

EXTRA

FORM A



0000012463

DNA CORPORATION COMMISSION

Application and Petition for Certificate of Convenience and Necessity to Provide Competitive Intrastate Telecommunications Services as a Reseller

Mail original plus 10 copies of completed application to:

For Docket Control Only: (Place Stamp Here)

Docket Control Center
Arizona Corporation Commission
1200 W. Washington St.
Phoenix, AZ 85007

If you have current applications pending in Arizona for provision of reseller, AOS, or other telecommunication services, please identify:

Type of Service: \_\_\_\_\_
Docket No.: \_\_\_\_\_ Date: \_\_\_\_\_

Type of Service: \_\_\_\_\_
Docket No.: \_\_\_\_\_ Date: \_\_\_\_\_

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AZ CORP COMMISSION
Aug 6 3 44 PM '96
DOCUMENT CONTROL

Docket No. U-3232-96-428

Date Docketed \_\_\_\_\_

A. Company and Telecommunications Service Information

(A-1) The name, address, and telephone number of the applicant (company):

Transcommunications, Inc.
6025 Lee Highway, Suite 402
Chattanooga, TN 37421
Telephone: (423) 954-9961

(A-2) If doing business (dba) under a name other than the applicant (company) name listed above, specify:

Not applicable.

(A-3) The name, address, telephone number, and facsimile number of the management contact:

Christopher Giles
Executive Vice President
Transcommunications, Inc.
6025 Lee Highway, Suite 402
Chattanooga, TN 37421
Telephone: (423) 954-9961
Facsimile: (423) 954-9973

Application and Petition for Competitive Reseller CC&N

(A-4) The name, address, and telephone of the ~~attorney~~, if any, representing the applicant:

Gina M. Guiley  
Regulatory Consultant  
c/o Harbor Consulting Group Inc.  
P.O. Box 2461  
Gig Harbor, WA 98335  
Telephone: (206) 265-3910  
Facsimile: (206) 265-3912

(A-5) What type of legal entity is the applicant?

- Sole proprietorship
- Partnership: \_\_\_ limited, \_\_\_ general, \_\_\_ Arizona, \_\_\_ Foreign
- Limited liability company
- Corporation: \_\_\_ "S", \_\_\_ "C", \_\_\_ non-profit, \_\_\_ Arizona, <sup>XX</sup> Foreign
- Other, specify:

(A-6) Include "Attachment A." Attachment A must list names of all owners, partners, limited liability company managers, or corporation officers and directors (specify), and indicate percentages of ownership.

Please see attached.

- (A-7) 1. Is your company currently reselling telecommunication service in Arizona? If yes, provide the date or the approximate date that you began reselling service in Arizona. Applicant began reselling services in Arizona on or about October 10, 1995.
2. If the answer to 1. is "yes", identify the types of telecommunications services you resell; whether operator services are provided or resold and whether they are provided or resold to traffic aggregators (as defined in A.A.C. Rule R14-2-1001(3), a copy of which is attached); the number of customers in Arizona for each type of service; and the total number of intrastate minutes resold in the latest 12 month period for which data are available. Note: The Commission rules require that a separate CC&N, issued under Article 10, be obtained in order to provide operator services to traffic aggregators.

Applicant provides discretionary, switched access calling card services on a resold basis. Applicant does not provide alternative operator services.

Applicant currently has 12,276 calling card customers in Arizona. Its revenues for the latest 12 months are \$329,937

3. If the answer to 1. is "no", when does your company plan to begin reselling service in Arizona?

Application and Petition for Competitive Reseller CC&N

(A-8) Include "Attachment B." Attachment B, your proposed tariff, must include proposed rates and charges for each service to be provided, state the tariff (maximum) rate as well as the price to be charged, and state other terms and conditions, including deposits, that will apply to provision of the service(s) by your company.

Please see attached.

The Commission provides pricing flexibility by allowing competitive telecommunications service companies to price their services at levels equal to or below the tariff (maximum) rates. The prices to be charged by the company are filed with the Commission in the form of price lists. See the "Illustrative Tariff/Price List Example" attached. Note: Price list rate changes that result in rates that are lower than the tariff rate are effective upon concurrent notice to the Commission (See Rule R14-2-1109(B)(2)). See Rule R14-2-1110 for the procedures to make price list changes that result in rates that are higher than the tariff rate.

(A-9) The geographic market to be served is:

statewide.

other, describe and provide a map depicting the area.

(A-10) List the states in which you currently resell services similar to those you intend to resell in Arizona.

Applicant is currently authorized to resell those services described in Attachment E in the following states: Colorado, Florida, Iowa, Indiana, Maryland, Montana, New Jersey, North Carolina, Nevada, Ohio, Tennessee, Texas, Utah and Virginia.

(A-11) Provide the name, address, and telephone number of the company's complaint contact person.

Mr. Juan Carlos Lopez  
Transcommunications, Inc.  
6025 Lee Highway, Suite 402  
Chattanooga, TN 37421  
Telephone: (800) 831-2273

(A-12) Provide a list of states in which you have sought authority to resell telecommunications services and in which the state granted the authority with major changes and conditions or did not grant your application for those services. For each state listed, provide a copy of the commission's decision modifying or denying your application for authority to provide telecommunications services.

In no instance has any of Applicant's applications been denied or granted with major changes nor has Applicant received indication that any of its pending applications may be denied.

(A-13) Has the company been granted authority to provide or resell telecommunications services in any state where subsequently the authority was revoked? If "yes", provide copies of the state regulatory commission's decision revoking its authority.

In no instance has Applicant's operating authority been revoked.

*Application and Petition for Competitive Reseller CC&N*

(A-14) Has the company been or is the company currently involved in any formal complaint proceedings before any state or federal regulatory commission? If "yes", in which states is the company involved in proceedings and what is the substance of these complaints. Also, provide copies of commission orders that have resolved any of these complaints.

Applicant is not now nor has it been involved in any formal complaint proceeding before any state or federal regulatory commission.

(A-15) Has the applicant been involved in any civil or criminal investigations related to the delivery of telecommunications services within the last five years? If "yes", in which states has the applicant been involved in investigations and why is the applicant being investigated? Applicant has not been involved in any civil or criminal investigations related to the delivery of telecommunications services.

(A-16) Has the applicant had judgment entered against it in any civil matter or been convicted of criminal acts related to the delivery of telecommunications services within the last five years? If yes, list the states where judgment or conviction was entered and provide a copy of the court order. Applicant has not had judgement entered against it in any civil matter or been convicted of criminal acts related to the delivery of telecommunications services.

**B. Technical Information**

(B-1) If your company is a switchless reseller, provide the name of the company or companies whose services you resell and skip to question (B-2). If you are not a switchless reseller, complete the remainder of this section. Applicant resells the network services of Sprint and MCI.

Include "Attachment C." Attachment C should provide the following information: A diagram of the applicant's basic call network used to complete Arizona intrastate telecommunications traffic. This diagram should show how a typical call is routed in both its originating and terminating ends (i.e. show the access network and call completion network).

