

Richard J. Watson
Attorney at Law
P. O. Box 449
Catawissa, MO 63015

February 10, 1997

TA-97-320

Mr. Cecil Wright, Executive Secretary
Missouri Public Service Commission
P.O. Box 360
Truman State Office Building
Jefferson City, MO 65102

ATTENTION: TELECOMMUNICATIONS RESELLER DIVISION

RE: Prime Line Communications, Inc. d/b/a Prime Link Long Distance, Inc.

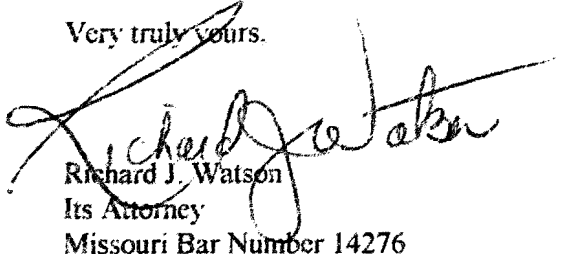
Dear Mr. Wright:

Please accept this revised letter in connection with the application and tariff filing of the above mentioned company. The original letter was filed with you on January 23, 1997. The original did not contain my Missouri Bar Number, I am sorry for any inconvenience this may have caused.

I have enclosed a duplicate copy of this letter. Please date-stamp the duplicate and return it to me in the enclosed self-addressed, pre-stamped envelope.

Should you have any questions, please feel free to contact me.

Very truly yours,


Richard J. Watson
Its Attorney
Missouri Bar Number 14276

RJW/ds

Enclosures

cc: Denis Gladbach
Chester white

RECEIVED
FEB 11 1997
MISSOURI
PUBLIC SERVICE COMMISSION

*This is incorrect
no. no. bar #*

Richard J. Watson
Attorney at Law
P. O. Box 449
Catawissa, MO 63015

January 23, 1997

Mr. Cecil Wright, Executive Secretary
Missouri Public Service Commission
P.O. Box 360
Truman State Office Building
Jefferson City, MO 65102

ATTENTION: TELECOMMUNICATIONS RESELLER DIVISION

RE: Prime Line Communications d/b/a/ Prime Link Long Distance, Inc.

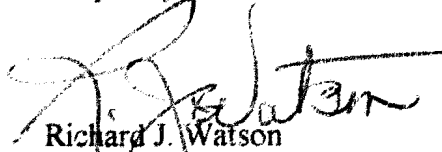
Dear Mr. Wright:

Enclosed herewith for filing with the Commission pursuant to Section 392.410 of the Missouri Revised Statutes and 4 CRS 240-2060, please find the original and fourteen copies of the above captioned corporation's application concerning the resell of telecommunications services in the state of Missouri.

In addition, enclosed is a duplicate copy of this letter. Please date-stamp the duplicate and return it to me in the enclosed self-addressed, pre-stamped envelope.

Should you have any questions, please feel free to contact me.

Very truly yours,


Richard J. Watson
Its Attorney

RJW/ds

Enclosures

cc: Dennis Gladbach
Chester White

MISSOURI PUBLIC SERVICE COMMISSION
POST OFFICE BOX 360
JEFFERSON CITY, MISSOURI 65102

APPLICATION FOR A CERTIFICATE
OF SERVICE AUTHORITY TO PROVIDE COMPETITIVE
INTERCHANGE TELECOMMUNICATIONS SERVICES
AND TO BE CLASSIFIED AS A COMPETITIVE
TELECOMMUNICATION COMPANY
(\$ 392.410 RSMo AND § 392.361 RSMo)

TA-97-320

- A. Name of Applicant: Prime Line Communications, Inc. d/b/a Prime Link Long
Distance, Inc.
Principal Address: 209 G., East Green Meadows Road
Columbia, Missouri 65203
Telephone Number: 573-443-1011
Toll Free Number: N/A

FILED

FEB 11 1997

**MISSOURI
PUBLIC SERVICE COMMISSION**

- B. Applicant provides telecommunications services to small and medium volume business users. 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 which meets the individualized needs of such business customers. Applicant will arrange for the traffic of underlying subscribers to be routed directly over the networks of Applicant's network providers.

- C. Name and telephone number of person authorized to respond to Commission inquiries Monday through Friday.

