

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

In the Matter of the Cancellation of the)	
Certificate of Service Authority of Business)	Case No.
Productivity Solutions, Inc.)	

MOTION TO CANCEL CERTIFICATE OF SERVICE AUTHORITY

COMES NOW the Staff of the Missouri Public Service Commission (Staff), through the undersigned counsel, and moves for the Missouri Public Service Commission (Commission) to cancel Business Productivity Solutions, Inc.'s (BPS or Company) certificate of service authority to provide interexchange telecommunications services, and nonswitched local exchange telecommunications services, restricted to providing dedicated private line services, and the associated tariff. For said Motion, Staff respectfully states the following:

1. On December 14, 2004, the Commission issued an Order in Case No. XM-2005-0106, granting a certificate of service authority to BPS to provide interexchange telecommunications services, and nonswitched local exchange telecommunications services, limited to providing dedicated private line services. The Order also approved BPS' tariff, YX-2005-0389, P.S.C. MO No. 1, Original Sheet 1 through Original Sheet 121. See Attachment A.
2. On January 14, 2009, the Commission received a letter from BPS, requesting the Company's certificate be cancelled. See Attachment B.
3. 4 CSR 240-3.560 provides the filing procedure for certificated telecommunications companies who wish to cease operations. As BPS' letter lacked many of the filing requirements, Counsel for Staff contacted Robert Salame, the Company's authorized regulatory contact, to acquire additional information.

4. Mr. Salame stated the operations of BPS were integrated into Mettel Telecommunications, and BPS' corporate structure is being dissolved. Mr. Salame stated all certificated services were ceased on August 31, 2008, BPS has no Missouri customers, and the Company's tariff should be cancelled.
5. BPS' updated contact and service address is Robert Salame, Business Productivity Solutions, 44 Wall Street, 6th Floor, New York, NY 10005. The updated telephone number is 212-607-2082 and facsimile is 212-701-8392.
6. APS owes no past assessments to the Commission.
7. Section 392.390(1) RSMo (2000) requires a telecommunications company to "[f]ile annual reports with the commission as required by the commission and in a form and at times prescribed by the commission." BPS is not delinquent in filing any annual report required to date.
8. Because BPS has requested cancellation of its certificate and is not providing telecommunications services in Missouri, Staff recommends the Commission issue an order canceling the Company's certificate.
9. The Commission has the authority to cancel a telecommunications certificate pursuant to Section 392.410.5 RSMo (Supp. 2008), which provides "[a]ny certificate of service authority may be altered or modified by the commission after notice and hearing, upon its own motion or upon application of the person or company affected."
10. The Commission need not hold a hearing, if, after proper notice and opportunity to intervene, no party requests such a hearing. *State ex rel. Rex Deffenderfer Enterprises, Inc. v. Public Service Commission*, 776 S.W.2d 494 (Mo. App. W.D. 1989).

WHEREFORE, the Staff respectfully recommends the Missouri Public Service Commission issue an order 1) canceling Business Productivity Solutions, Inc.'s certificate of service authority to provide interexchange telecommunications services, and nonswitched local exchange telecommunications services, restricted to providing dedicated private line services; and 2) canceling Business Productivity Solutions, Inc.'s associated tariff, P.S.C. Mo. No. 1.

Respectfully submitted,

/s/ Jennifer Hernandez

Jennifer Hernandez
Legal Counsel
Missouri Bar No. 59814

Attorney for the Staff of the
Missouri Public Service Commission
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CERTIFICATE OF SERVICE

I hereby certify that a true and correct copy of the foregoing was served on Robert Salame, regulatory contact for Business Productivity Solutions, 44 Wall Street, 6th Floor, New York, NY 10005, bsalamejr@mettel.net ; and The Office of Public Counsel, 200 Madison Street P.O. Box 2230, Jefferson City, MO 65102, opcservice@ded.mo.gov this 18th day of March, 2009, either by hand delivery, electronic mail or First Class United States Mail, postage prepaid.