Also include on the diagram the carrier(s) used for each major network component and indicate if the carrier is facilities-based or not. If the carrier is not facilities-based, indicate who owns the facilities (within the State of Arizona) that are used to originate and terminate the applicant's intrastate telecommunications traffic (i.e. provide a list of the Arizona facilities-based long distance carriers whose facilities are used to complete the applicant's intrastate traffic).

(B-2) Will your customers be able to access alternative toll service providers or resellers via 1+ or 10XXX access, if your system becomes non-operational? As a non-facilities-based reseller Applicant's technical ability is based solely on that of its underlying carriers.

**C. Financial Information**

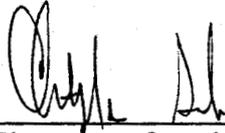
(C-1) Include "Attachment D." Attachment D should provide copies of the following audited financial information for the most recent two years for all Arizona operations. Check boxes indicating items attached.

- current intrastate balance sheet
- current intrastate income statement
- current intrastate cash flow statement

other financial information evidencing financial resources. Please see attached.

Application and Petition for Competitive Reseller CC&N

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 related to the regulation of telecommunications services and that the company will abide by Arizona State law including the Arizona Corporation Commission Rules and Regulations. 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)

7-15-96

\_\_\_\_\_  
(Date)

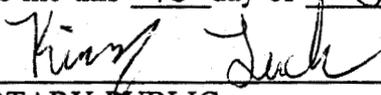
Christopher Giles

\_\_\_\_\_  
(Printed Name of Authorized Representative)

Executive Vice President

\_\_\_\_\_  
(Title)

SUBSCRIBED AND SWORN to before me this 15 day of July, 1996

  
\_\_\_\_\_  
NOTARY PUBLIC

My Commission Expires My Commission Expires May 18, 1999

BEFORE THE CORPORATION COMMISSION  
OF THE STATE OF ARIZONA

In the Matter of the Application and )  
Petition of Transcommunications, Inc. for a )  
Certificate of Convenience and Necessity to ) Docket No. \_\_\_\_\_  
Provide Competitive Intrastate )  
Services as a Reseller in Arizona. )

LIST OF ATTACHMENTS

- ATTACHMENT A Corporate Ownership
- ATTACHMENT B Proposed Tariff
- ATTACHMENT C (Not applicable)
- ATTACHMENT D Financial Statements
- ATTACHMENT E Service Description
- ATTACHMENT F Articles of Incorporation
- ATTACHMENT G Certificate of Authority to Transact Business
- ATTACHMENT H Public Notice

**ATTACHMENT A**  
**CORPORATE OWNERSHIP**

The names, titles, and addresses of owners, directors, and officers are as follows:

<b>NAME</b>	<b>TITLE</b>	<b>ADDRESS</b>	<b>% OWNERSHIP</b>
Mr. Mel Croner	Chairman	6025 Lee Highway, #402 Chattanooga, TN 37421	8.97%
Mr. Jim Coppinger	President and CEO	6025 Lee Highway, #402 Chattanooga, TN 37421	20.26%
Mr. Christopher Giles	Executive Vice President	6025 Lee Highway, #402 Chattanooga, TN 37421	0%
Mr. Max Fuller	Director	6025 Lee Highway, #402 Chattanooga, TN 37421	20.26%
Mr. Jim Clerc	Director	6025 Lee Highway, #402 Chattanooga, TN 37421	20.26%
Mr. Pat Quinn	Director	6025 Lee Highway, #402 Chattanooga, TN 37421	20.26%
BKP Partners	Stockholder	1 Sansome Street, #3900 San Francisco, CA 94104	9.99%

**ATTACHMENT B**

**PROPOSED TARIFF**  
(Attached)

ARIZONA TELECOMMUNICATIONS TARIFF

OF

TRANSCOMMUNICATIONS, INC.

6025 Lee Highway, 402 Executive Park, Chattanooga, TN 37421

RESALE INTEREXCHANGE TELECOMMUNICATIONS SERVICE

This tariff contains the descriptions, regulations, and rates applicable to the furnishing of telecommunications services provided by Transcommunications, Inc. within the State of Arizona. This tariff is on file with the Arizona Corporation Commission ("Commission"). Copies may be inspected during normal business hours at the Company's principal place of business; 6025 Lee Highway, 402 Executive Park, Chattanooga, TN 37421.

Transcommunications, Inc. is a provider of specialized, discretionary interexchange telecommunications services on a 24-hour basis. Service is provided for the direct transmission and reception of voice and data communications between points within the State of Arizona.

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Issued: July 22, 1996

Issued By:

Effective Date:

Christopher Giles  
Transcommunications, Inc.  
6025 Lee Highway, 402 Executive Park  
Chattanooga, TN 37421  
(423) 954-9961

**CHECK SHEET**

The Title Sheet and Sheets 1 through 19 inclusive of this tariff are effective as of the date shown at the bottom of the respective Sheet(s).

SHEET

REVISION

<u>SHEET</u>	<u>REVISION</u>
Title	Original
1	Original
2	Original
3	Original
4	Original
5	Original
6	Original
7	Original
8	Original
9	Original
10	Original
11	Original
12	Original
13	Original
14	Original
15	Original
16	Original
17	Original
18	Original
19	Original

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**CONCURRING CARRIERS**

None

**CONNECTING CARRIERS**

None

**OTHER PARTICIPATING CARRIERS**

None

**EXPLANATION OF SYMBOLS**

- (C) To signify **changed** listing, rule or condition which may affect rates or charges.
- (D) To signify **deleted or discontinued** rate, regulation or condition.
- (I) To signify a change resulting in an **increase** to a customer's bill.
- (M) To signify that material has been **moved from** another tariff location.
- (N) To signify a **new** rate, regulation condition or Sheet.
- (R) To signify a change resulting in a **reduction** to a customer's bill.
- (T) To signify a change in **text** but no change to rate or charge.

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**TARIFF FORMAT**

- A. **Sheet Numbering** - Sheet numbers appear in the upper right corner of the Sheet. Sheets are numbered sequentially. However, occasionally, 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 Sheet in effect. Consult the Check Sheet for the Sheet currently in effect.
- C. **Paragraph Numbering Sequence** - There are four levels of paragraph coding. Each level of code is subservient to its next higher level:
- 2.
  - 2.1.
  - 2.1.1.
  - 2.1.1.1.
- 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 Sheets 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 (\*). There will be no other symbols used on this Sheet if these are the only changes made to it (i.e., the format, etc., remains the same, just revised revision levels on some Sheets). The Tariff user should refer to the latest Check Sheet to find if a particular Sheet is the most current on file with the Commission.

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### APPLICATION OF TARIFF

This tariff contains the rates applicable to the provision of specialized, discretionary intrastate resale common carrier telecommunications services by Transcommunications between various locations within the State of Arizona. All services are interstate offerings. Intrastate service is an add on service available only if the customer subscribes to the Company's interstate offerings.