Prime Line Communication, d/b/a
Prime Link Long Distance, Inc.
209 G. Green Meadows Rd.
Columbia, Missouri 65203
Phone: 573-443-1011

Regulatory
Consultant: Dianna Schoppenhorst
314-257-2261
Customer Service or Dennis Gladbach
Consumer Complaints: 573-443-1011

- D. Applicant respectfully requests that the Missouri Public Service Commission grant Applicant a Certificate of Service Authority to Provide Competitive Interexchange Telecommunications Services and to be Classified as a Competitive Telecommunication Company pursuant to § 392.410, and § 392.361 of the Missouri Revised Statutes, along with 4 CSR 240-2060.

E. Applicant seeks authority to operate as a reseller of intrastate interexchange telecommunications services to the public on a statewide basis. Applicant seeks authority to offer a full range of "1+" interexchange telecommunications services on a resale basis. Specifically, Applicant seeks authority to provide MTS, out-WATS, in-WATS, Calling Card and Debit Card services. Applicant will provide operator services. Operator services will be provided through the Applicant. Calls will be branded by the Applicant. Billing for operator services will be through a third party. The Applicant's operator services are offered to end users at traffic aggregator locations under the same terms, conditions and rates as Applicant's services offered directly to customers. Applicant agrees to comply with all requirements established by the Missouri Commission for the provisioning of operator services. In addition, Applicant agrees not to collect location surcharges at traffic aggregator locations.

F. Directors are attached hereto as Exhibit A.

G. A statement in compliance with 4 CSR 240-2.040 regarding representation by a foreign attorney and designation of local counsel is attached hereto as Exhibit B. Designated Local Counsel:

Mr. Richard J. Watson
Attorney at Law
P.O. Box 449
Catawissa, MO 63015
Missouri Bar Number 14276

H. Type of Organization:

Individual _____ Corporation X _____

Partnership _____ Other _____

(i) Attach as Exhibit C is a copy of Certification of Authority issued by Missouri Secretary of State showing corporation's authority to engage in business in Missouri.

- I. Applicant hereby requests to be classified as a competitive telecommunications company. Applicant's entry into the Missouri marketplace is in the public interest because Applicant intends to make a uniquely attractive blend of service quality, network management and reporting, and low rates available with regard to MTS, out-WATS, in-WATS, Calling Card and Debit Card services, Operator Services. Namely, Applicant's offering ultimately will enable small/medium size businesses in Missouri to obtain long distance services at rates which previously were available only to larger businesses. In addition to the direct benefits delivered to the public by its services, Applicant's entry into the Missouri marketplace will benefit the public indirectly by increasing the competitive pressure felt by existing IXCs, spurring them to lower costs and improve services in response.

- J. Applicant respectfully requests that the Commission grant Applicant waivers consistent with the standard waivers traditionally extended to similarly situated Applicants, including without limitation waivers of the Rules and Regulations set forth in Exhibit D.

- K. Attached as Exhibit E is Applicant's proposed tariff.

WHEREFORE, Prime Line Communications, Inc. d/b/a Prime Link Long Distance, Inc., respectfully requests that this Commission grant it authority to provide interexchange telecommunications services and to be classified as a competitive telecommunication company within the State and that the Commission approve Applicant's initial tariff effective forty-five (45) days upon receipt of Application.

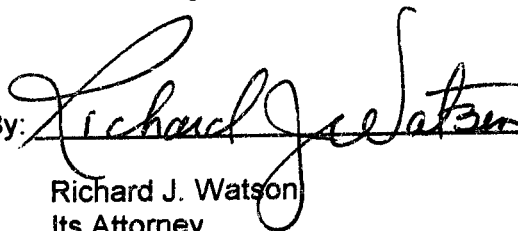
Respectfully submitted,

Prime Link Long Distance, Inc.

Dated: _____

1-22-97

By: _____




Richard J. Watson
Its Attorney
Missouri Bar Number 14276

VERIFICATION

I, James C. Watson, Secretary -Treasurer, of Prime Line Communications, d/b/a Prime Link Long Distance, Inc., 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.

Prime Line Communications, d/b/a Prime Link Long Distance, Inc.

By:


James C. Watson

The foregoing instrument was acknowledged before me this 3rd day of January 1997 by


Notary Public

For the County of Franklin, Missouri

My Commission Expires:

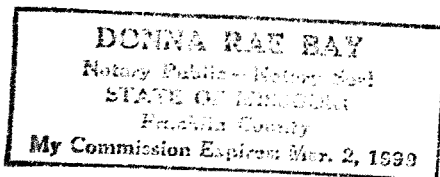


EXHIBIT A

Directors of Prime Line Communications, Inc. d/b/a Prime Link Long Distance, Inc.

