer. All payments for residential postpaid service must be made through Bank Electronic Funds Transfer or ACH. The Company will debit the residential customer's bank account 10 days before the due date in order to allow the Company time to contact the customer in case of insufficient funds.

The Company may appoint an agent to provide billing and collection service. Prepaid service customer accounts can be serviced directly through agents where customers pay for their service with cash or money orders. No checks will be accepted.

Customer questions, complaints, and disputes regarding billing or service provided by the Company may be referred to the Company's customer service department in writing at P.O. Box 4607, Cave Creek, Arizona 85331-6692 or by telephone at (480) 659-4778.

The Company does not require deposits from Customers. Should this change the Company shall amend the appropriate tariff.

2.10 Cancellation by customer

The minimum service period after initiation of service is one calendar month. Customers may cancel by providing written or verbal notice during the last calendar month of service. The Customer shall remain liable for any charges incurred prior to the time that such cancellation becomes effective.

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END-USER SERVICES TARIFF

2.0 RULES AND REGULATIONS (cont'd)

2.11 Cancellation by the Company

Service may be discontinued or temporarily suspended by the Company, without notice to the customer, when the Company deems it necessary to take such action to prevent unlawful use of its service. The Company will restore service as soon as it can be provided without undue risk. Charges for reconnection of blocked or suspended service are included in Section 4 of this tariff.

Without incurring liability, the Company may discontinue the provision of service to a Customer or to a particular Customer location, or may withhold the provision of ordered or contracted services:

1. Upon five (5) days' written notice, for nonpayment of any regulated sum due the company; (Prior to actual disconnection, services may be extended by a payment of a service continuation fee, at which time the telephone number will be reserved for ten (10) days and service will be extended ten (10) days beyond the expiration of the prepaid period. The customer may elect to pay the continuation fee to avoid a reconnection fee, however the customer will be responsible to pay for all services provided during the service continuation period. The service continuation fee will not be deducted from the monthly recurring charge.)
2. For violation of any of the provisions of this tariff or any applicable service contract.
3. For violation of any law, rule, regulation, or policy of any governing authority having jurisdiction over the Company's services.
4. By reason of any order or decision of a court, public service commission, or federal regulatory body or other governing authority prohibiting the Company from furnishing its services; or
5. In the event that the Company's underlying Carrier(s) no longer provide the Company with services necessary for the Company to provide the services offered herein.

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END-USER SERVICES TARIFF

2.0 RULES AND REGULATIONS (cont'd)

2.12 Interconnection

2.12.1 Service furnished by Company may be interconnected with services or facilities of other authorized communications common carriers and with private systems, subject to the technical limitations established by Company or Carrier. Any special interface of equipment or facilities necessary to achieve computability between the facilities of Company and other participating carriers shall be provided at the Customer's expense.

2.12.2 Interconnection between the facilities or services of other carriers shall be under the applicable terms and conditions of the other carrier's tariffs. The Customer is responsible for taking all necessary legal steps for interconnecting Customer provided terminal equipment or communications equipment with Company's facilities. The Customer shall secure all licenses, permits, rights-of-way, and other such arrangements necessary for interconnection.

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END-USER SERVICES TARIFF

3.0 DESCRIPTION OF SERVICE

3.1 Services Offered

- 3.1.1 The Company offers local exchange inbound and outbound service to residential and business customers. Local Exchange Service provides an individual access line for the transmission of two-way switched voice or data communication within a local calling area. The individual access line is the connecting facility between a Customer's premise and a serving central office that provides Customer access to the switched network for placing and receiving calls. In those exchanges where a 9-1-1 Service is available, the Company will provide access to 9-1-1 Service to all the Company's subscribers.
- 3.1.2 A Basic Service Line provides customers with unlimited calling within the customer's local service area.
- 3.1.3 Prepaid High Density service is available to customers who live in Geographically Deaveraged UNE Zones 1 and 2. Prepaid Low Density service is available to customers who live in Geographically Deaveraged UNE Zone 3.