/s/ Jennifer Hernandez

STATE OF MISSOURI
PUBLIC SERVICE COMMISSION

At a session of the Public Service Commission held at its office in Jefferson City on the 14th day of December, 2004.

In the Matter of the Joint Application of GE Business)
Productivity Solutions, Inc. and Business Productivity)
Solutions, Inc., for Expedited Approval of (i) the)
Transfer of Assets, Including the Customer Base, of)
GE Business Productivity Solutions, Inc.; (ii) the) **Case No. XM-2005-0106**
Approval of Business Productivity Solutions, Inc., to) **Tariff No. YX-2005-0389**
Provide Resold Long Distance Service in the State)
of Missouri; and (iii) the Voluntary Discontinuance)
of Service in Missouri by GE Business Productivity)
Solutions, Inc.)

ORDER APPROVING TRANSFER OF ASSETS,
GRANTING INTEREXCHANGE AND NONSWITCHED LOCAL
EXCHANGE CERTIFICATE OF SERVICE AUTHORITY,
GRANTING WAIVER OF 4 CSR 240-33.150,
AND APPROVING TARIFF

Syllabus: This order grants Business Productivity Solutions, Inc., a certificate of service authority to provide interexchange and nonswitched local exchange telecommunications services, restricted to providing dedicated private line services, grants competitive classification, grants waivers of certain Commission rules, including 4 CSR 240-33.150, and approves the company's proposed tariff. In addition, this order approves the transfer of assets from GE Business Productivity Solutions, Inc., to Business Productivity Solutions. Finally, this order directs the Applicants to notify the Commission when the transactions are complete so that the Commission may cancel the certificate of authority and tariff of GEBPS.

GEBPS and Business Productivity Solutions applied to the Missouri Public Service Commission on October 21, 2004, for approval of the transfer of assets, including the customers of GEBPS, to Business Productivity Solutions. The Applicants filed an amended application on November 14, 2004. As part of their application, Business Productivity Solutions requested a certificate of service authority to provide intrastate interexchange and nonswitched local exchange telecommunications services in Missouri under Sections 392.410, RSMo Supp. 2003, through 392.450, RSMo 2000.¹ Business Productivity Solutions asked the Commission to classify it as a competitive company and to waive certain statutes and rules as authorized by Sections 392.361 and 392.420.

GEBPS is a Georgia corporation and is the wholly owned subsidiary of General Electric Capital Corporation, which is a wholly owned subsidiary of General Electric Company. General Electric Company is a New York corporation with its principal place of business located at 3135 Easton Turnpike, Fairfield, Connecticut 06431. GEBPS (formerly known as GE Capital Telemanagement Services Corporation) was granted a certificate of service authority to provide intrastate interexchange telecommunications services in Missouri in Case No. TM-2001-578.

Business Productivity Solutions is a Delaware corporation with its principal office located at 730 2nd Avenue South, Suite 900, Minneapolis, Minnesota 55402.

The Commission issued a Notice of Applications for Intrastate Certificates of Service Authority and Opportunity to Intervene on October 26, 2004, directing parties wishing to intervene to file their requests by November 10, 2004. No requests for intervention were filed.

¹ All statutory references are to the Revised Statutes of Missouri (RSMo), revision of 2000, unless otherwise indicated.

The Transfer of Assets

GEBPS and Business Productivity Solutions request permission to transfer most of the assets, including the subscribers, of GEBPS to Business Productivity Solutions and for a waiver of the Commission rule requiring customer authorization and verification of changes in telecommunications providers.²

Applicants state that after the transfer, Business Productivity Solutions will provide services to GEBPS's customers under the same rates and services as GEBPS currently provides. The Applicants state that the transfer will be beneficial to both companies as well as their customers and that the transfer will not be detrimental to the public interest. The Applicants attached a proposed notice to be mailed to each of GEBPS's customers prior to the transfer.

The Applicants stated that the sale of assets will have no tax impact on any political subdivision in Missouri and that the companies have no pending or final judgments against them from any state or federal agency that involve customer service or rates. Applicants stated that they were current on Missouri assessments and fees and in filing annual reports.

