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June 26, 2002

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

RE: Joint Application of Quick-Tel Communications, Inc. and Affordaphone, Inc. for Approval of a Transaction Whereby Affordaphone, Inc. Will Acquire the Customers of Quick-Tel Communications, Inc.

Dear Mr. Roberts:

Enclosed for filing on behalf of Quick-Tel Communications, Inc. and Affordaphone, Inc., please find an original and eight (8) copies of a "JOINT APPLICATION."

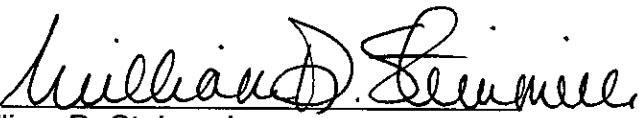
Please see that this filing is brought to the attention of the appropriate Commission personnel.

Copies of this filing are being hand-delivered, or sent via postage-prepaid U.S. mail, to the Office of Public Counsel and the Commission's General Counsel's office.

Thank you for your cooperation and assistance in this matter.

Sincerely,

WILLIAM D. STEINMEIER, P.C.

By:   
William D. Steinmeier

Enclosures

cc: Craig Bolin  
Chris Malish

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

In the Matter of the Joint Application of	)	
	)	
<b>Quick-Tel Communications, Inc. and</b>	)	
<b>Affordaphone, Inc.</b>	)	Case No. _____
	)	
for Approval of a Transaction Whereby	)	
Affordaphone, Inc.	)	
Will Acquire the Customers of	)	
Quick-Tel Communications, Inc.	)	

**JOINT APPLICATION**

COME NOW Quick-Tel Communications, Inc. (Quick-Tel), and Affordaphone, Inc. (Affordaphone), Joint Applicants herein, by their undersigned counsel, and pursuant to Section 392.300 RSMo. and 4 CSR 240-2.060(7), hereby request approval of a transaction whereby Affordaphone acquires assets including all basic local telecommunications service customers of Quick-Tel in Missouri. This Application also requests either a waiver of the subscriber authorization and verification requirements for the change of customers' primary local exchange carrier contained in 4 CSR 240-33.150, or a finding that 4 CSR 240-33.150 is inapplicable to this transaction. Affordaphone is simultaneously filing its application for certificate of service authority and respectfully requests the Commission coordinate these two applications and issue its decision at its earliest convenience. In support of its request, Applicants respectfully state:

1. The Parties

A. Quick-Tel Communications, Inc. is a Texas corporation providing basic local telecommunications service in Missouri pursuant to authority granted by the Missouri Public Service Commission in its Report and Order issued on April 15, 1999 in Case No. TA-99-250. Quick-Tel currently serves approximately 57 customers in the state of Missouri. A copy of Quick-Tel's Certificate of Authority to do business in Missouri from the Missouri Secretary of State's Office was filed in Case No. TA-99-250, and is incorporated herein by reference pursuant to 4 CSR 240-2.060(1)(G). Quick-Tel's principal place of business is 1703 16<sup>th</sup> Street, Bridgeport, Texas, 76426. In accordance with 4 CSR 240-2.060(1)(K), Quick-Tel states that there are no pending actions or final unsatisfied judgments or decisions against Quick-Tel in any state, federal agency, or court which involve customer service or rates for which action, judgment, or decision has occurred within three (3) years of the date of this Application. Pursuant to 4 CSR 240-2.060(1)(L), Quick-Tel hereby affirms that the Company does not have any overdue annual reports. Quick-Tel states that it is not aware that it has any overdue annual assessment fees owed to the Missouri Public Service Commission; however, if Quick-Tel is advised during the pendency of this proceeding that any such fees are owed, Applicant agrees to submit appropriate fees prior to issuance of the Commission's Order in this case.