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END-USER SERVICES TARIFF

3.0 DESCRIPTION OF SERVICE (cont'd)

- 3.1.4 Postpaid service is available to creditworthy customers. Postpaid customers may be required to provide Social Security Numbers, a checking account number, or other credit information.
- 3.1.5 The Company will provide free blocking of 900, 976, and 700 or informational numbers to any customer.
- 3.1.6 Live Wire 12 feature package. The following feature package is available to customers in high-density areas who subscribe to a basic line. All services or features can be provided only where technically available and compatible with other features the customer may choose to order.
- Auto call back
 - Call forwarding
 - Call hold
 - Call waiting
 - Call waiting ID
 - Call waiting name and number
 - Anonymous call rejection
 - Hunting
 - Message waiting
 - Speed Calling
 - 3-Way calling
 - Time & Date

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END-USER SERVICES TARIFF

3.0 DESCRIPTION OF SERVICE (cont'd)

- 3.1.7 Unlimited long distance. Allows a customer to place an unlimited number of calls to anywhere in the Continental United States. The Customer is limited to 1800 minutes per month to any single telephone number within this calling area and 1000 minutes to any Independent Telephone Company. Per-minute charges will apply to usage over these limits.
- 3.1.8 Live Wire Residential Choice. The following feature package is available to residential customers in low-density areas who subscribe to a basic line. All services or features can be provided only where technically available and compatible with other features the customer may choose to order.
- Call Forwarding Variable
 - Caller ID Name and Number
 - Anonymous Call Rejection
 - Long Distance Alert
 - Call Waiting or Call Waiting ID
 - Three-Way Calling
 - Message Waiting Indication

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END-USER SERVICES TARIFF

3.0 DESCRIPTION OF SERVICE (cont'd)

3.1.9 Live Wire Business Choice. The following feature package is available to postpaid business customers in low-density areas who subscribe to a basic line. Live Wire Business Choice customers may choose five services/features from the following list. All services or features selected in the package can be provided only where technically available and compatible with other features the customer may choose to order.

- Anonymous Call Rejection
- Caller ID Deluxe
- Call Forwarding Busy Line
- Call Forwarding Busy Line/Don't Answer
- Call Forwarding Don't Answer
- Call Forwarding Variable
- Remote Access Call Forwarding
- Call Transfer
- Call Waiting
- Call Waiting ID
- Selective Call Waiting
- Long Distance Alert
- Custom Ringing
- Dial Lock
- Directory Assistance (6 calls above allowance)
- Easy Access
- Hunting
- Call Return
- Message Waiting Indication (Audible or Audible/Visual)
- Three-Way Calling
- Voice Mail

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END-USER SERVICES TARIFF

3.0 DESCRIPTION OF SERVICE (cont'd)

- 3.1.10 The Company offers various custom calling features that are currently available to the Company at the underlying carrier's switching facility where service is being offered. Custom Calling Services are optional service arrangements of central office features furnished to individual line customers.
- 3.1.11 Nonrecurring and Special Charges
 - 3.1.11.1 Activation Fee. Service connection charges are non-recurring charges that apply to ordering, installing or changing of local telephone service. One or more Service Connection Charges may apply to each customer order depending upon the work functions performed.
 - 3.1.11.2 Service Order Charge – Applied to receiving, recording and processing information necessary to execute a customer's request to connect, move or change telephone service.
 - 3.1.11.3 Restore Service Charge. Applies to restoral of service after suspension for nonpayment.
 - 3.1.11.4 New installation charge. This charge applies when central office work is required and/or when a customer establishes a new account.
 - 3.1.11.5 Number Change – Applied for each telephone number changed when requested by the customer.
 - 3.1.11.6 Prepaid Customer Service Charge – This is a monthly charge for providing a customer with service on a prepaid basis.
 - 3.1.11.7 Service Continuation Fee – This fee applies as described in Section 2 of this tariff.

