

WILLIAM D. STEINMEIER, P.C.

2031 TOWER DRIVE

JEFFERSON CITY, MISSOURI (MO) 65109

WILLIAM D. STEINMEIER
ATTORNEY AT LAW
GOVERNMENTAL CONSULTANT
(573) 659-8672
FAX (573) 636-2305

MAILING ADDRESS:
POST OFFICE BOX 104595
JEFFERSON CITY, MISSOURI (MO)
65110-4595

MARY ANN YOUNG
ATTORNEY AT LAW
OF COUNSEL
(573) 634-8109
FAX (573) 634-8224

July 25, 2003

FILED³

JUL 25 2003

Mr. Dale Hardy Roberts
Missouri Public Service Commission
P.O. Box 360
Jefferson City, MO 65102

**Missouri Public
Service Commission**

RE: Case No. _____
Application of Now Acquisition Corporation for Certificate of Service
Authority to Provide Intrastate Interexchange and Non-Switched Local
Exchange Telecommunications Services

Dear Mr. Roberts:


Enclosed for filing on behalf of Now Acquisition Corporation, please find an original and five (5) copies of an **"APPLICATION FOR CERTIFICATE OF SERVICE AUTHORITY AND FOR COMPETITIVE CLASSIFICATION."** Also enclosed is Now Acquisition Corporation's proposed initial interexchange services tariff, Mo.P.S.C. Tariff No. 1, which bears a 45-day effective date.

Please see that this filing is brought to the attention of the appropriate Commission personnel.

Thank you for your cooperation and assistance in this matter.

Sincerely,

WILLIAM D. STEINMEIER, P.C.

By: 
William D. Steinmeier

Enclosures

cc: General Counsel
Office of Public Counsel
Patrick D. Crocker
Mary Ann (Garr) Young

FILED³

JUL 25 2003

**BEFORE THE PUBLIC SERVICE COMMISSION
OF THE STATE OF MISSOURI**

In the Matter of the Application of)

**Missouri Public
Service Commission**

NOW ACQUISITION CORPORATION)

for a Certificate of Service Authority to Provide)
Intrastate Interexchange and Non-Switched)
Local Exchange Telecommunications Services)
to the Public within the State of Missouri and for)
Competitive Classification.)

Case No. _____

**APPLICATION FOR INTEREXCHANGE AND NON-SWITCHED
LOCAL EXCHANGE AUTHORITY AND COMPETITIVE CLASSIFICATION**

NOW COMES Now Acquisition Corporation ("NAC" or "Applicant"), by and through its undersigned counsel, and pursuant to Sections 392.361, 392.410, 392.420, 392.430, 392.440 RSMo, and 4 CSR 240-2.060(6) and 4 CSR 240-3, files this verified Application requesting that the Missouri Public Service Commission (hereinafter "the Commission") issue an order that:

- (a) grants Applicant a certificate of service authority to provide intrastate resold, interexchange and non-switched local exchange telecommunications services, as herein more specifically defined, pursuant to Chapter 392 RSMo;
- (b) grants competitive status to Applicant and Applicant's requested services;
- (c) waives certain Commission rules and statutory provisions pursuant to Sections 392.420 and 392.361 RSMo, consistent with the Commission's past treatment of other certificated providers of competitive interexchange/dedicated private line telecommunications services; and
- (d) approves Applicant's proposed tariffs.

Applicant seeks expedited treatment of this Application and the proposed tariff filed separately this date, as well as two related applications and a related tariff. A Motion for Expedited Treatment is being filed simultaneously herewith seeking approval no later than

September 23, 2003. Similar motions for expedited treatment have been filed in the related cases. In support of its requests herein, Applicant states that:

1. Now Acquisition Corporation is a foreign corporation formed and operating under the laws of the State of Delaware and is duly authorized to transact business in the State of Missouri. The character of the business performed by Applicant is telecommunications. The Applicant's Certificate of Authority to do business in Missouri from the Missouri Secretary of State's Office is attached to this Application as **Appendix A-1**. Applicant's principal place of business is 6590 West Rogers Circle, Suite 6A, Boca Raton, FL 33487.