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**SECTION 1 - TECHNICAL TERMS AND ABBREVIATIONS**

**Account Code:**

A numerical code, one or more of which are available to a customer to enable identification of individual users or groups of users on an account and to allocate costs of service accordingly.

**Called Station:**

The terminating point of a call (i.e., the called number).

**Calling Card:**

A card issued by Company containing such account numbers assigned to its Customer which enables the charges for calls made to be properly billed on a pre-arranged basis.

**Company:**

Transcommunications, Inc. ("Transcommunications")

**Commission:**

The Arizona Corporation Commission

**Customer:**

The person, firm, corporation or other entity which orders or uses service and is responsible for payment of charges and compliance with tariff regulation.

**Disconnect or Disconnection:**

The termination of a circuit connection between the Originating Station and the Called Station or the Company's operator.

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## SECTION 1 - TECHNICAL TERMS AND ABBREVIATIONS

### Measured Service:

The provision of long distance measured time communications telephone service to customers who access the Company's service at its contracted interexchange carriers' switching and call processing equipment by means of access facilities obtained from local exchange common carrier(s). Company contacted interexchange carrier is responsible for arranging the access lines.

### Postpaid Service:

Presubscribed service where subscribers are billed for and remit payment subsequent to the provision of service.

### Prepaid Service:

A discretionary prepaid calling card service for which subscribers pay prior to accessing the service.

### Point of Presence:

The point of physical interconnection between the local exchange company's local network and the interexchange carrier's network ("POP").

### Subscriber:

See "Customer" definition.

### Travel Card:

See "Calling Card" definition.

### Voice Recognition Unit:

A computerized device which recognizes specific voice commands.

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## SECTION 2 - RULES AND REGULATIONS

### 2.1. UNDERTAKING OF TRANSCOMMUNICATIONS, INC.

- 2.1.1. Company's services are furnished for telecommunications originating and/or terminating in any area within the State of Arizona.
- 2.1.2. Company is a non-facilities-based provider of interexchange telecommunications to Customers for their direct transmission and reception of voice, data, and other types of communications.
- 2.1.3. Company resells access, switching, transport and termination services provided by interexchange carriers.
- 2.1.4. Customer's monthly charges for Company's service are based on the total time Customer actually uses the service. For billing purposes, the duration of each call will be rounded up in sixty (60) second increments unless otherwise specified.
- 2.1.5. Subject to availability, the customer may use authorization codes to identify the users or user groups on an account. The numerical composition of the codes shall be set by Company to assure compatibility with the Company's accounting and billing systems and to avoid the duplication of codes.
- 2.1.6. 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.

### 2.2. LIMITATIONS

- 2.2.1. Service is offered subject to availability of the necessary facilities and/or equipment and subject to the provisions of this tariff.
- 2.2.2. Company reserves the right to immediately 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 Commission rules.

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**SECTION 2 - RULES AND REGULATIONS, Continued**

**2.2. LIMITATIONS, Continued**

- 2.2.3. Title to all facilities provided by Company under these regulations remains in Company's name.
- 2.2.4. 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.

**2.3. USE**

- 2.3.1. Service may be used for the transmission of communications by the customer.
- 2.3.2. Service may not be used for any unlawful purpose or for any purpose for which any payment or other compensation is received by the Customer, except when the Customer is a duly authorized and regulated common carrier. This provision does not prohibit an arrangement between the Customer, authorized user or joint user to share the cost of service.
- 2.3.3. The Company strictly prohibits use of the Company's services without payment or an avoidance of payment by the Customer by fraudulent means or devices including providing falsified calling card numbers or invalid calling card numbers to the Company, providing falsified or invalid credit card numbers to the Company or in any way misrepresenting the identity of the Customer.

**2.4. LIABILITIES OF THE COMPANY**

- 2.4.1. The liability of the Company for damages arising out of mistakes, omissions, interruptions, delays, errors or defects in transmission occurring in the course of furnishing service or other facilities and not caused by the negligence of the Customer, commences upon activation of service and in no event exceeds an amount equivalent to the proportionate charge to the Customer for the period of service during which such mistakes, omissions, interruptions, delays, errors, or defects in transmission occur. In no event will the Company be responsible for consequential damages for lost profits suffered by a customer or end user as the result of interrupted or unsatisfactory service. For the purpose of computing such amount a month is considered to have 30 days.

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**SECTION 2 - RULES AND REGULATIONS, Continued**

**2.4. LIABILITIES OF THE COMPANY, Continued**

2.4.2. Company shall be indemnified and held harmless by the customer against:

- A. 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 over company's facilities; and
- B. Claims for patent infringement arising from combining or connecting company's facilities with apparatus and systems of the Customer; and
- C. All other claims arising out of any act or omission of the Customer in connection with any service provided by Company.

2.4.3. Company is not liable for any defacement of, or damage to, the equipment or premises of a customer resulting from the furnishing of services when such defacement or damage is not the result of the Company's negligence.

2.4.4. Company shall not be liable for and the Customer indemnifies and holds harmless from any and all loss claims, demands, suits, or other action or liability whatsoever, whether suffered, instituted or asserted by the Customer or by any other party or person, for any personal injury to, 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 or wiring provided by Company 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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**SECTION 2 - RULES AND REGULATIONS, Continued****2.4. LIABILITIES OF THE COMPANY, Continued**

- 2.4.5. The Company is not liable for any failure of performance hereunder due to causes beyond its control, including, but not limited to, unavoidable interruption in the working of its circuits or those of another common carrier; acts of God: storms, fire, flood, or other catastrophes; any law, order, regulation, direction, action, or request of the United States Government, or any other governmental entity having jurisdiction over the company or of any department, agency, commission, bureau, corporation, or other instrumentality or any one or more of such instrumentality or any one of more of such governmental entities, or of any civil or military authority; national emergencies, insurrections, riots, rebellions, wars, strikes, lockouts, work stopSheets, or other labor difficulties; or notwithstanding anything in this tariff to the contrary, the unlawful acts of the Company's agents and employees, if committed beyond the scope of their employment.
- 2.4.6. The Company shall not be liable for damages or adjustments, refunds, 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, after the invoice is rendered by the company for the call giving rise to such dispute or claim, unless ordered by the Commission pursuant to Arizona law. 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.
- 2.4.7. The Company shall not be liable for any damages, including usage charges, that the Customer may incur as a result of the unauthorized use of its communications equipment. The unauthorized use of the Customer's communications equipment includes, but is not limited to, the placement of calls from the Customer's premises and the placement of calls through Customer-controlled or Customer-provisioned equipment that are transmitted or carried over the Company's network services without the authorization of the Customer. The Customer shall be fully liable for all such charges.

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**SECTION 2 - RULES AND REGULATIONS, Continued**

**2.5. PREPAID SUBSCRIBER RESPONSIBILITIES**

- 2.5.1. The Customer is responsible for the payment of all charges for services furnished to the Customer and for all additional charges for calls the Customer elects to continue making, after notification that the initial amount of calling has been depleted. Charges are based on actual usage.
- 2.5.2. The Customer is responsible for compliance with applicable regulations set forth in this tariff.
- 2.5.3. The Customer is responsible for establishing its identity as often as necessary during the course of the call or when seeking credits from the Company.

