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July 11, 2003

FILED²

JUL 11 2003

Missouri Public Service Commission
Attn: Secretary of the Commission
200 Madison Street, Suite 100
P. O. Box 360
Jefferson City, MO 65102-0360

Missouri Public
Service Commission

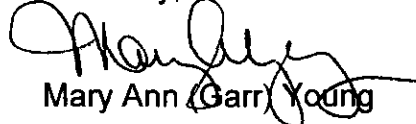
RE: Case No. _____
Airespring, Inc.
Application for Authority to Provide Interexchange Telecommunications Services
and Initial Interexchange Telecommunications Services Tariff, Mo. P.S.C. No. 1

Dear Secretary:

Enclosed please find an original and five copies of the **Application for Certificate of Service Authority and For Competitive Classification** for filing with the Commission on behalf of Airespring, Inc. Also enclosed is Airespring, Inc.'s proposed initial interexchange services tariff, Mo. P.S.C. No. 1, which bears a 45-day effective date.

Thank you for assistance in the processing this filing. Copies are being served on the Commission's General Counsel and Office of the Public Counsel. If there are any questions concerning this filing, please contact me at 634-8109 or myoung0654@aol.com.

Sincerely,


Mary Ann (Garr) Young

Enclosures

cc: General Counsel
Office of the Public Counsel
Monica Borne Haab, NBG

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

FILED²

JUL 11 2003

**Missouri Public
Service Commission**

Application of Airespring, Inc.)
For a Certificate of Service Authority)
To Provide Interexchange Telecommunications)
Services in the State of Missouri and for)
Competitive Classification)

Case No. _____

APPLICATION

Airespring, Inc. ("Airespring" or "Applicant"), by its undersigned counsel, hereby submits this Application for certificate of service authority to provide resold interexchange telecommunications service in the State of Missouri, and for competitive classification, pursuant to Sections 392.410, 392.430 and 392.440 RSMo. and 4 CSR 240-2.060. Applicant respectfully requests the Commission issue an order that 1) grants Applicant a certificate of service authority to provide intrastate interexchange telecommunications services pursuant to Chapter 392 of the Revised Statutes of Missouri, 2) grants competitive status to Applicant pursuant to Section 392.361 RSMo., and (3) waives certain Commission rules and statutory provisions pursuant to Sections 392.420 and 392.361 RSMo. In support of its application, Airespring states as follows:

1. Applicant is a corporation duly organized and existing under and by virtue of the laws of the State of Delaware. The Company is authorized to conduct business as a foreign corporation within Missouri. In compliance with 4 CSR 240-2.060(1)(C), the Company has attached a copy of its certificate of authority as **Exhibit A**. The nature of Airespring's business is the provision of telecommunications services.

The Company's legal name and principal address and telephone number are:

Airespring, Inc.
15350 Sherman Way
Suite 492
Van Nuys, CA 91406
Phone: (818) 786-8990
Fax: (818) 786-9225
Toll Free: 1-888-389-2899 (Customer Service)

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

Monica Borne Haab
Nowalsky, Bronston & Gothard
3500 N. Causeway Blvd., Suite 1442
Metairie, Louisiana 70002
Phone: (504) 832-1984
Fax: (504) 831-0892
E-Mail: mhaab@nbglaw.com

and to local counsel:

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

All general correspondence from the Commission after certification should be forwarded to the Company care of its regulatory contact as follows:

Avi Lonstein, President/CEO
Airespring, Inc.
15350 Sherman Way
Suite 492
Van Nuys, CA 91406
Phone: (818) 786-8990
Fax: (818) 786-9225
E-mail: avi@airespring.com

3. The Company proposes to provide resold switched long distance interexchange service to business and residential customers on a statewide basis. The Company will not offer operator service or local exchange (non-switched private line) services.
4. The Company is a telecommunications company which possesses the technical and managerial expertise to provide the services it proposes.
5. The Applicant also possesses the necessary financial resources to provide the requested services.
6. In accordance with 4 CSR 240-3.510(1)(C), Applicant is simultaneously submitting its proposed tariff with a forty-five day effective date for approval by the Commission. The tariff contains the rules and regulations applicable to its customers, description of services offered and list of rates associated with such services. The Company requests that the Commission approve its P.S.C. MO Tariff No. 1 simultaneously with granting a certificate of service authority in this case.
7. Applicant will not unjustly discriminate among its customers as is prohibited under Section 392.200 RSMo.
8. Applicant is a competitive reseller of long distance telecommunications services and thus requests competitive classification pursuant to Section 392.361 RSMo and 4 CSR 240-3.150(1)(A). Applicant believes its proposed services will be subject to sufficient competition to justify a lesser degree of regulation. Further, when granted the Certificate requested herein, Applicant will be competing with other telecommunications companies in Missouri offering the same or similar services as Applicant.

9. Applicant is willing to comply with all applicable Commission rules, except those which are specifically waived by the Commission. Consistent with the Commission's treatment of other certificated competitive interexchange telecommunications companies, Applicant requests that the following statutes and regulations be waived for Applicant and its interexchange service offerings:

Statutes:

392.210.2 - Uniform System of Accounts
392.240.1 - Just & reasonable rates
392.270 - Ascertain property values
392.280 - Depreciation accounts
392.290 - Issuance of securities
392.300.2 - Acquisition of stock
392.310 - Issuance of stock and debt
392.320 - Stock dividend payment
392.330 - Issuance of securities, debts & notes
392.340 - Reorganizations

Rules:

4 CSR 240-3.545(2)(C) - Rate schedules should be posted at central office
4 CSR 240-10.020 - Depreciation fund income
4 CSR 240-30.040 - Uniform system of accounts
4 CSR 240-33.030 - Inform customers of lowest price

10. Applicant submits that the public interest will be served by Commission approval of this application because Applicant's proposed services will create and enhance competition and expand customer service options, and offer 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 also will expand the availability of innovative, high quality, and reliable telecommunications services within the State of Missouri.

