

ORIGINAL

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September 27, 2002

Mr. Dale Hardy Roberts
Secretary/ Chief Regulatory Law Judge
Missouri Public Service Commission
200 Madison Street, Suite 100
P.O. Box 360
Jefferson City, Missouri 65102

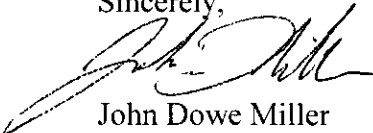
FILED³
SEP 27 2002
Missouri Public
Service Commission

Re: All-Star Acquisition Corporation
Interexchange/ NON-Switched Local Exchange Application

Dear Mr. Roberts,

Please find enclosed for filing an original and eight copies of All-Star Acquisition Corporation's Application For Interexchange/ NON-Switched Local Exchange Authority and For Competitive Classification. The Application includes as Appendix B to the Application Applicant's proposed tariff bearing a 45-day effective date. Also please find an additional five copies of Applicant's proposed tariff for the Commission's tariff file.

Sincerely,



John Dowe Miller

JDM/nt

Enclosure

cc: General Counsel's Office
Office of the Public Counsel
Patrick Crocker

BEFORE THE PUBLIC SERVICE COMMISSION
OF THE STATE OF MISSOURI

FILED³
SEP 27 2002

Missouri Public
Service Commission

In the Matter of the Application of)
All-Star Acquisition Corporation)
for a Certificate of Service Authority to Provide)
Intrastate Interexchange and Non-Switched) Case No. _____
Local Exchange Telecommunications Services)
within the State of Missouri and for Competitive)
Classification.)

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

Comes now **All-Star Acquisition Corporation** ("Applicant" or "All-Star"), by and through counsel, and pursuant to Sections 392.361, 392.410, 392.420, 392.430, 392.440 RSMo 2000, and 4 CSR 240-2.060(6), 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; and
- (c) waives certain Commission rules and statutory provisions pursuant to Sections 392.420 and 392.361 RSMo 2000, consistent with the Commission's past treatment of other certificated providers of competitive interexchange/dedicated private line telecommunications services.

In support of its request, Applicant states that:

1. Applicant 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. Pursuant to the relevant provisions of 4 CSR 240-2.060, a certificate of authority from the Missouri Secretary of State's Office is attached hereto and incorporated herein by reference as **Appendix A**. Applicant's principal place of business is 1151 Seven Locks Road, Potomac, MD 20854.

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

John Dowe Miller	Patrick D. Crocker
Stewart & Keevil, L.L.C.	Early, Lennon, Crocker & Bartosiewicz, P.L.C.
1001 Cherry Street, Suite 302 900 Comerica Building	
Columbia, Missouri 65201	Kalamazoo, Michigan 49007-4752
(573) 499-0635	(616) 381-8844
(573) 499-0638 (fax)	(616) 349-8525 (fax)

with a copy to:

James Morgan
All-Star Acquisition Corporation
1151 Seven Locks Road
Potomac, MD 20854
(301) 610-4300

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

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 which 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. Pursuant to 4 CSR 240-2.060(4)(H), Applicant's proposed tariff bearing an effective date of November 11, 2002, is attached hereto and incorporated herein by reference as **Appendix B**.

4. Applicant requests that it and all its services proposed herein be classified as competitive. Applicant's proposed services herein fall within the category of the types of services which have routinely been authorized by the Commission for numerous other competitive carriers upon verified application without the need for evidentiary hearings. Applicant's proposed services will be subject to sufficient competition to justify a lesser degree of regulation; granting this Application will allow greater price and service options for telecommunications customers and will be in the public interest. Granting Applicant's requested competitive classifications is consistent with past Commission treatment of other competitive certificated interexchange/private line carriers and will encourage competition consistent with the public policy of Federal Telecommunications Act of 1996 and Chapter 392 RSMo.

5. Applicant is willing to comply with all applicable Commission orders, rules and regulations. Applicant requests however, pursuant to Section 392.440 RSMo 2000, 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:

Statutes

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

Commission Rules

4 CSR 240-10.020	--depreciation fund income
4 CSR 240-30.010(2)(C)	--rate schedules
4 CSR 240-30.040	--uniform system of accounts
4 CSR 240-33.030	--minimum charges rule
4 CSR 240-35	--bypass reporting


6. 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.

7. Pursuant to 4 CSR 240-2.060 (1) (K), 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.

8. Pursuant to 4 CSR 240-2.060 (1) (L), 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; and (3) waive the application of the above-referenced statutes and Commission rules; all 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.

Respectfully submitted,


John Dowe Miller MoBar, #50891
STEWART & KEEVIL, L.L.C.
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Columbia, MO 65201
(573) 499-0635
(573) 499-0638 (fax)
jdowemiller@yahoo.com
Attorneys for Applicant:
All-Star Acquisition Corporation

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 27th day of September, 2002.



VERIFICATION

Patrick D. Crocker, Attorney for All-Star 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.

All-Star Acquisition Corporation

By: _____

Patrick D. Crocker

Early, Lennon Crocker & Bartosiewicz, P.L.C.

Its: Attorney

The foregoing instrument was acknowledged before me this 12th day of September 2002
by Patrick D. Crocker.

Cheryl L. Adams

Notary Public, Cheryl L. Adams

Commission Expires: 06/24/05

County of Kalamazoo, Michigan



ALL-STAR AQUISITION CORPORATION
IXC/PRIVATE LINE CERTIFICATE AUTHORITY

APPENDIX A

Certificate of Authority to Transact Business

No. F00512631

STATE OF MISSOURI



Matt Blunt
Secretary of State

CORPORATION DIVISION - CERTIFICATE OF AUTHORITY

WHEREAS,
ALL-STAR ACQUISITION CORPORATION

using in Missouri the name
ALL-STAR 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 4th day of SEPTEMBER, 2002.

A handwritten signature in cursive script that reads "Matt Blunt".

Secretary of State

\$155.00