**2.6. INTERRUPTION OF SERVICE**

- 2.6.1. Credit allowance for interruptions of service which are not due to Company's testing or adjusting, to the negligence of the customer, or to the failure of channels, equipment and/or communications equipment provided by the Customer, are subject to the general liability provisions set forth in Section 2.4, herein. It shall be the obligation of the customer to notify Company of any interruptions of service. Before giving such notice, the Customer shall ascertain that the trouble is not being caused by any action or omission of the Customer, not within the Customer's control.
- 2.6.2. For purposes of credit computation for leased facilities, every month shall be considered to have 720 hours. No credit shall be allowed for an interruption of a continuous duration of less than two hours.

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**SECTION 2 - RULES AND REGULATIONS, Continued**

**2.6. INTERRUPTION OF SERVICE, Continued**

- 2.6.3. The subscriber shall be credited for an interruption of two hours or more at the rate of 1/720th of the monthly charge for the facilities affected for each hour or major fraction thereof that the interruption continues.

Credit formula: Credit - (A/720) X B

A - outage time in hours

B - total monthly charge for affected utility

**2.7. 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 specifies the priority system for such activities.

**2.8. PAYMENTS AND BILLING FOR POSTPAID SERVICES**

- 2.8.1. Billing disputes should be addressed to Company's Customer Service Organization via telephone to (800) 831-2273.

- 2.8.2. In the case of a dispute between the Customer and the Company for service furnished to the Customer, which cannot be settled with mutual satisfaction, the Customer can take the following course of action:

2.8.2.1. First, the customer may request, and the Company will perform, an in-depth review of the disputed amount. (The undisputed portion and subsequent bills must be paid on a timely basis or the service may be subject to disconnection).

2.8.2.2. Second, if there is still disagreement about the disputed amount after the investigation and review by a manager of the Company, the Customer may appeal to the Arizona Corporation Commission for its investigation and decision.

---

Issued: July 22, 1996

Issued By:

Christopher Giles  
Transcommunications, Inc.  
6025 Lee Highway, 402 Executive Park  
Chattanooga, TN 37421  
(423) 954-9961

Effective Date:

**SECTION 2 - RULES AND REGULATIONS, Continued**

**2.8. PAYMENTS AND BILLING FOR POSTPAID SERVICES, Continued**

2.8.2.2., Continued

The address of the Commission is:

Arizona Corporation Commission  
1200 West Washington Street  
Phoenix, AZ 85007

**2.9. CANCELLATION BY COMPANY**

2.9.1. Company reserves the right to immediately discontinue furnishing the service to customers without incurring liability:

- A. In the event of a condition determined to be hazardous to the customer, to other customers of the utility, to the utilities equipment, the public or to employees of the utility; or
- B. By reason of any order or decision of a court or any other governmental authority which prohibits the Company from furnishing such service; or
- C. If the Company deems such refusal necessary to protect itself or third parties against fraud or to otherwise protect its personnel, agents, facilities or services without notice; or
- D. For unlawful use of the service or use of the service for unlawful purposes; or
- E. If the Customer provides false information to the Company regarding the Customer's identity, address, credit-worthiness, past, current or planned use of Company's services.

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Issued: July 22, 1996  
Issued By:

Christopher Giles  
Transcommunications, Inc.  
6025 Lee Highway, 402 Executive Park  
Chattanooga, TN 37421  
(423) 954-9961

Effective Date:

**SECTION 2 - RULES AND REGULATIONS, Continued**

**2.9. CANCELLATION BY COMPANY, Continued**

2.9.2. Company may discontinue service according to the following conditions upon five (5) days written notice:

- A. For violation of Company's filed tariffs.
- B. For the non-payment of any proper charge as provided by Company's tariff.
- C. For Customer's breach of the contract for service between the utility and customer.
- D. When necessary for the Company to comply with any order or request of any governmental authority having jurisdiction.

**2.10. INTERCONNECTION**

2.10.1. 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. Any special interface of equipment or facilities necessary to achieve compatibility between the facilities of Company and other participating carriers shall be provided at the Customer's expense.

2.10.2. Interconnection between the facilities or services of other carriers shall be under the applicable terms and conditions of the other carriers' 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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Issued: July 22, 1996

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Christopher Giles  
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6025 Lee Highway, 402 Executive Park  
Chattanooga, TN 37421  
(423) 954-9961

Effective Date:

**SECTION 2 - RULES AND REGULATIONS, Continued**

**2.11. DEPOSITS**

The Company does not require a deposit from the Customer.

**2.12. TAXES**

Taxes are not included in the tariffed rates.

---

Issued: July 22, 1996  
Issued By:

Effective Date:

Christopher Giles  
Transcommunications, Inc.  
6025 Lee Highway, 402 Executive Park  
Chattanooga, TN 37421  
(423) 954-9961

**SECTION 3 - DESCRIPTION OF SERVICE**

**3.1. TIMING OF CALLS**

- 3.1.1. The subscriber's long distance usage charge is based on the actual usage of Company's service. Usage begins when the receiver of the Company's voice recognition unit is answered. The timing of the call occurs when the voice recognition unit answers and terminated when either party hangs up.
- 3.1.2. Unless otherwise specified in this tariff, the minimum call duration for billing purposes is sixty (60) seconds.
- 3.1.3. Any portion of an applicable increment, after the appropriate minimum time for the call, will be rounded upward to the next increment. Calls less than the minimum length will be rounded to the minimum length.
- 3.1.4. There is no billing for incomplete calls.

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Issued: July 22, 1996  
Issued By:

Effective Date:

Christopher Giles  
Transcommunications, Inc.  
6025 Lee Highway, 402 Executive Park  
Chattanooga, TN 37421  
(423) 954-9961

**SECTION 3 - DESCRIPTION OF SERVICE**

**3.2. TRANSCOMMUNICATIONS TELECOMMUNICATIONS SERVICES**

Company is a resale interexchange telecommunications provider of interexchange telecommunications services.

**Transcommunications TransCARD™ Service** is a discretionary switched access service available to subscribers via a toll free number from any dual tone multifrequency telephone in the United States. Transcommunications subscribers purchase the Company's TransCARD™ which immediately enables the user to place calls from any dual tone, multifrequency phone, at the Company's tariffed rates. The user's account is credited for the amount of calling purchased and is debited as the subscriber places calls pursuant to the Company's tariffed rates, until the account balance is depleted. Subscribers are informed of the amount of calling time remaining on the card at the time they access the Company's equipment and enter a card identification number and are reminded to replenish the account prior to its depletion at one (1) minute prior to the account's depletion. Subscribers may immediately replenish the account at any time by contacting the Company's Customer Service Department and charging the desired amount to a valid credit card or by mailing a check to the Company. If the account is not replenished, access to the Company's underlying carrier network is blocked.

**Tech Support Card Service** is offered to subscribers who provide technical support lines to their own clients. The service is meant specifically to contact the subscriber's tech support line and offered primarily to subscribers in the software development industry.