2. All inquiries, communications, notices, orders and decisions respecting this Application and proceeding should be addressed to:

William D. Steinmeier
Mary Ann (Garr) Young
William D. Steinmeier, P.C.
2031 Tower Drive
P.O. Box 104595
Jefferson City, Missouri (MO) 65110-4595
Telephone: (573) 659-8672
Fax: (573) 636-2305
Email: wds@wdspsc.com
Myoung0654@aol.com

and to:

Patrick D. Crocker
Early, Lennon, Crocker & Bartosiewicz, P.L.C.
900 Comerica Building
Kalamazoo, Michigan 49007-4752
Telephone: (269) 381-8844
Fax: (269) 381-8822
Email: pcrocker@earlylennon.com

with a copy to:

Scott Kellogg
NOW ACQUISITION CORPORATION
180 N. Wacker Drive, Suite 3
Chicago, IL 60606
Telephone: (312) 658-1056

Questions concerning Applicant's ongoing operations should be directed to Mr. Kellogg at the above address and phone number. Questions regarding Applicant's proposed tariff should be directed to Ms. Young.

3. By this Application, Applicant proposes to provide various types of intrastate interexchange and non-switched private line telecommunications services throughout the state of Missouri on a resold basis. At this time Applicant is seeking authority to provide non-switched, dedicated private line services. Specifically, Applicant seeks authority to provide a full range of "1+" interexchange services, MTS, out-WATS, in-WATS, and Calling Card Services, and where appropriate, non-switched local exchange/private line services. Applicant provides telecommunications services to residential and business customers. Applicant combines high quality transmission services with very competitive rates, flexible end user billing, professional customer service and excellent reporting to create a unique blend that meets individualized needs of such customers. Applicant intends to engage in "switchless resale." Applicant will arrange for the traffic of underlying subscribers to be routed directly over the networks of Applicant's network providers.

4. Pursuant to 4 CSR 4 CSR 240-3.510(1), which requires that an application for a certificate of service authority to provide interexchange, local exchange or basic local exchange service shall include a proposed tariff with no less than a forty-five (45) day effective date, Applicant is separately filing its proposed interexchange (IXC) tariff, designated as Mo. P.S.C. Tariff No. 1. Applicant's proposed IXC tariff contains the rules, conditions and description of services and rates, and bears an effective date of September 23, 2003, more than the required forty-five (45) days. Applicant respectfully requests

approval of its IXC tariff, Mo. P.S.C. Mo. Tariff No. 1.

5. Pursuant to this Application, Applicant also seeks classification of itself and its new interexchange and non-switched local exchange telecommunications service offerings as competitive, with accompanying reduced regulation pursuant to Sections 392.361 RSMo and 4 CSR 240-3.510(1)(A). Applicant believes that its proposed services will be subject to sufficient competition to justify a lesser degree of regulation and that granting this request will allow greater price and service options for telephone users.

6. Applicant is willing to comply with all applicable Commission orders, rules and regulations. Applicant requests however, pursuant to Section 392.440 RSMO, that the Commission at minimum waive the application of the following rules and statutory provisions as they relate to the regulation of Applicant to the extent that they previously and routinely have been waived for other certificated competitive interexchange/private line carriers:

<u>Statutes</u>		
392.210.2	--	uniform system of accounts
392.240.1	--	ratemaking
392.270	--	valuation of property (ratemaking)
392.280	--	depreciation accounts
392.290	--	issuance of securities
392.300.2	--	stock acquisition
392.310	--	stock & debt issuance
392.320	--	stock dividend payment
392.330	--	issuance of securities, debts and notes
392.340	--	reorganizations
<u>Commission Rules</u>		
4CSR 240-3.545(2)(C)	--	rate schedules
4 CSR 240-10.020	--	depreciation fund income
4 CSR 240-30.040	--	Uniform System of Accounts
4 CSR 240-33.030	--	minimum charges rule

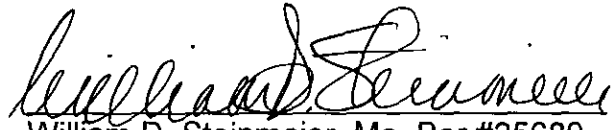
7. Applicant is financially capable of providing the services proposed. Applicant also possesses the necessary technical and managerial expertise and experience necessary to provide the services it proposes to offer at standards that will meet or exceed all service standards established by the Commission.