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END-USER SERVICES TARIFF

3.0 DESCRIPTION OF SERVICE (cont'd)

- 3.1.12 Long Distance Calls. Long Distance calls may be placed using any Long Distance carrier providing a calling card or a toll-free access number. All long distance calls charged to a prepaid customer's account will be blocked.
- 3.1.13 Directory Assistance & Operator Services. All Directory Assistance & Operator Services will be blocked for prepaid service customers. If calls are inadvertently accessible the following charges will apply.
 - 3.1.13.1 Directory Assistance Call Completion. Directory Assistance Call Completion provides a Customer calling directory assistance with the option of having calls to the requested intrastate number completed. A charge applies to Directory Assistance Call Completion in addition to any normal directory assistance and/or local usage charge. Directory Assistance Call completion service is furnished only where facilities are available.
 - 3.1.13.2 Busy Line Verification. Provides operator assistance in determining if there is conversation in progress on a called station. The charge only applies if a conversation is detected.
 - 3.1.13.3 Busy Line Interrupt. Provides for operator interruption of a conversation in progress on a called station. A charge applies for each attempt to interrupt regardless of whether or not the called station releases the call. A Busy Line Verification must be made prior to a Busy line Interrupt and both surcharges will apply.
- 3.1.14 Directory Listings. For each Customer of Company-provided Exchange Service(s), the Company shall arrange for the listing of the customer's main billing telephone number in the director(ies) published by the dominant Local Exchange Carrier in the area at no additional charge. At a Customer's option, the Company will arrange listings for an additional charge.
- 3.1.15 Non-Published Service. This optional service provides for suppression of printed and recorded directory listings. A Customer's name and number do not appear in printed directories or Directory Assistance Bureau records.
- 3.1.16 Non-Listed Service. This optional service provides for suppression of printed directory listings only. Parties may still obtain the Customer's number by calling the Directory Assistance Bureau.

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END-USER SERVICES TARIFF

4.0 RATES AND CHARGES

4.1 Monthly Recurring Rates. All service features are subject to availability and compatibility between features. The Company may package features and use a different name for the service package, but the price will be the total of the services provided in the package.

Monthly Rates	Residential	Business
High Density Basic Service Line	\$17.95	\$17.95
Low Density Basic Service Line	\$17.95	\$39.95
Live Wire 12-Feature Package	N/C	N/C
Live Wire Residential Choice	\$16.95	N/A
Prepaid Customer Service Charge	\$15.00	\$15.00
Extra toll MOU beyond package limit	\$ 0.049	\$ 0.049
Unlimited residential long distance	\$30.00	N/A
Live Wire Business Choice	N/A	\$45.95
Additional Listing	\$ 1.95	\$ 1.95
Non-Listed/Non-Published Number (per number)	\$ 5.00	\$ 5.00
150 Minutes Long Distance	\$10.00	\$10.00
200 Minutes Long Distance	\$15.00	\$15.00
Deluxe Voice Mail	\$ 7.95	\$14.95

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END-USER SERVICES TARIFF

4.0 RATES AND CHARGES (cont'd)

4.2 Surcharges Per Call

Surcharge	Residential	Business
Local Directory Assistance	\$0.50	\$0.50
National Directory Assistance	\$1.25	\$1.25
Operator Assistance	\$1.00	\$1.00
Third Number Billing	\$1.83	\$1.83
Collect Calling	\$0.65	\$1.83
Person to Person	\$0.65	\$3.13
General Assistance	\$1.30	\$0.80
Busy Line Verification	\$0.80	\$2.00
Busy Line Interrupt	\$1.00	\$1.00

4.3 Trouble Determination Charge

A trouble determination charge will be assessed by a service call. Each customer will be charged a \$ 37.50 flat rate service call per visit (trouble visit).

4.4 Late Charges

Late fees in the amount of 5% shall be assessed for each monthly statement not paid in-full or 20 days from the billing date. No late fee will be charged on previously unpaid late fees.

4.5 Special Customer Arrangements (SCA)

For special situations, rates for specialized services will be determined on a Special Customer Arrangement and specified by contract between The Company and the Customer.

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END-USER SERVICES TARIFF

4.0 RATES AND CHARGES (cont'd)

4.6 Non-Recurring Charges: Residential & Business

Service	Residential	Business
New installation	\$25.00	\$25.00
Activation Fee	\$35.00	\$59.95
Service continuation Fee	\$10.00	\$10.00
Add Feature Package	\$10.00	\$10.00
Number Change	\$30.00	\$45.00
Restore Service	\$30.00	\$50.00

4.7 Promotions

The Company may, from time to time, engage in special promotional offerings or trial service offerings limited to certain dates, times, and/or locations in order to attract new Customers or increase usage by existing Customers. In such cases, the Company will notify the Commission in writing prior to initiating the promotion.

4.8 Taxes

All state and local taxes (e.g., gross receipts tax, sales tax, municipal utilities tax or other applicable taxes) are not included in listed rates. Taxes are also listed as separate line items in customer billing.