**Postpaid Calling Card Service** enables subscribers to place calls from locations other than their presubscribed call locations. Subscribers are billed on a monthly basis at the Company's tariffed rates.

The calling card service is designed for subscribers who frequently travel or must call from locations other than their presubscribed call locations. Cards sold through transportation fleets or educational institutions qualify for special volume discounts.

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Issued: July 22, 1996

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Christopher Giles  
Transcommunications, Inc.  
6025 Lee Highway, 402 Executive Park  
Chattanooga, TN 37421  
(423) 954-9961

**SECTION 4 - RATES****4.1. RATES PER MINUTE**

The following rates reflect maximum rates. See attached Price List for current rate offerings.

**4.1.1. General Retail Usage**

Initial and additional minute	\$0.52
Renewal per minute	\$0.52

**4.1.2. Transportation Company Fleet and Institutional Usage**

For sales directly to transportation fleets and institutions

Initial and additional minute	\$0.38
Renewal per minute	\$0.38

**4.1.3. Retail - Transportation Company Fleet and Institutional Usage**

For cards sold at retail through fleet and institutional subscribers

Initial and additional minute	\$0.52
Renewal per minute (credit card)	\$0.42
Renewal per minute (cash only)	\$0.47

**4.1.4. Tech Support**

Initial and additional minute	\$0.58
Renewal per minute	\$0.58

**4.1.5. Postpaid Calling Card**

Initial and additional minute	\$0.38
-------------------------------	--------

Specific call charges are available from Company's Customer Service Department at no charge.

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Issued: July 22, 1996

Effective Date:

Issued By:

Christopher Giles  
Transcommunications, Inc.  
6025 Lee Highway, 402 Executive Park  
Chattanooga, TN 37421  
(423) 954-9961

---

**SECTION 4 - RATES****1.1. RATES PER MINUTE****1.1.1. General Retail Usage**

Initial and additional minute	\$0.35
Renewal per minute	\$0.35

**1.1.2. Transportation Company Fleet and Institutional Usage**

For sales directly to transportation fleets and institutions

Initial and additional minute	\$0.25
Renewal per minute	\$0.25

**1.1.3. Retail - Transportation Company Fleet and Institutional Usage**

For cards sold at retail through fleet and institutional subscribers

Initial and additional minute	\$0.35
Renewal per minute (credit card)	\$0.28
Renewal per minute (cash only)	\$0.31

**1.1.4. Tech Support**

Initial and additional minute	\$0.39
Renewal per minute	\$0.39

**1.1.5. Postpaid Calling Card**

Initial and additional minute	\$0.25
-------------------------------	--------

Specific call charges are available from Company's Customer Service Department at no charge.

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Issued: July 22, 1996

Effective Date:

Issued By:

Christopher Giles  
Transcommunications, Inc.  
6025 Lee Highway, 402 Executive Park  
Chattanooga, TN 37421  
(423) 954-9961

**ATTACHMENT D**

**INCOME STATEMENT AND BALANCE SHEET  
(Attached)**

Transcommunications, Inc.  
Comparative Balance Sheets

11:18 AM 5/28/96

1995

Assets

Current Assets

Cash	241,028
Accounts receivable, net	1,349,064
Other current assets	
Prepaid carrier transport	-
Deferred printing costs	68,202
Prepaid commissions	120,810
Notes Receivable-Richard Arrington	165,000
Vending machine deposits	
Interest receivable	4,385
Total other current assets	<u>358,397</u>
Total current assets	<u>1,948,490</u>

Property and equipment

Computer equipment and software	196,729
Office furniture and equipment	76,029
Communications equipment	108,911
Vending machines	784,677
Platform	989,530
	<u>2,155,876</u>
Accumulated depreciation	<u>(430,855)</u>
Net fixed assets	<u>1,725,021</u>

Other Assets

Total Assets	<u>3,675,236</u>
--------------	------------------

Liabilities and Shareholders' Equity

Current Liabilities

Accounts payable	345,612
Commissions payable	166,501
Carrier transport payable	1,125,429
Total accounts payable	<u>1,637,542</u>
Deferred revenue-minutes	2,242,308
Deferred revenue-inducements	335,416
Total deferred revenue	<u>2,577,724</u>
Accrued excise taxes	537,291
Accrued bonuses	53,000
Accrued wages	2,977
Accrued interest	850
Sales tax reserve	102,700
Miscellaneous accruals	148,826
Total other current liabilities	<u>845,643</u>
Total current liabilities	<u>5,060,909</u>

Long-term liabilities

Note payable	3,956
Loans from shareholders	192,009
Total long-term liabilities	<u>195,965</u>
Total Liabilities	<u>5,256,874</u>

Shareholders' Equity

Common Stock	1,061
Additional paid-in capital	599,939
Retained Earnings	(2,182,638)
Total Equity	<u>(1,581,638)</u>
Total Liabilities and Shareholders' Equity	<u>3,675,236</u>

Transcommunications, Inc.  
Comparative Income Statements

	<u>1995</u>
Revenue	6,373,161
Cost of carrier transport	<u>3,691,120</u>
Gross Margin	<u>2,682,041</u>
Wages and employee benefits	999,768
Contract labor	421,620
Commissions	363,972
Telephone	219,058
Card printing and design	190,981
Travel	166,912
Sales, marketing and promotion	112,248
Professional fees	83,014
Facilities and maintenance	80,748
Vending machine expenses	36,149
Bank charges	34,895
Systems support and maintenance	31,524
Non-income taxes and licenses	18,743
Other general and administrative	63,088
Bad debts	94,776
Depreciation expense	369,976
Interest expense	35,070
Total expenses	<u>3,322,543</u>
Other income	<u>16,855</u>
Net Income	<u><u>(623,647)</u></u>

## **ATTACHMENT E**

### **SERVICE DESCRIPTION**

Applicant is a non-facilities-based interexchange telecommunications resale provider proposing to offer discretionary, switched access calling card services throughout the State of Arizona. Applicant's services will be available to subscribers twenty-four (24) hours per day, seven (7) days per week, at rates, terms and conditions set by Applicant. Applicant does not propose to offer Alternative Operator Services to the transient public.

**ATTACHMENT F**

**ARTICLES OF INCORPORATION**  
(Attached)

FILED

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BOOK 4129 PAGE 538

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CHARTER  
OF  
TRANS-COMM, INC.

The undersigned Incorporator, for purposes of forming a corporation pursuant to the Tennessee Business Corporation Act, sets forth the following as the Charter of the corporation.

ARTICLE 1

The name of the Corporation is TRANS-COMM, INC. (the "Corporation").

ARTICLE 2

The number of shares of stock the Corporation is authorized to issue is four hundred (400) shares of common stock having no par value per share.

ARTICLE 3

The address of the Corporation's registered office is 1100 American National Bank Building, Chattanooga, Hamilton County, Tennessee 37402. The registered agent at that office is Carter J. Lynch, III.

