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EDWIN M. SCHAEFER
OF COUNSEL
DAVID L. MILLAR 1895-1993

September 27, 1999

FILED

SEP 28 1999

VIA FEDERAL EXPRESS

Mr. Cecil I. Wright, Executive Secretary
Missouri Public Service Commission
P. O. Box 360530
Truman State Office Building
301 W. High Street
Jefferson City, Missouri 65102-0360

Missouri Public
Service Commission

In Re: In the matter of the Application of Navigator
Telecommunications, L.L.C. for a Certificate of
Service Authority to Provide Competitive Intrastate
Interexchange Telecommunications Service in the
State of Missouri and to Classify Said Services and
Company as Competitive.
Case No.: TA-2000-232 Tariff No.: 200000231

Dear Mr. Wright:

In accordance with the Order requiring filing entered by
Judge Roberts on September 22, 1999, submitted herewith on behalf
of Navigator Telecommunications, L. L. C. are an original and
fourteen (14) copies of an Amended Application for a Certificate of
Authority and for Competitive Classification. The Amended
Application contains the Affidavit of an authorized officer of the
company as required by Commission Rule 4CSR240-2.060(1)(F).

We apologize for any inconvenience caused by our failure to
have the original Application verified by Affidavit.

If anything further is required with respect to the Amended
Application, please advise accordingly.

Thanking you in advance, I am,

Very truly yours,

MILLAR, SCHAEFER, HOFFMANN & ROBERTSON

By *Gregory F. Hoffmann*
Gregory F. Hoffmann

GFH:jh
Enclosure
cc: Mr. Mike McAlister

FILED

BEFORE THE PUBLIC SERVICE COMMISSION SEP 28 1999
OF THE STATE OF MISSOURI

Missouri Public
Service Commission

In the matter of the Application of)
Navigator Telecommunications, LLC.,)
for a certificate of service authority to)
provide Intrastate Interexchange)
Telecommunications Service in the)
State of Missouri and to classify said)
services and company as competitive)

Case No. TA-2000-232
Tariff No. 200000231

AMENDED APPLICATION FOR CERTIFICATE OF SERVICE AUTHORITY
AND FOR COMPETITIVE CLASSIFICATION

Comes now Navigator Telecommunications, LLC. ("Navigator"), by its undersigned counsel, and hereby applies pursuant to Section 392.440 RSMo 1994 for authority to provide intrastate interexchange telecommunications services in the State of Missouri and to classify said service and company as competitive. In support of its application, Navigator states as follows:

1. Navigator is a limited liability company organized pursuant to the laws of the State of Arkansas. Attached hereto as Exhibit A is a copy of Navigator's Articles of Organization as filed with the Arkansas Secretary of State. Navigator is registered with the Missouri Secretary of State as a foreign limited liability company authorized to transact business in the State of Missouri. A copy of that Certificate is attached hereto as Exhibit B.

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2. All inquiries, correspondence, communications, pleadings, notices, orders and decisions relating to this case should be addressed to:

Gregory F. Hoffmann
Millar, Schaefer, Hoffmann & Robertson
230 S. Bemiston, Suite 1110
St. Louis, MO 63105
(314) 862-0983 Telephone
(314) 862-3490 Facsimile
Attorneys for Navigator Telecommunications, LLC.

Michael McAlister, General Counsel
Navigator Telecommunications, LLC.
212 Center Street, Suite 500
P.O. Box 8004
Little Rock, AR 72201
(501) 301-1600 Telephone
(501) 301-1602 Facsimile

3. Navigator is currently certified to provide basic local exchange services in the portions of Missouri served by SWBT, pursuant to the Commission's Order entered in Case No. TA-98-383. With this Application, Navigator proposes to also provide intrastate interexchange telecommunications services throughout the State of Missouri.

4. Pursuant to this application, Navigator seeks to offer and provide intrastate interexchange telecommunications service, including 1+, 800/888/887 services, directory assistance, debit card, and travel card services.

5. Navigator possesses the technical and managerial expertise and experience necessary to provide the service it proposes. Besides the certificate of authority it already possesses in Missouri, Navigator is authorized to provide basic local exchange telecommunications services in Arkansas, Texas, Kansas, Kentucky, Florida, Oklahoma, Michigan, North Carolina, South Carolina, and Tennessee, and is authorized to provide intrastate interexchange telecommunications services in Arkansas, Florida, California, Michigan, Kentucky, Georgia, Texas, Tennessee, and North Carolina, with applications pending in several other states. The Commission has already found that Navigator possesses the technical, managerial, and financial ability to provide basic local exchange services in Missouri in Case No. TA-98-383. Navigator asks that the Commission take official notice of Case No. TA-98-383 and incorporate herein by reference the information set forth in that Application and proceeding. Descriptions of the backgrounds of Navigator's management, which demonstrates the extensive experience and expertise, are attached hereto and incorporated herein by reference as Exhibit C. Navigator also possesses the necessary financial resources to provide the service for which authority is requested.