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Richard H. Jones, President
P.O. Box 4607
Cave Creek, AZ 85331-6692

The J. Richard Company, dba Live Wire Phone Company

"Attachment C"

1. Affidavit of Publication of Articles of Organization

Gila Bend Sun

FILE COPY

P O Drawer "Z" 480 Butterfield Trail
PHONE/FAX Gila Bend: 928-683-2393
PHONE/FAX Phoenix Area: 623-386-7495
e-mail gilasan@earthlink.net

Glen Birchfield

Joan Birchfield, in memory

Darah B. Mann

STATE OF ARIZONA
COUNTY OF MARICOPA

I, Glen Birchfield, am authorized by the publisher as agent to make this affidavit of publication. Under oath, I state that the following is true and correct.

The Gila Bend Sun is a newspaper which is published weekly, is of general circulation and is in compliance with the Arizona Revised Statutes Sections 10-140.34 & 39-201.A & B. The notice will be/has been published three consecutive time(s) in the newspaper listed above.

DATES OF PUBLICATION

April 8, 15 & 22, 2004

THE NAME OF THE CORPORATION

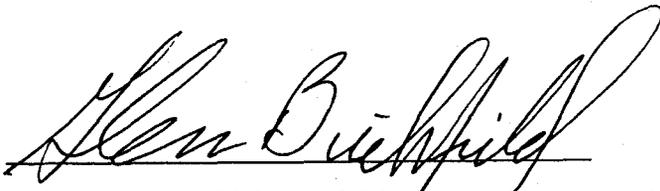
The J. Richard Company, LLC

CORPORATE FILE NUMBER

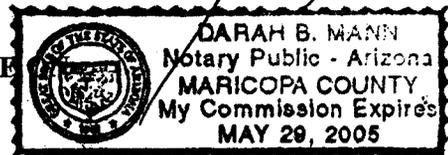
TYPE OF DOCUMENT

Articles of Organization

AUTHORIZED SIGNATURE



SUBSCRIBED AND SWORN TO BEFORE ME
April 21, 2004



NOTARY SIGNATURE



My Commission Expires: May 29, 2005

cc: Val Sharpnack

The J. Richard Company, dba Live Wire Phone Company

"Attachment D"

1. Audited Financial Statement
2. Revenue and Expense Projections
3. Schedule of Company Assets at Book Value

The J. Richard Company,

dba

Live Wire Phone Company

Audited Financial Statements

April 29, 2004

The J. Richard Company, dba Live Wire Phone Company

Audited Financial Statements
April 29, 2004

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Statement of Cash Flows	3
Notes to Financial Statements	4

Gregory R. Esgar, CPA

INDEPENDENT AUDITOR'S REPORT

To the Members of
The J. Richard Company, dba Live Wire Phone Company

We have audited the accompanying balance sheet of The J. Richard Company, dba Live Wire Phone Company, an Arizona Limited Liability Company as of April 29, 2004, and the related statement of retained earnings for the one month then ended. These financial statements are the responsibility of the Company's management. Our responsibility is to express an opinion on these financial statements based on our audit.

We conducted our audit in accordance with auditing standards generally accepted in the United States of America. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are free of material misstatement. An audit includes examining, on a test basis, evidence supporting the amounts and disclosures in the financial statements. An audit also includes assessing the accounting principles used and significant estimates made by management, as well as evaluating the overall financial statement presentation. We believe that our audit provides a reasonable basis for our opinion.

In our opinion, the financial statements referred to above present fairly, in all material respects, the financial position of The J. Richard Company, dba Live Wire Phone Company, as of April 29, 2004, and for the one month then ended in conformity with accounting principles generally accepted in the United States of America.

Gregory R. Esgar

April 30, 2004
Phoenix, Arizona

The J. Richard Company, dba Live Wire Phone Company

Statement of Financial Position

April 29, 2004

Assets

Cash	\$20,000.00
Start Up Costs	<u>3,500.00</u>
Total Assets	<u>\$23,500.00</u>

Liabilities and Equity

Equity	
Member's Capital	<u>\$23,500.00</u>
Total Liabilities and Equity	<u>\$23,500.00</u>

See accompanying notes to Financial Statements

The J. Richard Company, dba Live Wire Phone Company

Statement of Cash Flows

April 29, 2004

Cash Flow from investing activities

Member contributions \$20,000.00

Net cash provided by investing activities 20,000.00

Net change in cash and cash equivalents \$20,000.00

Cash and cash equivalents beginning of year -0-

Cash and cash equivalents, end of year \$20,000.00

See accompanying notes to Financial Statements

The J. Richard Company, dba Live Wire Phone Company

The following is the additional information as requested per B-4 of the Financial Information Section.

