

STEWART & KEEVIL, L.L.C.
ATTORNEYS AT LAW

ORIGINAL

CHARLES BRENT STEWART
JEFFREY A. KEEVIL

1001 CHERRY STREET
SUITE 302
COLUMBIA, MISSOURI 65201-7931

TELEPHONE (573) 499-0635
FACSIMILE (573) 499-0638

February 18, 2000

TA-2000-505

FILED²

FEB 18 2000

Missouri Public
Service Commission

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

Re: Arrival Communications, Inc.
Interexchange/Non-Switched Local Exchange Application

Dear Mr. Roberts:

Please find enclosed for filing an original and fourteen copies of Arrival Communications, Inc.'s Application For Interexchange and Non-Switched Local Exchange Authority and Competitive Classification. This Application includes as Appendix B to the Application Applicant's proposed tariff bearing a forty-five day effective date. Also please find enclosed an additional three copies of Applicant's proposed tariff for the Commission's tariff file.

A copy of this filing have been sent this date to the Office of the Public Counsel.
Thank you.

Sincerely,

Brent Stewart
Brent Stewart

CBS/bt

Enclosure

cc: Office of the Public Counsel
Hal Stringer

200000748

BEFORE THE PUBLIC SERVICE COMMISSION
OF THE STATE OF MISSOURI

FILED²
FEB 18 2000

Missouri Public
Service Commission

In the Matter of the Application of)
Arrival Communications, Inc. for a)
Certificate of Service Authority to Provide)
Intrastate Interexchange and Non-Switched)
Local Exchange Telecommunications)
Services within the State of Missouri and)
for Competitive Classification.)

Case No. TA-2000-505

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

Comes now Arrival Communications, Inc. ("Applicant" or "Arrival"), by and through counsel, and pursuant to Sections 392.361, 392.420, 392.430, 392.440 RSMo 1994, Section 392.410 RSMo Supp. 1999, and 4 CSR 240-2.060(4), 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 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 1994, consistent with the Commission's past treatment of other certificated providers of competitive interexchange/private line telecommunications services.

In support of its request, Applicant states that:

1. Applicant is a 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, documents 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 88 Kearney, Suite 1610, San Francisco, California 94108 and its telephone number is (415) 955-9023, fax number (415) 955-5716.

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

Charles Brent Stewart
Stewart & Keevil, L.L.C.
1001 Cherry Street
Suite 302
Columbia, Missouri 65201
(573) 499-0635
(573) 499-0638 (fax)

Hal Stringer
Technologies Management, Inc.
210 Park Avenue North
Winter Park, Florida 32789
(407) 740-8575
(407) 740-0613 (fax)

with copies provided to:

Mr. Kevin Timpane, Vice President
Arrival Communications, Inc.
88 Kearney, Suite 1610
San Francisco, California 94108
(415) 305-3545
(415) 955-5716 (fax)

Any questions concerning Applicant's proposed tariff or operations should be directed to Mr. Stringer at the above number.

3. By this Application, Applicant proposes to provide various types of intrastate interexchange and non-switched, private line local exchange telecommunications services throughout the state of Missouri. Arrival plans, initially, to focus on the provision of Digital Subscriber Line ("DSL") and other advanced, non-switched data services to business customers. Arrival's initial intent is to concentrate on the provision of highspeed data capability for Internet access and other broadband commercial applications if it can efficiently and economically provide such services on a stand-alone basis. Arrival intends to provide such service using its own facilities, which may include without limitation, Digital Subscriber Line Access Multiplexers

(DSLAMs) or other switching equipment used in conjunction with unbundled local loops and other network elements obtained from incumbent local exchange carriers. In addition to DSL, Arrival also intends to offer a variety of intrastate, interexchange telecommunications services, including outbound direct dial (1 +) MTS, inbound toll-free (e.g. 800 or 888) service, directory and operator assistance, and travel card services. Pursuant to 4 CSR 240-2.060(4)(H), Applicant's proposed tariff bearing a forty-five day effective date is attached hereto and incorporated herein by reference as Appendix B.

If business conditions warrant, Arrival may seek authority to expand its services offerings to include basic local telecommunications services in a future proceeding.

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/non-switched local exchange 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 392.420 RSMo 1994, 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/non-switched local exchange carriers:

Statutes

392.240(1)--ratemaking
392.270--valuation of property (ratemaking)
392.280--depreciation accounts
392.290--issuance of securities
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 240-32.030(1)(B)	--exchange boundary maps
4 CSR 240-32.030(1)(C)	--record keeping
4 CSR 240-32.030(2)	--in-state record keeping
4 CSR 240-32.050(3)	--local office record keeping
4 CSR 240-32.050(4)	--telephone directories
4 CSR 240-32.050(5)	--call intercept
4 CSR 240-32.050(6)	--telephone number changes
4 CSR 240-32.070(4)	--public coin telephone
4 CSR 240-33.030	--minimum charges rule
4 CSR 240-33.040(5)	--financing fees

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.

WHEREFORE, Applicant Arrival Communications, Inc. respectfully requests that the Commission: 1) expeditiously grant it a certificate of service authority to provide intrastate, 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,

Charles Brent Stewart

Charles Brent Stewart MoBar, #34885
STEWART & KEEVIL, L.L.C.
1001 Cherry Street, Suite 302
Columbia, Missouri 65201
(573) 499-0635

ATTORNEY FOR APPLICANT
ARRIVAL COMMUNICATIONS, INC.