6. The Commission has classified Navigator as a competitive company subject to the conditions set out in the Order in Case No. TA-98-383 and subject to the waivers set out therein regarding the provisioning of basic local telecommunications services. For the purposes of this Application to provide interexchange services, Navigator seeks similar classification of itself and its services as competitive.

7. Consistent with the Commission's treatment of other certificated interexchange carriers, Navigator requests that the following statutes and regulations be waived for Navigator and its interexchange service offerings:

<u>Statutes</u>	<u>Missouri Public Service Commission Rules</u>
392.240(1)	4 CSR 240-10.020
392.270	4 CSR 240-30.010(2)(C)
392.280	4 CSR 240-30.040
392.290	4 CSR 240-32.030(1)(B)
392.310	4 CSR 240-32.030(1)(C)
392.320	4 CSR 240-32.030(2)
392.330	4 CSR 240-32.050(3)
392.340	4 CSR 240-32.050(4)
	4 CSR 240-32.050(5)
	4 CSR 240-32.050(6)
	4 CSR 240-32.070(4)
	4 CSR 240-33.030
	4 CSR 240-33.040(5)

8. Navigator is filing in conjunction with this Application a proposed tariff with a forty-five day effective date. The proposed tariff describes the rates, rules, and regulations Navigator intends to use, identifies Navigator as a competitive company, and lists the waivers requested. The proposed tariff details the services, equipment, and pricing Navigator proposes to offer.

9. Navigator remains willing to comply with all applicable Commission rules and remains willing to meet all relevant service standards including, but not limited to, quality of service, billing, and tariff filing and maintenance.

10. Navigator submits that the public interest will be served by Commission approval of this application to amend its certificate of authority because the proposed

expansion of Navigator's area of service will create and enhance competition and expand customer service options consistent with the legislative goals set forth in the federal Telecommunications Act of 1996 and Chapter 392 RSMo. Prompt approval of this application to amend also will expand the availability of innovative, high quality, and reliable telecommunications within the State of Missouri.

WHEREFORE, applicant Navigator Telecommunications, LLC. respectfully requests that the Commission grant it a certificate of service authority to provide interexchange telecommunications services as herein requested, classify Navigator and its proposed services as competitive, and grant a waiver of the aforesaid statutes and regulations

Respectfully submitted,

Gregory F. Hoffmann
Missouri Bar No. 22101
Millar, Schaefer, Hoffmann & Robertson
230 S. Bemiston, Suite 1110
St. Louis, MO 63105
314-862-0983
314-862-3490 (Fax)

Attorneys for
Navigator Telecommunications, LLC.

CERTIFICATE OF SERVICE

I hereby certify that copies of the foregoing Application for Certificate of Authority of Navigator Telecommunications, LLC. have been mailed to those listed below, as of this 13th day of September, 1999:

General Counsel
Missouri Public Service Commission
P.O. Box 360
Jefferson City, MO 65102

Office of the Public Counsel
P.O. Box 7800
Jefferson City, MO 65102

Michael McAlister
General Counsel
Navigator Telecommunications, LLC.
P.O. Box 8004
Little Rock, AR 72201

Gregory F. Hoffmann

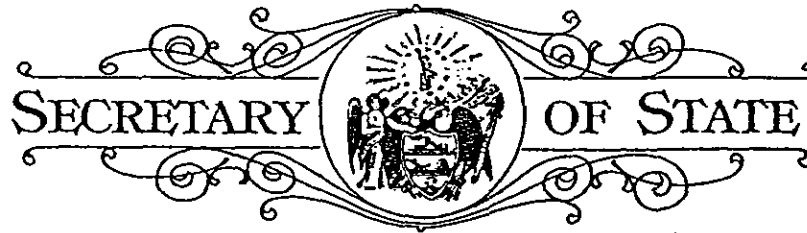
**BEFORE THE PUBLIC SERVICE COMMISSION
OF THE STATE OF MISSOURI**

**APPLICATION FOR CERTIFICATE OF SERVICE AUTHORITY
AND FOR COMPETITIVE CLASSIFICATION
of
NAVIGATOR TELECOMMUNICATIONS, LLC.**