ARTICLE 4

The name and address of the Incorporator is Jonathan M. Minnen, 1100 American National Bank Building, Chattanooga, Hamilton County, Tennessee 37402.

ARTICLE 5

The principal office of the Corporation is 2931 South Market Street, Chattanooga, TN 37410.

ARTICLE 6

The Corporation is organized for profit.

ARTICLE 7

The directors of the Corporation shall not be personally liable to the Corporation or its shareholders for monetary damages as a result of any breach of the fiduciary duty as director, and the Corporation shall indemnify the officers and directors of the Corporation to the fullest extent permissible pursuant to the provisions of the Tennessee Business Corporation Act as the same may be amended from time-to-time.

25.1 31.39

BOOK 4129 PAGE 539

ARTICLE 8

The Corporation reserves the right to amend or appeal any provision contained in this Charter in the manner from time-to-time prescribed in the laws of the State of Tennessee. All rights herein conferred are granted subject to this reservation.

IN WITNESS WHEREOF, the Incorporator sets forth his hand this 29th day of March, 1993.

*Jonathan M. Minnen*  
Jonathan M. Minnen  
Incorporator

04/07/93

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123301

SARAH P. DEFRIESE  
REGISTER  
HAMILTON COUNTY  
STATE OF TENNESSEE

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BY:

*L. Lynn*  
DEPUTY

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BOOK 4145 PAGE 082

RECEIVED

ARTICLES OF AMENDMENT

93 MAY -5 AM 9:40

TO THE

WILLIAM L. CARNELL  
SECRETARY OF STATE

CHARTER OF

TRANS-COMM, INC.

(Pursuant to Section 48-20-106 of the Tennessee Business Corporation Act)

THE UNDERSIGNED Incorporator, prior to the issuance of any shares or the appointment of the initial Board of Directors, and pursuant to the Tennessee Business Corporation Act, sets forth the following Amendment to the Charter of Trans-Comm, Inc.:

1. The name of the corporation is Trans-Comm, Inc.

2. The text of the amendment is as follows: Article I of the corporation is hereby amended to read as follows:

The name of the Corporation is TRANSCOMMUNICATIONS INCORPORATED.

3. The date of this amendment's adoption is May 3, 1993.

4. This amendment was duly adopted by the Incorporator prior to the issuance of shares and the appointment of the initial Board of Directors.

IN WITNESS WHEREOF, the undersigned Incorporator hereby sets forth his hand as of this 3rd day of May, 1993.

129066

*Jonathan M. Minnen*  
Jonathan M. Minnen  
Sole Incorporator

SARAH P. DEFRIESE  
REGISTER  
HAMILTON COUNTY  
STATE OF TENNESSEE

05/11/93 MISC

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93 MAY 11 PM 3 39

BY: *[Signature]*  
DEPUTY

RECPT. # 609148

FILED

93 MAY 27 AM 10:29  
RILEY E. SNOWELL  
SECRETARY OF STATE

ARTICLES OF AMENDMENT TO THE CHARTER  
OF

TRANSCOMMUNICATIONS INCORPORATED

Pursuant to the provisions of Section 48-20-106 of the Tennessee Business Corporation Act, the undersigned corporation adopts the following articles of amendment to its charter:

1. The name of the corporation is TRANSCOMMUNICATIONS INCORPORATED

2. The text of each amendment adopted is: Article 2 of the Charter is hereby amended to read as follows:

The number of shares of stock the Corporation is authorized to issue is Two Thousand (2,000) shares of common stock having no par value per share.

3. The corporation is a for-profit corporation.

4. The manner (if not set forth is the amendment) for implementation of any exchange, readjustment, or cancellation of issued shares is as follows:

N/A

5. The amendment was duly adopted on May 12, 1993 by (the incorporators) (the board of directors) (both shareholders and incorporators) (the incorporators and board of directors) (the shareholders).

(NOTE: Please strike the choices which do not apply to this amendment.)

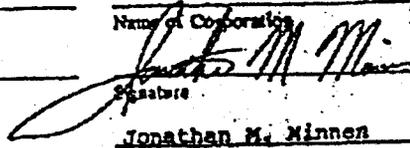
6. If the amendment is not to be effective when these articles are filed by the Secretary of State, the date/time it will be effective is \_\_\_\_\_ (date) \_\_\_\_\_ (time).

(NOTE: The delayed effective date shall not be later than the 90th day after the date this document is filed by the Secretary of State.)

May 12, 1993  
Signature Date

Transcommunications Incorporated  
Name of Corporation

Sole Incorporator  
Signer's Capacity  
134029

  
Signature

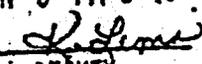
Jonathan M. Minner  
Name (typed or printed)

SARAH P. DEFRIESE  
REGISTER  
HAMILTON COUNTY  
STATE OF TENNESSEE

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BY:   
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SS-401

**ATTACHMENT G**

**CERTIFICATE OF AUTHORITY TO TRANSACT BUSINESS**  
(Attached)



ARIZONA CORPORATION COMMISSION

1-19-95  
TRANSCOMMUNICATIONS, INCORPORATED

We are pleased to notify you that your Application for Authority to transact business in Arizona was approved and filed on 1-18-95.

You must publish a copy of your Application for Authority WITHIN SIXTY (60) DAYS from the File Date. The publication must be in a newspaper of general circulation in MARICOPA County, for three (3) consecutive publications. An Affidavit from the newspaper, evidencing such publication, must be delivered to the Commission for filing WITHIN NINETY (90) DAYS from the File Date.

All corporations transacting business in Arizona are required to file an Annual Report with the Commission, no later than the 15th day of the fourth (4th) month following the close of each fiscal year. Your fiscal year end is DECEMBER 31, 1995. A preprinted Annual Report form will be mailed to you during that month.

If you have any questions or need further information, please contact us at (602)542-3135 or Toll Free (Arizona residents only) 1-800-345-5819.

Very truly yours,

Terry Martinez

Examiner Technician  
Corporations Division  
Arizona Corporation Commission

Publication copy is being sent by ASAC  
to THE RECORD REPORTER.

ARIZONA CORPORATION COMMISSION  
CORPORATIONS DIVISION

Phoenix Address: 1300 West Washington  
Phoenix, Arizona 85007-2929

Tucson Address: 400 West Congress  
Tucson, Arizona 85701-1347

CERTIFICATE OF DISCLOSURE  
A.R.S. Sections 10-128 & 10-1084

CHECK APPROPRIATE BOX(ES) A or B  
ANSWER "C"

Transcommunications, Incorporated  
EXACT CORPORATE NAME

THE UNDERSIGNED CERTIFY THAT:

**A.** No persons serving either by elections or appointment as officers, directors, incorporators and persons controlling, or holding more than 10% of the issued and outstanding common shares or 10% of any other proprietary, beneficial or membership interest in the corporation:

1. Have been convicted of a felony involving a transaction in securities, consumer fraud or antitrust in any state or federal jurisdiction within the seven-year period immediately preceding the execution of this Certificate.
2. Have been convicted of a felony, the essential elements of which consisted of fraud, misrepresentation, theft by false pretenses, or restraining the trade or monopoly in any state or federal jurisdiction within the seven-year period immediately preceding the execution of this Certificate.
3. Have been or are subject to an injunction, judgment, decree or permanent order of any state or federal court entered within the seven-year period immediately preceding the execution of this Certificate where such injunction, judgment, decree or permanent order:
  - (a) Involved the violation of fraud or registration provisions of the securities laws of that jurisdiction; or
  - (b) Involved the violation of the consumer fraud laws of that jurisdiction; or
  - (c) Involved the violation of the antitrust or restraint of trade laws of that jurisdiction.