B. Affordaphone, Inc. is a privately-held corporation organized under the laws of Texas. Affordaphone's principal place of business address is: 1703 16<sup>th</sup> Street, Bridgeport, Texas, 76426. Telephone: (940)683-1853. The character of business performed by Affordaphone is telecommunications. A copy of Affordaphone's Certificate of Authority to do business in Missouri from the Missouri Secretary of State's Office is attached hereto as

Exhibit A. In accordance with 4 CSR 240-2.060(1)(K), Affordaphone states that there are no pending actions or final unsatisfied judgments or decisions against Applicant in any state, federal agency, or court which involve customer service or rates for which action, judgment, or decision has occurred within three (3) years of the date of this Application.

Pursuant to 4 CSR 240-2.060(1)(L), Affordaphone hereby affirms that the Company does not have any overdue annual reports or fees owed to the Missouri Public Service Commission. Affordaphone does not currently have certificate of service authority to provide telecommunications service in Missouri, but is simultaneously applying for authority to provide basic local service.

2. Designated Contacts

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

Mary Ann (Garr) Young  
William D. Steinmeier, P.C.  
2031 Tower Drive  
P. O. Box 104595  
Jefferson City, Missouri 65110-4595  
Telephone: (573) 634-8109  
Fax: (573) 634-8224  
Email: myoung0654@aol.com

with a copy to:

Craig Bolin  
Affordaphone, Inc.  
1703 16<sup>th</sup> Street  
Bridgeport, Texas 76426  
Telephone: 940-683-1853  
Fax: 940-683-8302

and

Chris Malish  
Foster & Malish, L.L.P.  
1403 West Sixth Street  
Austin, Texas 78703  
Telephone: 512-476-8591  
Fax: 512-477-8657  
Email: chrismalish@austin.rr.com

3. The Transaction

The owners of Affordaphone purchased the stock of Quick-Tel in about August 2001, and Quick-Tel has operated as a separate corporation for the purpose of providing telecommunications service in Missouri and other states. Affordaphone now intends to acquire the customers of Quick-Tel so that Quick-Tel may discontinue providing telecommunications service in the state of Missouri. Affordaphone is seeking certificate of service authority to provide basic local telecommunications service in Missouri in a separate application being filed simultaneously herewith. Affordaphone intends to adopt the existing Quick-Tel local service tariff, and will file its tariff adoption notice at such time as is deemed appropriate by the Commission. Missouri customers affected by this agreement include approximately 57 residential customers. Customers will be provided notice of this transaction and their option to transfer to another local exchange company. Quick-Tel intends to discontinue providing telecommunications service in Missouri upon approval of this application and Affordaphone's certificate application and upon transfer of its Missouri customers to Affordaphone. Therefore, Quick-Tel also seeks cancellation of its basic local service certificate of service authority and tariff upon transfer of its customers.

4. Waiver Request

Applicants submit that their efforts to provide customers with notice of the transfer will reasonably and adequately advise customers of the corporate change in their basic local telecommunications service, and therefore respectfully request that the Commission either find that its anti-slamming rule (4 CSR 240-33.150) is inapplicable to this transfer or, in the alternative, find good cause to waive the applicability of 4 CSR 240-33.150 to this transaction.

5. Notice to Customers

Upon Commission approval of this Application and Affordaphone's separate certificate application, but prior to the transfer of Quick-Tel's Missouri customers to Affordaphone, notice will be provided to these customers of the changes in their local service provider. These customers will be advised of the transfer, via a notice that states: (a) that Affordaphone will provide service to the customers with the same services and rates as currently provided to them by Quick-Tel; (b) that the customers have the right to switch to the local service carrier of their choice; (c) that Applicant will reimburse customers for any primary interexchange carrier ("PIC") change charges if imposed by local exchange carriers ("LECs") in connection with this transaction; and (d) that the customers may contact Applicants via a toll-free number with any questions regarding the transfer between companies. An illustrative sample notification letter is attached hereto as Exhibit B. After consummation of the transfer, Affordaphone will send another notification welcoming customers and reiterating statements (a) through (d) above. Other than the identity of the carrier providing their local exchange service, the transaction will be substantially

transparent to customers and will not involve a change in the manner or quality in which Quick-Tel's customers will receive their telecommunications services.