EXHIBIT A

Articles of Organization

STATE OF ARKANSAS



Sharon Priest
SECRETARY OF STATE

To All to Whom These Presents Shall Come, Greetings:

I, Sharon Priest, Secretary of State of Arkansas, do hereby certify that the following and hereto attached instrument of writing is a true and perfect copy of

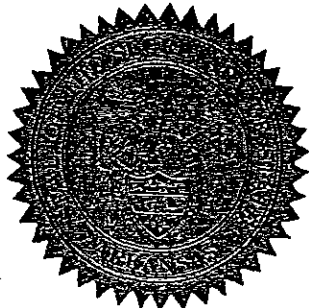
ARTICLES OF ORGANIZATION

OF

NAVIGATOR TELECOMMUNICATIONS, LLC.

ORIGINAL ARTICLES FILED:

September 9, 1997



In Testimony Whereof, I have hereunto set my hand and affixed my official Seal. Done at my office in the City of Little Rock, this 9th day of September 1997.

Sharon Priest

Secretary of State

CORPORATIONS DIVISION
NO. 150748

97 SEP -9 AM 11: 14

Instructions: File in DUPLICATE with the Secretary of State, State Capitol, Little Rock, Arkansas 72201-1094. A copy will be returned after filing has been completed.
PLEASE TYPE OR PRINT IN INK

SECRETARY OF STATE
STATE OF ARKANSAS

State of Arkansas - Office of Secretary of State
ARTICLES OF ORGANIZATION

The undersigned authorized manager or member or person forming this Limited Liability Company under the Small Business Entity Pass Through Act, Act 1993, adopt the following Articles of Organization of such Limited Liability Company.

First: The Name of the Limited Liability Company is:

NAVIGATOR TELECOMMUNICATIONS, LIMITED LIABILITY COMPANY, LLC.

Must contain the words "Limited Liability Company," "Limited Company," or the abbreviation "LLC," "L.C.," "LLC," or "LC." The word "Limited" may be abbreviated as "Ltd.," and the Company may be abbreviated as "Co." Companies which perform PROFESSIONAL SERVICE MUST additionally contain the words "Professional Limited Liability Company," "Professional Limited Company," or the abbreviations "P.L.L.C.," "P.L.C.," "PLLC," or "PLC." The word "Limited" may be abbreviated as "Ltd." and the word Company may be abbreviated as "Co."

Second: Address of registered office of the Limited Liability Company which may be, but not be, the place of business shall be:

11810 PLEASANT RIDGE ROAD, #601
LITTLE ROCK, ARKANSAS 72212

Third: The name of the registered agent and the business residence or mailing address of said agent shall be:

LOUIS F. McALISTER, JR
11810 PLEASANT RIDGE ROAD, #601
LITTLE ROCK, ARKANSAS 72212

(a) Acknowledgment and acceptance of appointment MUST be signed. I hereby acknowledge and accept the appointment of registered agent for and on behalf of the above named Limited Liability Company.


Please sign here LOUIS F. McALISTER, JR.

Fourth: The latest date (month, day, year) upon which this Limited Liability Company is to dissolve:

12-31-2097

Fifth: IF THE MANAGEMENT OF THIS COMPANY IS VESTED IN A MANGER OR MANAGERS, A STATEMENT TO THAT EFFECT MUST BE INCLUDED IN THE SPACE PROVIDED OR BY ATTACHMENT:

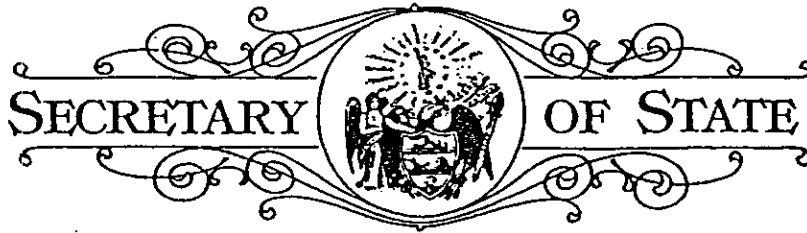
PLEASE TYPE OR PRINT CLEARLY IN INK THE NAME OF THE PERSON(S) AUTHORIZED TO EXECUTE THIS DOCUMENT.

LOUIS F. McALISTER, JR.

Signature of authorized manager, member, or person forming this Company:
Filing Fee \$50.00


LOUIS F. McALISTER, JR.