**B.** For any person or persons who have been or are subject to one or more of the statements in Items A.1 through A.3 above, the following information MUST be attached:

1. Full name and prior name(s) used.  
.. Full birth name.
2. Present home address.
3. Prior addresses (for immediate preceding 7-year period).
4. Date and location of birth.
5. Social Security number.
6. The nature and description of each conviction or judicial action, date and location, the court and public agency involved and file or cause number of case.

STATEMENT OF BANKRUPTCY, RECEIVERSHIP OR REVOCATION  
A.R.S. Sections 10-128.01 and 10-1083

**C.** Has any person serving (a) either by election or appointment as an officer, director, trustee or incorporator of the corporation or, (b) major stockholder possessing or controlling any proprietary, beneficial or membership interest in the corporation, served in any such capacity or held such interest in any corporation which has been placed in bankruptcy or receivership or had its charter revoked?  
Yes \_\_\_ No \_\_\_

IF YOUR ANSWER TO THE ABOVE QUESTION IS "YES", YOU MUST ATTACH THE FOLLOWING INFORMATION FOR EACH CORPORATION:

1. Name and address of the corporation.
2. Full name, including alias and address of each person involved.
3. State(s) in which the corporation:
  - (a) Was incorporated.
  - (b) Has transacted business.
4. Dates of corporate operation.
5. A description of the bankruptcy, receivership or charter revocation, including the date, court or agency involved and the file or cause number of the case.

Under penalties of law, the incorporators/officers declare that we have examined this Certificate, including any attachments, and to the best of our knowledge and belief it is true, correct and complete.

BY James B. Coppinger DATE 12/20/94  
TITLE James B. Coppinger, President

BY Pat Quinn DATE 12/20/94  
TITLE Pat Quinn, Sec'y/Treas.

BY Jim Clerc DATE \_\_\_\_\_  
TITLE Jim Clerc, Exec. VP

BY \_\_\_\_\_ DATE \_\_\_\_\_  
TITLE \_\_\_\_\_

NOTE: If the Corporation has been in existence for more than sixty (60) days, the Certificate must be signed by two

FISCAL DATE 12/31

APPLICATION FOR AUTHORITY  
OF  
TRANSCOMMUNICATIONS,  
INCORPORATED

PURSUANT TO THE PROVISIONS  
OF SECTIONS 10-110, 10-111  
AND 10-118, ARIZONA BUSINESS  
CORPORATION ACT, THE  
UNDERSIGNED CORPORATION  
HEREBY APPLIES FOR  
AUTHORITY TO TRANSACT  
BUSINESS IN ARIZONA.

FIRST: This application is: An  
original application pursuant to  
A.R.S. Sec. 10-110.

SECOND: The name of the  
corporation is:  
Transcommunications,  
Incorporated

THIRD: If the name of the  
corporation does not contain the  
word "association", "bank",  
"corporation", "company",  
"incorporated" or "limited" or does  
not contain an abbreviation of one  
of such words, then the name of  
the corporation with the word or  
abbreviation which it elects to add  
thereto for use in ARIZONA is:

FISCAL YEAR END: 12-31

FOURTH: It is incorporated under  
the laws of Tennessee.

FIFTH: The date of its incorporation  
is 3-30-93 and the period of its  
duration is Perpetual.

SIXTH: The address of its principal  
office in the jurisdiction under the  
laws of the state or county in which  
it is incorporated is: 6025 Lee  
Hwy., #204, Chattanooga, TN  
37421.

SEVENTH: The address of the pro-  
posed known place of business in  
Arizona is: In care of Statutory  
Agent.

EIGHTH: The name and address of  
the proposed statutory agent in  
Arizona is:

CSC-Lawyers Incorporating  
Service, FN 815 North First  
Avenue, Suite 4, Phoenix, AZ  
85003

NINTH: A brief statement of the  
character of the business which the  
corporation initially intends to  
conduct in Arizona and the purpose  
or which the corporation is  
organized is: Long distance  
telecommunications services, and  
the transaction of all lawful busi-  
ness for which corporations may be  
incorporated under the Arizona  
Business Corporation Act.

TENTH: The names and respective  
addresses of its directors and  
officers are:

James B. Coppinger, President,  
6025 Lee Hwy., #204,  
Chattanooga, TN 37421 3-30-93

Jim Clerc, Exec. VP, 6025 Lee  
Hwy., #204, Chattanooga, TN  
37421, 3-30-93

Pat Quinn, Sec'y/Treas., 6025  
Lee Hwy., #204, Chattanooga,  
TN 37421 3-30-93

Mel Croner, Chairman, 6025 Lee  
Hwy., #204, Chattanooga, TN  
37421 3-30-93

ELEVENTH: The aggregate  
number of shares which it is  
authorized to issue, itemized by  
class, par value of shares, shares  
without par value, and series, if  
any, within a class is:

Number of Shares: 4000

Class: Common

Series:

Par Value Per Share or  
Statement That Shares Are  
Without Par Value: No Par

TWELFTH: The aggregate number  
of its issued shares, itemized by  
class, par value of shares, shares  
without par value, and series, if  
any, within a class is:

Number of Shares: 4000

Class: Common

Series:

Par Value Per Share or  
Statement That Shares Are  
Without Par Value: No Par

THIRTEENTH: The amount of its  
stated capital, as defined in the  
Arizona Business Corporation Act  
is: \$1061.00.

# AFFIDAVIT OF PUBLICATION

Number \_\_\_\_\_

## APPLICATION OF AUTHORITY TRANSCOMMUNICATIONS, INCORPORATED

STATE OF ARIZONA

SS.

COUNTY OF MARICOPA

KAREN SPEICH, being first sworn, upon oath deposes and says: That she is the  
associate publisher of

### THE RECORD REPORTER

a newspaper of general circulation in the County of Maricopa, State of Arizona at  
Phoenix, Arizona, and that the copy hereto attached is a true copy of the advertisement  
as published daily except Sunday and Legal Holidays in The Record Reporter on the  
following dates:

03/09/95, 03/10/95, 03/11/95

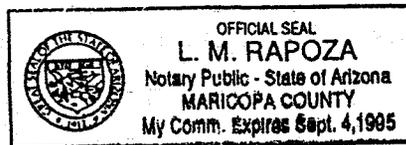
*Copy of Original  
- original mailed to  
Arizona per telephone  
call to Thom  
RCP  
8-1-95*

*Karen Speich*

Subscribed and sworn to before me on the 11 day  
of March A.D. 1995.