12. The Company will not resell its services to other telecommunications companies.
13. Applicant 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 the application.
14. No annual reports or assessment fees are overdue from Applicant.

WHEREFORE, Applicant, Airespring, Inc., respectfully requests that the Commission (i) grant it a certificate of service authority to provide interexchange telecommunications services as requested herein; (ii) classify the Company and its proposed services as competitive; (iii) grant waivers of statutes and regulations as requested herein; and (iv) approve its separately submitted tariff.

Respectfully submitted,

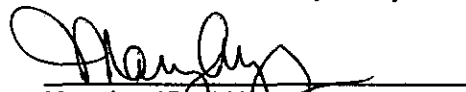


Mary Ann (Garr) Young Mo. Bar #27951
WILLIAM D. STEINMEIER, P.C.
2031 Tower Driv, P.O. Box 104595
Jefferson City, MO 65110-4595
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Fax: (573) 634-8224
Email: myoung0654@aol.com

Counsel for Airespring, Inc.

CERTIFICATE OF SERVICE

I hereby certify that a copy of this document has been hand delivered or mailed by first class mail, postage prepaid to the Office of Public Counsel and the General Counsel's office on this 11th day of July 2003.



Mary Ann (Garr) Young

VERIFICATION OF APPLICANT

STATE OF Louisiana)
)
COUNTY OF Jefferson) ss:

I, Avi Lonstein being first duly sworn, state that I am the President/CEO of Airespring, Inc., the Applicant herein; that I am authorized to sign this Verification on its behalf; that I have reviewed the matters set forth in the Application and Exhibits; and that the statements contained therein are true to the best of my knowledge, except as to those matters which are stated on information or belief, and as to those matters I believe them to be true.

I declare under penalty of perjury that the foregoing is true and correct.

Executed this 22nd day of May, 2003.

Airespring, Inc.



Signature of President/CEO

Sworn to and subscribed before me this 22nd day of May, 2003.



Notary Public

MONICA BORNE HAAB
Notary Public, State of Louisiana
My Commisssion is for Life.

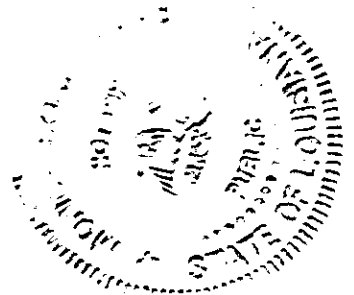


EXHIBIT A

**MISSOURI SECRETARY OF STATE
CERTIFICATE OF AUTHORITY**



Matt Blunt
Secretary of State
CERTIFICATE OF AUTHORITY

HEREAS,

AIRESPRING, INC.
F00521508

ing in Missouri the name

AIRESPRING, INC.

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.

TESTIMONY WHEREOF, I have set my hand and imprinted the GREAT SEAL of the State of Missouri, on this, the 12th day of May, 2003.

Matt Blunt





State of Missouri
Creation - General Business - Foreign 2 Page(s)



T0313607023

File Number: 200313611507
Date Filed: 05/12/2003 11:14 AM
Matt Blunt
Secretary of State

Corporations Division
P.O. Box 778, Jefferson City, MO 65102

James C. Kirkpatrick State Information Center
600 W. Main Street, Rm 322, Jefferson City, MO 65101

Application for Certificate of Authority For a Foreign For-Profit Corporation

(Submit in duplicate with filing fee of \$155.00)

1. The corporation's name is Airespring, Inc.
and it is organized and existing under the laws of Delaware
2. The name it will use in Missouri is Airespring, Inc.
3. The date of its incorporation was 05/24/2001 and the period of its duration is perpetual
month/day/year
4. The address of its principal place of business 15350 Sherman Way, Suite 492, Van Nuys, CA 91406
Address City/State/Zip
5. The name and address of its registered agent and office in the State of Missouri is
National Registered Agents, Inc., 300-B East High Street, Jefferson City, MO 65101
Name Address City/State/Zip
6. The specific purpose(s) of its business in Missouri are:
the sale of telecommunications services and products
7. The name of its officers and directors and their business addresses are as follows:
(Officers) Name Address City/State/Zip
President Avi Lonstein, 15350 Sherman Way, Suite 492, Van Nuys, CA 91406
Vice President Daniel Lonstein, 15350 Sherman Way, Suite 492, Van Nuys, CA 91406
Secretary Avi Lonstein, 15350 Sherman Way, Suite 492, Van Nuys, CA 91406
Treasurer Avi Lonstein, 15350 Sherman Way, Suite 492, Van Nuys, CA 91406
(Board of Directors)
Director Avi Lonstein, 15350 Sherman Way, Suite 492, Van Nuys, CA 91406
Director Tony Charles Lonstein, 15350 Sherman Way, Suite 492, Van Nuys, CA 91406
Director _____
8. The effective date of this document is the date it is filed by the Secretary of State of Missouri, unless you indicate a future date, as follows:
(Date may not be more than 90 days after the filing date in this office)

In affirmation thereof, the facts stated above are true.

(Authorized Signature)

Avi Lonstein

(Printed Name)

President

(Title)

4/2/03

(Date)

Note: You must submit current original certificate of good standing or certificate of existence with this application. This may be obtained from your Secretary of State or other authority that issues corporate charters.