Dennis Gladbach, President

Chester White, Vice President

Chris Watson, Secretary-Treasurer

EXHIBIT B

BEFORE THE
MISSOURI
PUBLIC SERVICE COMMISSION

IN THE MATTER OF:

APPLICATION OF
Prime Line Communications, Inc. d/b/a Prime
Link Long Distance, Inc.
FOR A CERTIFICATE OF PUBLIC
CONVENIENCE AND NECESSITY
TO TRANSACT THE BUSINESS OF A
RESELLER OF INTEREXCHANGE
TELECOMMUNICATIONS SERVICES AND
FOR APPROVAL OF ITS INITIAL TARIFF

)
)
)
)
)
)
)
)

DOCKET NO. _____

ENTRY OF APPEARANCE

COMES NOW, Richard J. Watson, and enters his appearance as local counsel on behalf of
Prime Line Communications, Inc. d/b/a Prime Link Long Distance, Inc.

Prime Link Long Distance, Inc.

By: 

Richard J. Watson-Mo. Bar # 14276
Attorney at Law
P.O. Box 449
Catawissa, MO 63015

Attorney for Prime Line Communications, Inc. d/b/a Prime Link
Long Distance, Inc.

EXHIBIT C

STATE OF MISSOURI



Rebecca McDowell Cook
Secretary of State

CORPORATION DIVISION
CERTIFICATE OF CORPORATE RECORDS

PRIME LINE COMMUNICATIONS, INC.

I, REBECCA MCDOWELL COOK, SECRETARY OF STATE OF THE STATE OF MISSOURI AND KEEPER OF THE GREAT SEAL THEREOF, DO HEREBY CERTIFY THAT THE ANNEXED PAGES CONTAIN A FULL, TRUE AND COMPLETE COPY OF THE ORIGINAL DOCUMENTS ON FILE AND OF RECORD IN THIS OFFICE.

IN TESTIMONY WHEREOF, I HAVE SET MY HAND AND IMPRINTED THE GREAT SEAL OF THE STATE OF MISSOURI, ON THIS, THE 8TH DAY OF JANUARY, 1997.

Rebecca McDowell Cook
Secretary of State



STATE OF MISSOURI



Rebecca McDowell Cook
Secretary of State

CORPORATION DIVISION
CERTIFICATE OF INCORPORATION

WHEREAS, DUPLICATE ORIGINALS OF ARTICLES OF INCORPORATION OF
PRIME LINE COMMUNICATIONS, INC.

HAVE BEEN RECEIVED AND FILED IN THE OFFICE OF THE SECRETARY OF
STATE, WHICH ARTICLES, IN ALL RESPECTS, COMPLY WITH THE
REQUIREMENTS OF GENERAL AND BUSINESS CORPORATION LAW;

NOW, THEREFORE, I, REBECCA MCDOWELL COOK, SECRETARY OF STATE
OF THE STATE OF MISSOURI, BY VIRTUE OF THE AUTHORITY VESTED IN
ME BY LAW, DO HEREBY CERTIFY AND DECLARE THIS ENTITY A BODY
CORPORATE, DULY ORGANIZED THIS DATE AND THAT IT IS ENTITLED TO
ALL RIGHTS AND PRIVILEGES GRANTED CORPORATIONS ORGANIZED UNDER
THE GENERAL AND BUSINESS CORPORATION LAW.

IN TESTIMONY WHEREOF, I HAVE SET MY
HAND AND IMPRINTED THE GREAT SEAL OF
THE STATE OF MISSOURI, ON THIS, THE
9TH DAY OF MARCH, 1995.

Rebecca McDowell Cook
Secretary of State



\$58.00



State of Missouri

Rebecca McDowell Cook, Secretary of State

P.O. Box 778, Jefferson City, Mo. 65102

Corporation Division

FILED AND CERTIFICATE OF
INCORPORATION ISSUED

MAR 08 1995

Articles of Incorporation

(To be submitted in duplicate by an attorney or an incorporator.)