CERTIFICATE OF SERVICE

I hereby certify that a copy of the foregoing Verified Application has been sent this date to the Office of the Public Counsel by hand-delivery, this 18th day of February, 2000.

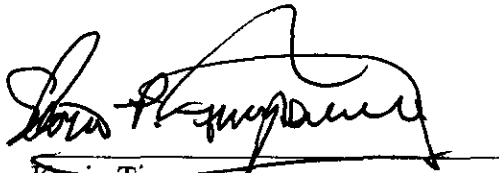
Charles Brent Stewart

VERIFICATION

STATE OF CALIFORNIA

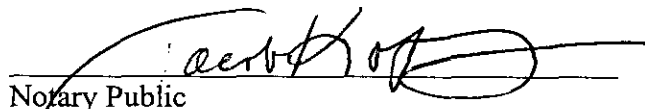
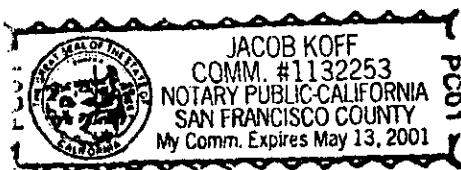
COUNTY OF SAN FRANCISCO

Kevin Timpane, being first duly sworn, deposes and says: That he is the Vice President for Arrival Communications, Inc. the Applicant in the foregoing Application; that he has read the foregoing Application, knows the contents thereof and is authorized to verify the accuracy of same; and that the statements contained in the Application are true to his best knowledge, information and belief.



Kevin Timpane
Vice President
Arrival Communications, Inc.

Subscribed and sworn to before me this 31st day of January, 2000.



Notary Public

My commission expires: _____

ARRIVAL COMMUNICATIONS, INC.

IXC/NON-SWITCHED LOCAL EXCHANGE
CERTIFICATE APPLICATION

FEBRUARY 18, 2000

APPENDIX A

MISSOURI SECRETARY OF STATE DOCUMENTS

STATE OF MISSOURI



Rebecca McDowell Cook
Secretary of State

CORPORATION DIVISION - CERTIFICATE OF AUTHORITY

WHEREAS,
ARRIVAL COMMUNICATIONS, INC.

USING IN MISSOURI THE NAME
ARRIVAL 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 DELAWARE.

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 23RD DAY OF NOVEMBER, 1999.

Rebecca McDowell Cook
Secretary of State



\$155.00



State of Missouri

Rebecca McDowell Cook, Secretary of State

Corporation Division

Application for Foreign Corporation For a Certificate of Authority

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

FILED
AND CERTIFICATE
AUTHORITY ISSUED

NOV 23 1999

(1) The corporation's name is Arrival Communications, Inc.

and it is organized and existing under the laws of Delaware

(2) The name it will use in Missouri is Arrival Communications, Inc.

(3) The date of its incorporation was May 18, 1999, and the period of its duration is: Perpetual
month/day/year

(4) The address of its principal place of business c/o Warren T. Heffelfinger, 1230 42nd Avenue, San Francisco, CA 94122
Address City/State/Zip

(5) The name and address of its registered agent and office in the State of Missouri is
Corporation Service Company d/b/a CSC-Lawyers Incorporating Service Company
221 Bolivar Street, Jefferson City, MO 65101
Name Address City/State/Zip

(6) The specific purpose(s) of its business in Missouri are:
Provide internet access via digital subscriber line (DSL) technology To
engage in any act or activity for which corporations may be organized.

(7) The name of its officers and directors and their business addresses are as follows:

(Officers)	Name	Address	City/State/Zip
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President	<u>See attached officers/directors rider</u>		
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Vice President	<u></u>		
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Secretary	<u></u>		
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Treasurer	<u></u>		
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(Board of Directors)

Director	<u>See attached officers/directors rider</u>		
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Director	<u></u>		
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Director	<u></u>		
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Director	<u></u>		
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(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.

Warren T. Heffelfinger, Assistant Secretary

November 17, 1999

(Authorized signature of officer or chairman of the board)

(Title)

(Date of Signature)

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

OFFICERS/DIRECTORS RIDER

MO-Application for Certificate of Authority

Arrival Communications, Inc.

List of Officers

Name: David R. Riordan **Title:** President, COO and Secretary
Bus. Addr.: 1230 42nd Avenue, San Francisco, CA 94122

Name: Warren T. Heffelfinger **Title:** CEO and Treasurer
Bus. Addr.: 1230 42nd Avenue, San Francisco, CA 94122

List of Directors

Name: Warren T. Heffelfinger **Term:** Nov 01, 2000
Bus. Addr.: 1230 42nd Avenue, San Francisco, CA 94122

Name: David R. Riordan **Term:** Nov 01, 2000
Bus. Addr.: 1230 42nd Avenue, San Francisco, CA 94122

Name: Brandon Nixon **Term:** Nov 01, 2000
Bus. Addr.: 1230 42nd Avenue, San Francisco, CA 94122

FILED
AND CERTIFICATE OF
AUTHORITY ISSUED

NOV 23 1999

Rebecca McDowell Cook
SECRETARY OF STATE

ARRIVAL COMMUNICATIONS, INC.

IXC/NON-SWITCHED LOCAL EXCHANGE
CERTIFICATE APPLICATION

FEBRUARY 18, 2000

APPENDIX B

PROPOSED TARIFF