The Applicants also requested that, upon the completion of the transactions, GEBPS be relieved of its obligations to provide service and that its certificate and tariff be canceled.

Staff recommended that the Commission approve the proposed transactions and waive the anti-slamming rule with regard to this transfer. Staff also recommended that the

² 4 CSR 240-33.150.

Applicants be required to notify the Commission when the transactions are complete so that GEBPS's certificate and tariff may be canceled.

The standard for approval of a sale of assets is that the sale will not be detrimental to the public interest.³ The Commission has reviewed the application and Staff's recommendations and finds that the proposed sale of assets will have no adverse impact on the Missouri customers of GEBPS. The Commission finds that the transaction is not detrimental to the public interest and should be approved.

The Commission also determines that waiver of 4 CSR 240-33.150 for this transaction is consistent with the purposes of Chapter 392, RSMo, and reasonable. The Commission may grant a waiver of its rules for good cause.⁴ The customers of GEBPS have been provided notice of the transfer and how to switch carriers. In addition, Staff has recommended that the waiver be granted. Therefore, the Commission finds good cause exists to grant a waiver of 4 CSR 240-33.150.

The Commission also finds that GEBPS will not be providing services under its certificate and tariff within Missouri after the transfer of its customers to Business Productivity Solutions. Therefore, the Commission determines that GEBPS should be relieved of its obligations to provide service and GEBPS's certificate and tariffs should be canceled after the approved transactions are complete. The Commission will direct the Applicants to notify the Commission when the transfer has been completed.

³ State ex rel. Fee Fee Trunk Sewer, Inc. v Litz, 596 S.W. 2d 466, 468 (Mo. App. E.D. 1980).

⁴ 4 CSR 240-2.015.

The Certificate of Service Authority

The Applicants request that Business Productivity Solutions be granted a certificate to provide intrastate interexchange and nonswitched local exchange telecommunications services and status as a competitive company along with waivers of certain Commission rules. Business Productivity Solutions filed a proposed tariff with an effective date of January 1, 2005. The tariff describes the rates, rules, and regulations it intends to use, identifies Business Productivity Solutions as a competitive company, and lists the waivers requested.

In its Memorandum filed on December 1, 2004, the Staff of the Commission recommended that the Commission grant Business Productivity Solutions a certificate of interexchange service authority and a certificate of service authority for local exchange telecommunications service on condition that this authority be restricted to providing dedicated private line services. Staff recommended that the Commission grant Business Productivity Solutions competitive status and waiver of the statutes and rules listed in the Notice. Staff recommended that the Commission approve the proposed tariff to become effective on January 1, 2005.

The Commission finds that competition in the intrastate interexchange and nonswitched local exchange telecommunications markets is in the public interest and Business Productivity Solutions should be granted certificates of service authority. The Commission finds that the services Business Productivity Solutions proposes to offer are competitive and Business Productivity Solutions should be classified as a competitive company. The Commission finds that waiving the statutes and Commission rules set out in the ordered paragraph below is reasonable and not detrimental to the public interest.

The Commission finds that Business Productivity Solutions' proposed tariff details the services, equipment, and pricing it proposes to offer, and is similar to tariffs approved for other Missouri certificated interexchange and local exchange carriers. The Commission finds that the proposed tariff filed on October 21, 2004, should be approved to become effective on January 1, 2005.

The Commission reminds the company that failure to comply with its regulatory obligations may result in the assessment of penalties against it. These regulatory obligations include, but are not limited to, the following:

A) The obligation to file an annual report, as established by Section 392.210, RSMo 2000. Failure to comply with this obligation will make the utility liable to a penalty of \$100 per day for each day that the violation continues. 4 CSR 240-3.540 requires telecommunications utilities to file their annual report on or before April 15 of each year.

B) The obligation to pay an annual assessment fee established by the Commission, as required by Section 386.370, RSMo 2000.

C) The obligation to comply with all relevant laws and regulations, as well as orders issued by the Commission. If the company fails to comply, it is subject to penalties for noncompliance ranging from \$100 to \$2,000 per day of noncompliance, pursuant to Section 386.570, RSMo 2000.