The undersigned natural person(s) of the age of eighteen years or more for the purpose of forming a corporation under The General and Business Corporation Law of Missouri adopt the following Articles of Incorporation:

Article One

Prime Line Communications, Inc.

The name of the corporation is _____

Article Two

The address, including street and number, if any, of the corporation's initial registered office in this state is _____

392 Rock Church Road, Catawissa, MO 63015

and the name of its initial agent at such address is _____

James C. Watson

Article Three

The aggregate number, class and par value, if any, of shares which the corporation shall have authority to issue shall be:

The aggregate number of shares which Corporation shall have authority to issue shall be 30,000 shares, all of which shall be common stock shares of the par value of one and no/100's dollars (\$1.00) each.

The preferences, qualifications, limitations, restrictions, and the special or relative rights, including convertible rights, if any, in respect to the shares of each class are as follows:

None.

Article Four

The extent, if any, to which the preemptive right of a shareholder to acquire additional shares is limited or denied.

The preemptive rights of the shareholders to purchase additional shares of the Corporation's authorized capital stock shall not be limited or denied.

Article Five

The name and place of residence of each incorporator is as follows:

Name	Street	City
James C. Watson	392 Rock Church Road,	Catawissa, MO 63015
Denis V. Gladbach	2108 Forest Dr.	Jefferson City, MO 65109
Chester H. White	4924 Woods Crossing	Jefferson City, MO 65109

Article Six

(Designate which and complete the applicable paragraph.)

☒ The number of directors to constitute the first board of directors is 3. Thereafter the number of directors shall be fixed by, or in the manner provided by the bylaws. Any changes in the number will be reported to the Secretary of State within thirty calendar days of such change.

OR

☐ The number of directors to constitute the board of directors is _____. (The number of directors to constitute the board of directors must be stated herein if there are to be less than three directors. The person to constitute the first board of directors may, but need not, be named.)

James C. Watson
Denis V. Gladbach
Chester H. White

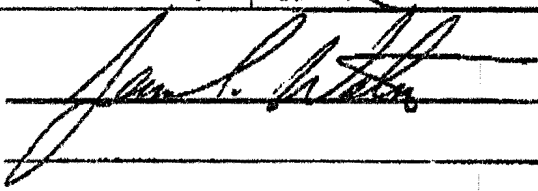
Article Seven

The duration of the corporation is Perpetual.

Article Eight

The corporation is formed for the following purposes:

- (a) To market as an independent contractor various telecommunications equipment and services such as long distance to various types of businesses within the State of Missouri.
- (b) To enter into partnerships or into any arrangement for sharing profits, union of interests, joint ventures or other reciprocal agreements, with any person, association, co-partnership or corporation, or to carry on or engage in any business or transaction capable of being conducted so as to directly benefit Corporation.
- (c) As incident to its other business, to lend and advance monies or extend credit with or without interest, and with or without security, and to guarantee payment of monies or the performance of any kind of obligation or undertaking, and to become surety for any person, firm or corporation.
- (d) To borrow monies for its corporate purposes and to make and issue promissory notes or other evidences of indebtedness for and in payment of property, whether real, personal or mixed, purchased or acquired by it, for services rendered, labor done or for any other lawful purpose or object in and about its business.
- (e) To purchase, hold sell and transfer the shares of its own capital stock; to retire or redeem the shares of its own capital stock; provided, it shall not use its funds or property for the purchase, retirement or redemption of its own shares of capital stock when such use would cause any impairment of its capital; and provided further, that shares of its capital stock belonging to it shall not be voted either directly or indirectly.
- (f) To have one or more offices within as well as without the State Missouri, and in addition to the business objects and purposes herein setforth.
- (g) In general, to carry on any other business in connection with the foregoing and to have and exercise all the powers conferred by laws of Missouri upon corporations formed under the General and Business Corporation Laws of the State of Missouri; and to do any or all of the things hereinbefore set forth, to the same extent as natural persons might or could do.

IN WITNESS WHEREOF, these Articles of Incorporation have been signed this 2nd day
of March, 19 95.


State of Missouri
County of FRANKLIN } ss.

I, MARY L. GOSS, a Notary Public, do hereby certify that
on this 2nd day of MARCH, 19 95, personally appeared before me
JAMES C. WATSON (and _____),
who being by me first duly sworn, (severally) declared that he is (they are) the person(s) who signed the foregoing
document as incorporator(s), and that the statements therein contained are true.