6. Public Interest Considerations

Affordaphone, Inc. has sufficient managerial and financial qualifications to acquire the customer assets of Quick-Tel and to ensure the uninterrupted provision of telecommunications services to customers upon approval of this Application and the application for certificate of service authority filed simultaneously herewith. Affordaphone will provide the same services at the same rates, terms and conditions as provided by Quick-Tel, and no customers will be adversely affected as a result of this transaction. The customers will be sufficiently notified of the transaction and their rights before and after the transaction, including the opportunity to switch to another service provider. This transaction will neither disrupt the service nor cause inconvenience or confusion to Quick-Tel's customers. Therefore, the transaction will not be detrimental to the public interest. Failure to approve the transaction and the related certification application is not in the public interest. This case involves two competitive carriers and failure to approve this transaction would interfere with the ability of competitive carriers to enter and exit the basic local service marketplace. The proposed transaction will not have any impact on the tax revenues of any political subdivision in the State of Missouri

WHEREFORE, Applicants respectfully request that the Commission approve the proposed transfer of the customers of Quick-Tel, Inc., to Affordaphone, grant waiver of 4 CSR 240-33.150, coordinate the issuance of its order in this matter with its prospective order regarding Affordaphone's CLEC application which is being filed simultaneously

**Exhibit A**

**Certificate of Missouri Secretary of State**



No. F00458026

# STATE OF MISSOURI



**Rebecca McDowell Cook**  
**Secretary of State**

## CORPORATION DIVISION - CERTIFICATE OF AUTHORITY

WHEREAS,  
QUICK-TEL COMMUNICATIONS, INC.

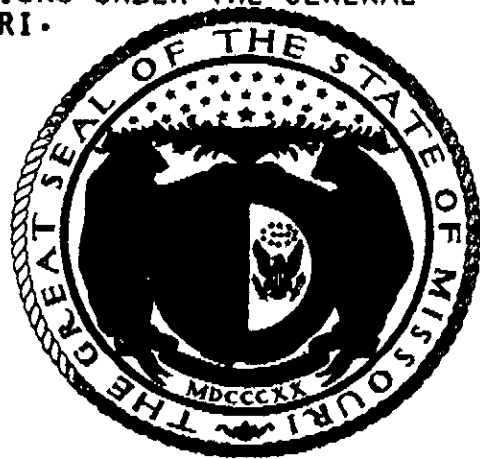
USING IN MISSOURI THE NAME  
QUICK-TEL COMMUNICATIONS, INC.

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 TEXAS.

NOW, THEREFORE, I, REBECCA MCDOWELL COOK, 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  
13TH DAY OF JULY, 1998.

  
Secretary of State



\$155.00

**Exhibit B**

**Illustrative Customer Notice**

## **NOTICE TO ALL CUSTOMERS OF QUICK-TEL COMMUNICATIONS, INC.**

The owners of Affordaphone, Inc. have acquired Quick-Tel Communications, Inc. through a stock purchase that took place in August of 2001. On May 31, 2002, Quick-Tel Communications, Inc. and Affordaphone, Inc. filed a joint application with the Missouri Public Service Commission for approval of a transaction whereby Affordaphone, Inc. will acquire the customers of Quick-Tel Communications, Inc.

As one of Quick-Tel Communications, Inc.'s phone customers, you may send your comments to Secretary of the Commission, P.O. Box 360, Jefferson City, Missouri 65102 or send them to Office of the Public Counsel, P.O. Box 7800, Jefferson City, Missouri 65102 by July 31, 2002. You have the right to switch to the local service carrier of your choice. Affordaphone, Inc. will reimburse you for any primary interexchange carrier ("PIC") change charges if imposed by local exchange carriers ("LECs") in connection with this transaction.

**Please understand that the service you are receiving will not change, nor will the rates you are paying. Where and how you pay your bill will remain the same. Please feel free to call us toll free with any questions regarding this transfer at 1-800-659-3456 or send us your comments to P. O. Box 1220, Bridgeport, TX 76426.**

## **Verifications**

### **To be Late-Filed**