*L. M. Rapoza*  
L. M. RAPOZA

My Commission Expires: Sept. 4, 1995



FOURTEENTH: The application is accompanied by a copy of its Articles of Incorporation and all amendments thereto, duly authenticated within 60 days of delivery of these documents, by the proper officer of the State or County under the laws of which it is incorporated.

FIFTEENTH: Has any person(s): (a) serving either by election or appointment as an officer, director or trustee, incorporator of the corporation, (b) controlling or holding 20% of the proprietary, beneficial or membership interest in the corporation, served in any such capacity or held such interest in any corporation which has been placed in bankruptcy or receivership or had its charter revoked? NO

SIXTEENTH: Under penalties of law, I declare that I will comply with the provisions of A.R.S. Sec. 10-128.01.

Under penalties of law, I declare that I have examined this application and to the best of my knowledge and belief it is true, correct and complete.

Transcommunications,  
Incorporated

By: /s/ James B. (illegible)  
James B. Coppinger  
President

By: /s/ (illegible)  
Pat Quinn  
Secretary

I, CSC-Lawyers Incorporating  
Service, PN, having been  
designated to act as Statutory  
Agent, hereby consent to act in that  
capacity until removed or resig-  
nation is submitted in accordance  
with the Arizona Revised Statutes.

/s/ (illegible)  
Statutory Agent

Jeff Judas, Authorized Signatory  
Published: Mar 9, 10, 11, 1995  
Request of: Unisearch, Inc.

J171560-AA

**ATTACHMENT H**

**PUBLIC NOTICE**  
(Attached)

**PUBLIC NOTICE OF FILING BY TRANSCOMMUNICATIONS, INC.  
TO PROVIDE INTRASTATE TELECOMMUNICATIONS SERVICE**

On July 22, 1996 Transcommunications, Inc. filed an application and petition with the Arizona Corporation Commission ("Commission") for a Certificate of Convenience and Necessity to provide competitive intrastate resold telecommunications services, except for local exchange services, throughout the state of Arizona at rates and terms specified in the tariffs filed with the application. The Company's application and petition is available for inspection during regular business hours at the offices of the Arizona Corporation Commission in Phoenix, Arizona at 1200 West Washington Street and at the office Transcommunications, Inc. at 6025 Lee Highway, Suite 402 in Chattanooga, Tennessee.

Interested persons shall have twenty (20) days from the publication of this notice to file objections to the application and petition. The law provides for an open public hearing at which, under appropriate circumstances, interested parties may intervene. Intervention shall be permitted to any person entitled by law to intervene and having a direct and substantial interest in this matter. Persons desiring to intervene must file a written motion to intervene with the Commission within twenty (20) days from the date of publication of this notice. This motion should be sent to the Company or its counsel and to all parties of record, and which, at the minimum, shall contain the following:

1. The name, address and telephone number of the proposed intervenor and of any party upon whom service of documents is to be made if different than the intervenor.
2. A short statement of the proposed intervenor's interest in the proceeding (e.g., a customer of the company, a shareholder of the company, a competitor, etc.)
3. A statement certifying that a copy of the motion to intervene has been mailed to the company or its counsel and to all parties of record in the case.

The granting of motions to intervene shall be governed by AAC Rule 14-3-105. The granting of intervention, among other things, entitles a party to present sworn evidence at hearing and to cross-examine other witnesses. However, failure to intervene will not preclude any interested person or entity from appearing at the hearing and making a statement on their own behalf.

If you have any questions concerning this application, or want information on intervention, you should contact the Consumer Services Section of the Commission by calling 1-800-222-7000.

BEFORE THE CORPORATION COMMISSION  
OF THE STATE OF ARIZONA

RECEIVED  
AZ CORP COMMISSION

In the Matter of the Application and )  
Petition of Transcommunications, Inc. for a )  
Certificate of Convenience and Necessity to )  
Provide Competitive Intrastate )  
Services as a Reseller in Arizona. )

AUG 6 3 44 PM '96

Docket No. U-3232-96-428  
DOCUMENT CONTROL

PETITION FOR TELEPHONIC HEARING

Pursuant to the hearing requirements of Arizona Administrative Code ("A.C.C.") Rule R14-3-109 and the liberal construction provisions of A.C.C. Rule R14-3-101(B), Transcommunications, Inc. ("Applicant"), hereby requests that the Arizona Corporation Commission ("Commission") grant it permission to appear before the Commission telephonically in lieu of a personal appearance. Applicant submits the following in support of its request:

(1) The burden of a personal appearance would be great relative to Applicant's current and projected intrastate revenues. As a non-facilities-based reseller, Applicant derives the majority of its revenues from interstate service; intrastate service is offered as an add-on service and is only available to customers who subscribe to the Applicant's interstate offerings. As demonstrated in Attachment D, Financial Statements, Applicant's intrastate operations are minimal. Accordingly, a personal appearance by Applicant would require a significant financial expenditure and hardship for Applicant, particularly in terms of the diversion of managerial resources.

(2) Applicant is prepared to telephonically respond to any questions that the Commission might raise in reviewing Applicant's Application and Petition for Certificate of Convenience and Necessity. Applicant is also prepared to submit such documents as the Commission might request in conducting its review.

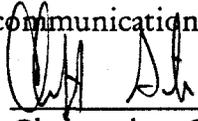
(3) Telephonic and video hearings have been accepted in other jurisdictions.

Applicant cites Illinois and Nebraska as two examples where such procedures have gained acceptance.

WHEREFORE, Transcommunications, Inc. requests the Arizona Corporation Commission grant it a telephonic hearing in lieu of a personal appearance in the matter of Transcommunications, Inc.'s Application and Petition for a Certificate of Convenience and Necessity.

Respectfully submitted this 15 day of July, 1996.

Transcommunications, Inc.

By: 

Christopher Giles  
Executive Vice President  
6025 Lee Highway, Suite 402  
Chattanooga, TN 37421  
(423) 954-9961

Harbor Consulting Group Inc.  
P.O. Box 2461  
Gig Harbor, Washington 98335  
(206) 265-3910

Applicant's Regulatory Consultants

BEFORE THE CORPORATION COMMISSION  
OF THE STATE OF ARIZONA

In the Matter of the Application and )  
Petition of Transcommunications, Inc. for a )  
Certificate of Convenience and Necessity to )  
Provide Competitive Intrastate )  
Services as a Reseller in Arizona. )

AUG 6 3 44 PM '96

Docket No. U-3232-96-428  
DOCUMENT CONTROL Arizona Corporation Commission  
**DOCKETED**

AUG - 6 1996

PETITION FOR TELEPHONIC HEARING

Pursuant to the hearing requirements of Arizona Administrative Code

DOCKETED BY	CLM
("A.C.C.")	

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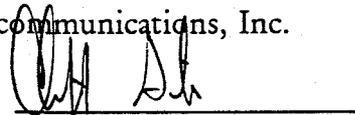
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Respectfully submitted this 15 day of July, 1996.

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