STATE OF ARKANSAS



Sharon Priest
SECRETARY OF STATE

To All to Whom These Presents Shall Come, Greetings:

I, Sharon Priest, Secretary of State of Arkansas, do hereby certify that the following and hereto attached instrument of writing is a true and perfect copy of

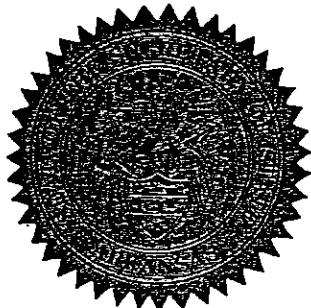
CERTIFICATE OF AMENDMENT

OF

NAVIGATOR TELECOMMUNICATIONS, LLC.

FILED IN THIS OFFICE:

November 12, 1997



In Testimony Whereof, I have hereunto set my hand and affixed my official Seal.
Done at my office in the City of Little Rock,
this 12th day of November 1997.

Sharon Priest
Secretary of State

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

**APPLICATION FOR CERTIFICATE OF SERVICE AUTHORITY
AND FOR COMPETITIVE CLASSIFICATION
of
NAVIGATOR TELECOMMUNICATIONS, LLC.**

EXHIBIT B

**Certificate of Registration as a foreign limited liability company
issued by the
Missouri Secretary of State**

STATE OF MISSOURI



Rebecca McDowell Cook
Secretary of State

CERTIFICATE OF REGISTRATION
FOREIGN LIMITED LIABILITY COMPANY

WHEREAS,
NAVIGATOR TELECOMMUNICATIONS, LLC

USING IN MISSOURI THE NAME
NAVIGATOR TELECOMMUNICATIONS, LLC

AND EXISTING UNDER THE LAWS OF THE STATE OF ARKANSAS
HAS FILED WITH THIS STATE ITS APPLICATION FOR REGISTRATION AND
WHEREAS THIS APPLICATION FOR REGISTRATION CONFORMS TO THE
MISSOURI LIMITED LIABILITY COMPANY ACT;

NOW, THEREFORE, I, REBECCA MCDOWELL COOK, SECRETARY OF STATE,
STATE OF MISSOURI, BY VIRTUE OF AUTHORITY VESTED IN ME BY LAW,
DO CERTIFY AND DECLARE THAT ON THE 17TH DAY OF NOVEMBER, 1997,
THE ABOVE FOREIGN LIMITED LIABILITY COMPANY IS DULY AUTHORIZED
TO TRANSACT BUSINESS IN THE STATE OF MISSOURI
AND IS ENTITLED TO ANY RIGHTS GRANTED
LIMITED LIABILITY COMPANIES.

IN TESTIMONY WHEREOF, I HAVE SET MY
HAND AND IMPRINTED THE GREAT SEAL OF
THE STATE OF MISSOURI, ON THIS, THE
17TH DAY OF NOVEMBER, 1997.

Rebecca McDowell Cook
Secretary of State

\$105.00



EXHIBIT "B"
To Application for Certificate of Service
Authority and for Competitive Classification
Filed with Missouri Public Service Commission

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

APPLICATION FOR CERTIFICATE OF SERVICE AUTHORITY
AND FOR COMPETITIVE CLASSIFICATION
of
NAVIGATOR TELECOMMUNICATIONS, LLC.

EXHIBIT C

Management backgrounds

Stephen L. Parr, 45, is a co-founder of Navigator Telecommunications. He serves as Chairman of the Board and Chief Financial Officer. He is also president of Navigator Capital Management, LLC. Previously, Mr. Parr was at Goldman, Sachs for 18 years. As a Vice-president, he was an international specialist and discretionary money manager, supervising global investing for several key clients. Mr. Parr serves on the Boards of Directors of Nextek, Inc., a high-technology manufacturer of electronics; Corphealth, Inc., a health care services company, Braman Furniture Int'l., a furniture manufacturer, Bollinger Industries, a personal fitness company, and Aqua Dynamics, a ozone and specialty chemical company. Mr. Parr graduated from Vanderbilt University with a BA degree and received his MBA from Emory University.

Louis F. McAlister, Jr., 45, is a co-founder of Navigator Telecommunications. He acts as President and Chief Executive Officer. He is an experienced telecommunications innovator. During his 19-year career at Southwestern Bell Telephone (SWBT) he served in a wide variety of positions including engineering, operations, sales, customer service, and marketing. At SWBT, he introduced several new services, systems enhancements, and work process improvements that increased revenues and reduced costs. Mr. McAlister spent three years at Bell Communications Research (Bellcore) in systems design and operations strategic planning. His team developed a business model for end-to-end service operations, administration, maintenance, and provisioning that is in use today in the Regional Bell Operating Companies.