D) The obligation to keep the Commission informed of its current address and telephone number.

Furthermore, the company is reminded that, if it is a corporation, its officers may not represent the company before the Commission. Instead, the corporation must be represented by an attorney licensed to practice law in Missouri.

In addition, the company is reminded that Section 392.410.5, RSMo Supp. 2003, renders the company's certificate of service authority null and void one year from the date of this order unless it has exercised its authority under that certificate.

IT IS THEREFORE ORDERED:

1. That the joint application of GE Business Productivity Solutions, Inc., and Business Productivity Solutions, Inc., to transfer the assets including customers is granted.
2. That GE Business Productivity Solutions, Inc., and Business Productivity Solutions, Inc., are authorized to take any and all lawful actions necessary to carry out the proposed sale of assets presented to the Commission.
3. That a waiver of Commission rule 4 CSR 240-33.150, Verification of Orders for Changing Telecommunications Service Provider, is granted for the transfer of customers as proposed in the application.
4. That Business Productivity Solutions, Inc., is granted a certificate of service authority to provide intrastate interexchange telecommunications services in the state of Missouri, subject to all applicable statutes and Commission rules except as specified in this order.
5. That Business Productivity Solutions, Inc., is granted a certificate of service authority to provide nonswitched local exchange telecommunications services in the state of Missouri, limited to providing dedicated private line services, subject to all applicable statutes and Commission rules except as specified in this order.
6. That the certification granted herein is conditioned upon the company's compliance with the regulatory obligations in this order.

7. That Business Productivity Solutions, Inc., is classified as a competitive telecommunications company. Application of the following statutes and regulatory rules shall be waived:

Statutes

- 392.210.2 - uniform system of accounts
- 392.240.1 - rates-rentals-service & physical connections
- 392.270 - valuation of property (ratemaking)
- 392.280 - depreciation accounts
- 392.290 - issuance of securities
- 392.300.2 - acquisition of stock
- 392.310 - stock and debt issuance
- 392.320 - stock dividend payment
- 392.330 - issuance of securities, debts and notes
- 392.340 - reorganization(s)

Commission Rules

- 4 CSR 240-10.020 - depreciation fund income
- 4 CSR 240-30.040 - uniform system of accounts

8. That the tariff filed by Business Productivity Solutions, Inc., on October 21, 2004, as tariff number YX-2005-0389, is approved to become effective on January 1, 2005.

The tariff approved is:

P.S.C. MO No. 1

Original Sheet 1 through Original Sheet 121

9. That Business Productivity Solutions, Inc., shall file a report in this case stating the status of the transactions set out in the ordered paragraphs above no later than March 14, 2005, and continuing every 90 days until it has notified the Commission that all the conditions and transactions have been completed.

10. That this order shall become effective on January 1, 2005.

BY THE COMMISSION

Dale Hardy Roberts
Secretary/Chief Regulatory Law Judge

(S E A L)

Gaw, Ch., Murray, Clayton,
Davis, and Appling, CC., concur.

Dippell, Senior Regulatory Law Judge

BUSINESS PRODUCTIVITY SOLUTIONS, INC.

Via UPS Overnight Delivery

January 8, 2009

Missouri Public Service Commission
PO Box 360
Jefferson City, MO 65102-0360

RECEIVED

JAN 14 2009

*RECORDS
Public Service Commission*

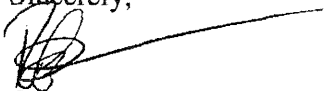
**Re: Business Productivity Solutions, Inc.
DOCKET No: XM-2005-0106**

Dear Sir/Madam:

Regarding the above referenced Certificate of Public Convenience and Necessity, please be advised that Business Productivity Solutions is no longer offering telecommunication services in the State of Missouri, as of August 31, 2008. Kindly accept this letter as our formal request to cancel the above referenced certificate. A copy of the order authorizing our CPCN is enclosed for your convenience.

Please advise if any additional information is required.

Sincerely,



Robert Salame
Regulatory Contact