(B-4) 1 & 2. Schedule of projected revenue and operating expenses providing telecommunication services to Arizona customers for the first twelve months following certification (see Schedule A).

(B-4) 3. List of book values of all Arizona jurisdictional assets expected to be used in the provision of telecommunication service to Arizona customers at the end of the first twelve months of operation. (See Schedule B).

(B-4) 4. N/A

(B-4) 5. The fair value of the assets will be the same as book value.

The J. Richard Company
DBA Live Wire Phone Co.
12 Month Projections

	MO. 1	MO. 2	MO. 3	MO. 4	MO. 5	MO. 6	MO. 7	MO. 8	MO. 9	MO. 10	MO. 11	MO. 12	TOTALS	
Total New Accounts Added each month	36	72	90	90	95	95	98	98	100	100	110	115	115	
Assume 90% retention	36	104.4	187.2	288.2	354.2	439.7	528.2	616.4	706.6	796.6	896.6	1000.6	1000.6	
Gross Revenues:														
Basic program (@\$32.95)	\$ 1,186	\$ 3,440	\$ 6,168	\$ 8,837	\$ 11,671	\$ 14,488	\$ 17,404	\$ 20,310	\$ 23,282	\$ 26,248	\$ 29,543	\$ 32,970	\$ 195,548	
F.E.T. (\$6 per line)	\$ 216	\$ 626	\$ 1,123	\$ 1,609	\$ 2,125	\$ 2,638	\$ 3,169	\$ 3,698	\$ 4,240	\$ 4,780	\$ 5,380	\$ 6,004	\$ 35,608	
CAB fees (\$7 per line)	\$ -	\$ -	\$ -	\$ -	\$ 2,479	\$ 3,078	\$ 3,697	\$ 4,315	\$ 4,946	\$ 5,576	\$ 6,276	\$ 7,004	\$ 37,372	
Total Revenues	\$ 1,402	\$ 4,066	\$ 7,291	\$ 10,446	\$ 16,275	\$ 20,204	\$ 24,271	\$ 28,324	\$ 32,468	\$ 36,604	\$ 41,199	\$ 45,978	\$ 268,529	
Cost of Lines Sold:														
Quest cost per line (\$14)	\$ 504	\$ 1,462	\$ 2,621	\$ 3,755	\$ 4,959	\$ 6,156	\$ 7,395	\$ 8,630	\$ 9,892	\$ 11,152	\$ 12,552	\$ 14,008	\$ 83,086	
Usage fees (\$6 per line)	\$ 216	\$ 626	\$ 1,123	\$ 1,609	\$ 2,125	\$ 2,638	\$ 3,169	\$ 3,698	\$ 4,240	\$ 4,780	\$ 5,380	\$ 6,004	\$ 35,608	
CAB monthly cost	\$ -	\$ -	\$ -	\$ -	\$ 750	\$ 750	\$ 750	\$ 750	\$ 750	\$ 750	\$ 1,500	\$ 1,500	\$ 7,500	
Total Cost of Lines	\$ 720	\$ 2,088	\$ 3,744	\$ 5,364	\$ 7,834	\$ 9,544	\$ 11,314	\$ 13,078	\$ 14,882	\$ 16,682	\$ 19,432	\$ 21,512	\$ 126,194	
Gross Profit	\$ 682	\$ 1,978	\$ 3,547	\$ 5,082	\$ 8,441	\$ 10,660	\$ 12,957	\$ 15,246	\$ 17,586	\$ 19,922	\$ 21,767	\$ 24,466	\$ 142,335	
Operating Expenses:														
Selling Expenses:														
Less: Marketing cost	\$ 325	\$ 325	\$ 325	\$ 325	\$ 325	\$ 325	\$ 325	\$ 325	\$ 325	\$ 325	\$ 325	\$ 325	\$ 3,900	
Sales Commission	\$ 219	\$ 219	\$ 219	\$ 219	\$ 219	\$ 219	\$ 219	\$ 219	\$ 219	\$ 219	\$ 219	\$ 219	\$ 2,625	
Clerk Commission	\$ 180	\$ 360	\$ 450	\$ 450	\$ 475	\$ 475	\$ 490	\$ 490	\$ 500	\$ 500	\$ 550	\$ 575	\$ 5,750	
Agent Commission	\$ 180	\$ 522	\$ 936	\$ 1,341	\$ 1,771	\$ 2,199	\$ 2,641	\$ 3,082	\$ 3,533	\$ 3,983	\$ 4,483	\$ 5,003	\$ 5,003	
Total Selling Costs	\$ 904	\$ 1,426	\$ 1,930	\$ 2,335	\$ 2,790	\$ 3,217	\$ 3,675	\$ 4,116	\$ 4,577	\$ 5,027	\$ 5,577	\$ 6,122	\$ 12,103	
Payroll expense	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ 1,500	\$ 1,500	\$ 1,500	\$ 1,500	\$ 1,500	\$ 1,500	\$ 9,000	
Office expense	\$ 250	\$ 250	\$ 250	\$ 250	\$ 250	\$ 250	\$ 250	\$ 250	\$ 2,000	\$ 2,000	\$ 2,000	\$ 2,000	\$ 12,000	
Other general & administrative	\$ 500	\$ 500	\$ 500	\$ 500	\$ 500	\$ 500	\$ 500	\$ 500	\$ 500	\$ 500	\$ 500	\$ 500	\$ 4,500	
Total Operating Expenses	\$ 1,654	\$ 2,176	\$ 2,680	\$ 3,085	\$ 3,540	\$ 3,967	\$ 4,375	\$ 4,775	\$ 5,277	\$ 5,727	\$ 6,277	\$ 6,827	\$ 46,603	
Operating Profit/(Loss)	\$ (972)	\$ (197)	\$ 868	\$ 1,998	\$ 4,902	\$ 6,693	\$ 8,282	\$ 10,471	\$ 12,309	\$ 14,195	\$ 15,335	\$ 17,191	\$ 19,149	\$ 95,732