8. Applicant states that it does not have any pending action or final unsatisfied judgments or decisions against it from any state or federal agency or court which involve customer service or rates, which action judgment or decision has occurred within three (3) years of the date of this Application.

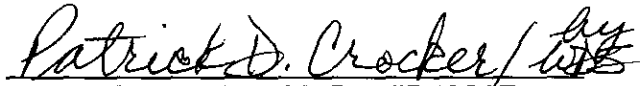
9. Applicant states that no Commission annual report or assessment fees are overdue.

WHEREFORE, Applicant respectfully requests that the Commission: (1) expeditiously grant it a certificate of service authority to provide intrastate, resold interexchange and non-switched local exchange telecommunications services within the State of Missouri; (2) grant Applicant and its proposed services competitive status; (3) waive the application of the above-referenced statutes and Commission rules, consistent with past Commission practice and the Commission's treatment of other certificated, competitive providers of intrastate interexchange and non-switched local exchange telecommunications services; and (4) approve its proposed tariffs submitted herewith.

Respectfully submitted,



William D. Steinmeier, Mo. Bar #25689
Mary Ann (Garr) Young, Mo. Bar #27951
WILLIAM D. STEINMEIER, P.C.
2031 Tower Drive
P.O. Box 104595
Jefferson City, MO 65110-4595
Tel.: (573) 659-8672
Fax: (573) 636-2305
Email: wds@wdspc.com
Myoung0654@aol.com



Patrick D. Crocker, MI Bar #P43527
Early, Lennon, Crocker
& Bartosiewicz, P.L.C.
900 Comerica Building
Kalamazoo, MI 49007
Tel.: (269) 381-8844
Fax: (269) 381-8822
Email: pcrocker@earlylennon.com

ATTORNEYS FOR APPLICANT
NOW ACQUISITION CORPORATION

Dated: July 25, 2003

CERTIFICATE OF SERVICE

I hereby certify that a copy of the foregoing Verified Application has been sent this date to the General Counsel's Office and the Office of the Public Counsel by hand-delivery, this 25th day July, 2003.


William D. Steinmeier

VERIFICATION

Donald Zyck of NOW ACQUISITION CORPORATION, first being duly sworn on oath, deposes and says that he has read the foregoing Application and verifies that the statements made therein are true and correct to the best of his knowledge, information and belief.

BY: _____

Donald Zyck
Its Assistant Secretary

The foregoing instrument was acknowledged before me this 7th day of JULY, 2003
by Donald Zyck.



Notary Public

For the County of COOK

For the State of ILLINOIS

My Commission expires 11/02/03

APPENDIX A-1

Secretary of State Certificate

STATE OF MISSOURI



Matt Blunt
Secretary of State
CERTIFICATE OF AUTHORITY

WHEREAS,

NOW ACQUISITION CORPORATION
F00528025

using in Missouri the name

NOW ACQUISITION CORPORATION

has complied with the General and Business Corporation Law which governs Foreign Corporations; by filing in the office of the Secretary of State of Missouri authenticated evidence of its incorporation and good standing under the Laws of the State of Delaware.

NOW, THEREFORE, I, MATT BLUNT, Secretary of State of the State of Missouri, do hereby certify that said corporation is from this date duly authorized to transact business in this State, and is entitled to all rights and privileges granted to Foreign Corporations under the General and Business Corporation Law of Missouri.

IN TESTIMONY WHEREOF, I have set my hand and imprinted the GREAT SEAL of the State of Missouri, on this, the 18th day of June, 2003.


Secretary of State