(Notarial Seal)

MARY L. GOSS
Notary Public - Notary Seal
STATE OF MISSOURI
Franklin County
My Commission Expires: June 26, 1998

Mary L. Goss
Notary Public
My commission expires June 26, 1998

FILED AND CERTIFICATE OF
INCORPORATION ISSUED

MAR 09 1995

Rebecca M. Dwyer II Notary
Franklin County, Missouri

STATE OF MISSOURI



Rebecca McDowell Cook
Secretary of State

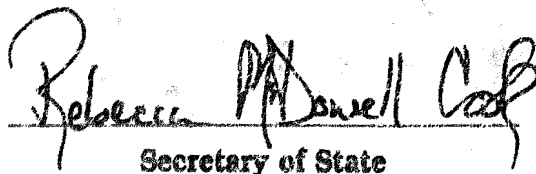
CORPORATION DIVISION

CERTIFICATE OF CORPORATE RECORDS

PRIME LINK LONG DISTANCE, INC.

I, REBECCA MCDOWELL COOK, SECRETARY OF STATE OF THE STATE OF MISSOURI AND KEEPER OF THE GREAT SEAL THEREOF, DO HEREBY CERTIFY THAT THE ANNEXED PAGES CONTAIN A FULL, TRUE AND COMPLETE COPY OF THE ORIGINAL DOCUMENTS ON FILE AND OF RECORD IN THIS OFFICE.

IN TESTIMONY WHEREOF, I HAVE SET MY HAND AND IMPRINTED THE GREAT SEAL OF THE STATE OF MISSOURI, ON THIS, THE 8TH DAY OF JANUARY, 1997.


Secretary of State





State of Missouri
Rebecca McDowell Cook, Secretary of State
Corporation Division

No. **X 312403**

Registration of Fictitious Name
 (Submit in duplicate with a filing fee of \$7)

This information is for the use of the public and gives no protection to the name. There is no provision in this Chapter to keep another company or corporation from adopting and using the same name. (RSMo 417)

We, the undersigned, are doing business under the following name, and at the following address:

Name to be registered: Prime Link Distance, Inc
 Missouri Business Address: 209 E. Green Meadows Rd, Ste G
 (P.O. Boxes not accepted)
 City, State and Zip Code: Columbia Mo 65203

The parties having an interest in the business, and the percentage they own are (if a corporation is owner, indicate corporation name and percentage owned). If all parties are jointly and severally liable, percentage of ownership need not be listed:

Name of Owners, Individual or Corporate	Street and Number	City	State and Zip Code	If listed, Percentage of ownership must equal 100%
Prime Link Communication, Inc #08482AG	209 E Green Meadows Rd (Suite G)	Columbia	Mo 65203	100%

(Must be typed or printed)

Return to: Secretary of State
 Corporation Division
 P.O. Box 778
 Jefferson City, Mo. 65102

(Over)

FILED

OCT 28 1996

Rebecca McDowell Cook
 SECRETARY OF STATE

The undersigned, being all the parties owning interest in the above company, being duly sworn, upon their oaths each did say that the statements and matters set forth herein are true.

Individual
Owners
Sign Here

X _____ X _____
X _____ X _____
X _____ X _____

312403

The undersigned corporation has caused this application to be executed in its name by its President or Vice-President and its Secretary or Assistant Secretary, this 6th day of October, 19 96.

If
Corporation
is
Owner,
Corporation
Officers
Executive
Here

Prime Time Communications, Inc.
(Exact Corporate Title)
By [Signature] Its President or Vice-President
By [Signature] - Secretary
Its Secretary or Assistant Secretary

NONE

(Corporate Seal)
If no seal, state "none".

State of Missouri

County of Cole } ss

I, Shari L. White, A Notary Public, do hereby certify that on the 6th day of October, 19 96, personally appeared before me Venis Gladbach and James Watson, and being first duly sworn by me, acknowledged that they he signed as his own free act and deed the foregoing documents in the capacity therein set forth and declared that the statements therein contained are true.

IN WITNESS WHEREOF, I have hereunto set my hand and seal the day and year before written.

(Notarial Seal)

[Signature]
SHARI L. WHITE
NOTARY PUBLIC-NOTARY SEAL
STATE OF MISSOURI
COLE COUNTY
MY COMMISSION EXPIRES JANUARY 23, 1998

EXHIBIT D

EXHIBIT E