In 1991, Mr. McAlister joined Network Equipment Technologies (N.E.T.) where he was instrumental in their worldwide sales and marketing success to the carrier market. In addition to being a perennial revenue overachiever at N.E.T., he helped develop marketing

plans, collateral, and sales compensation plans for the Carrier Sales group. Mr. McAlister also recruited and hired many of the field sales and engineering personnel for the carrier sales effort. His clients included AT&T, SWBT, NYNEX, and Sprint.

Mr. McAlister joined Sattel Communications in 1996 to organize a sales program targeting Internet service providers (ISPs) and competitive local exchange carriers (C-LECs). This start-up manufacturer of central office switches was a leader in the formation of the competitive local telecommunications market.

Mr. McAlister holds a BA from the University of Arkansas and an MS in Telecommunications Management from the Polytechnic University of New York. He also attended the University of Arkansas School of Law and was an Adjunct Professor at the Washington University in St. Louis Graduate School of Engineering Policy and Management.

Travis L. Parr, 47, is Vice-president of Marketing and Business Development at Navigator. Mr. Parr is a seasoned senior executive using his experience in brand management and major account sales management to develop sales plans, compensation systems, and competitive analysis. He is the former President, Marathon Venture Capital, (Madison Heights, MI). He is the former President of Meteor Photo and Imaging Company, (Troy, MI), digital imaging. He also served in various capacities at several other companies including, American Tape Company (manufacturing) (Marysville, MI); Dox & Seaway Automotive (Detroit, MI); The Allen Group (artificial intelligence diagnostics) and Marketing Manager Chrysler Corporation (electronics division). Mr. Parr earned his BA from Vanderbilt University and an MBA Emory University.

Daniel A. Margolis, 32, is Vice-president of Operations at Navigator Telecommunications. He brings a diverse telecommunications background, spanning the areas of sales, service, and product development, both in central office and customer premises equipment. Before joining Navigator, he served as a Sales Engineering Manager for Sattel Communications, a provider of central office equipment for emerging carriers. Previously, Mr. Margolis was responsible for the operation of the services department of an AT&T/Lucent Technologies branch office, having previously performed several branch roles including sales, systems consultant, and project manager. He began his career as a product design engineer at Bell Laboratories. Mr. Margolis earned his Bachelors' and Masters' Degrees in Electrical Engineering from MIT, where he served as President of Phi Beta Epsilon fraternity.

Kenrick L. LeDoux, 35, is Vice-president of Network Services. He began his career with Southwestern Bell Telephone Co. in 1983. He has worked in several engineering and technical sales positions including data communications and network design. Mr. LeDoux joined Network Equipment Technologies in 1993 as an ATM specialist. Mr. LeDoux has a BS in Computer Science and an MS in Computer Science from the University of Missouri, an MBA from Maryville College, and an MS in Telecommunications Management from Washington University in St. Louis. He is certified by several industry boards in the areas of building wiring, systems design, and network design.

Hilgrove (Hal) Gordon, 67, is VP-Human Resources at Navigator. Mr. Gordon's career spans over 35 years of computer, telecommunications, data, and equipment sales and management. He began his career with Xerox Corporation in a variety of positions

culminating in his promotion to Regional Vice-president for Sales. He joined Timplex in 1979 as Vice-president of the Eastern Region. He was instrumental in the development of several key executives at Timeplex and was recognized for his leadership and high achievement. Mr. Gordon joined Network Equipment Technologies in 1985 as Vice-president of the Midwest Region. During his tenure at NET, Mr. Gordon's organization was recognized annually as the company leader in sales and service performance. Mr. Gordon brings a wealth of experience in sales and marketing including distribution strategies, pricing and promotion to Navigator. Currently, Mr. Gordon serves as a consultant to the industry. Mr. Gordon earned both a BA and an MBA from Columbia University in New York City.

Michael E. McAlister, 36, is Director of Regulatory Affairs and General Counsel. Mr. McAlister is an attorney and is new to the Navigator team. Previously, he worked for the Arkansas Court of Appeals. He is a graduate of Vanderbilt University (BA) and the University of Arkansas at Little Rock School of Law (JD). He is admitted to the Arkansas Bar.