Book Value of Assets

<u>Assets</u>	<u>Book Value</u>
Computer Equipment	\$3,000.00
Office Furniture	1,000.00
Copier/Scanner/Fax Machine	<u>1,000.00</u>
Total Asset Value	<u>\$5,000.00</u>

SCHEDULE B

The J. Richard Company, dba Live Wire Phone Company

(1) Organization operations and summary of significant accounting policies

The J. Richard Company, dba Live Wire Phone Company, is an Arizona Limited Liability Company that was established in 2004. The purpose of the company is to provide residential and/or business phone services for a profit as a "Competitive Local Exchange Carrier" (CLEC) in Maricopa County, Arizona.

The significant accounting policies followed by the J. Richard Company dba Live Wire Phone Company are summarized below:

Financial statements – The financial statements follows the accrual basis of accounting.

Cash and cash equivalents – Cash includes cash and at times, cash equivalents, which consist of highly liquid financial instruments purchased with an original maturity of less than three months.

The J. Richard Company, dba Live Wire Phone Company

"Attachment E"

Key Management/Personnel Team

1. James R Beaver - Executive Vice President, Sales/Marketing. 20 Years of Director of Sales and Finance in the Auto Industry. 2 Years regional sales and consulting for Triarch Marketing, Inc. dba Triarch Communications (Louisiana CLEC). Arizona resident since 1980. B.S. Degree Graduate of Grand Canyon University.

2. Richard H Jones - President. Certified Public Accountant. 20 + years senior management experience as Chief Financial Officer/Chief Operating Officer for successful Arizona retail and manufacturing businesses. 2 years finance/administrative consultant for Triarch Communications. Arizona Resident since 1984. Big Five CPA Firm experience. BBA Degree Baylor University.

3. Donna L Beaver - Office Manager. Oversee accounting and office administration. Arizona resident since 1964. BS Graduate of Grand Canyon University.

4. Cynthia W Jones - IT Manager. Oversee network administration and assist in office/administrative duties. Arizona resident since 1960. BS Degree Baylor University, Master's Degree University of Texas at Dallas.