

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

In the Matter of the Application	)	
	)	
Flowroute LLC	)	
	)	Case No. _____
for Certificate of Service Authority to Provide	)	
Resold and Facilities-Based Basic Local, Non-	)	
Switched Access Local Exchange, Exchange	)	
Access and Interexchange	)	
Telecommunication Services in the State of	)	
Missouri and to Classify those Services and the	)	
Applicant as Competitive	)	

**APPLICATION FOR CERTIFICATE OF SERVICE AUTHORITY TO PROVIDE RESOLD AND  
FACILITIES-BASED BASIC LOCAL, NON-SWITCHED LOCAL EXCHANGE, EXCHANGE ACCESS AND  
INTEREXCHANGE TELECOMMUNICATIONS SERVICES IN THE STATE OF MISSOURI AND TO  
CLASSIFY THOSE SERVICES AND THE APPLICANT AS COMPETITIVE**

Comes now Flowroute LLC (“Flowroute” or “Applicant”), by its undersigned counsel,  
pursuant to Sections 392.361, 392.410, 392.420, 392.430, 392.440, and 392.470, RSMo, and 4  
CSR 240-2.060 and 240-3.510, and in support of its Application for (a) a certificate of service  
authority to provide resold and facilities-based basic local, non-switched local exchange,  
exchange access and interexchange telecommunication services in the State of Missouri; (b)  
designation as a competitive telecommunications provider; and (c) waiver of certain Commission  
rules and statutory provisions pursuant to Section 392.420, RSMo,<sup>1</sup> states to the Missouri Public  
Service Commission (“Commission”) as follows:

**I.     Identification of the Applicant**

**A.     Corporate Information**

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<sup>1</sup> All statutory citations herein are to RSMo 2000 as currently supplemented unless otherwise indicated.

1. Flowroute is a limited liability company duly organized and existing under and by virtue of the laws of Nevada. Its headquarters and place of business are located at 1221 2<sup>nd</sup> Avenue, Suite 330, Seattle, Washington 98101, and its telephone number is (206) 641-8000.

2. A copy of the Applicant's Certificate of Good Standing from the Nevada Secretary of State's Office is attached as Exhibit A. Copies of its Certificate of Authority to do Business and Certificate of Good Standing issued by the Missouri Secretary of State are attached as Exhibit B.

3. The name and address of Flowroute's registered agent in Missouri for service of process is:

CT Corporation System  
120 South Central Avenue  
Clayton, Missouri 63105

**B. Designated Contacts**

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

Mark W. Comley  
Newman, Comley & Ruth P.C.  
601 Monroe Street, Suite 301  
P.O. Box 537  
Jefferson City, Missouri 65102  
573-634-2266 (TEL)  
573-636-3306 (FAX)  
comleym@ncrpc.com

Mr. Cheng-Yi Liu  
Fletcher, Heald & Hildreth, PLC  
1300 N. 17th Street, Suite 1100  
Arlington, VA 22209  
703-812-0478 (direct)  
703-812-0486 (fax)  
liu@fhhlaw.com

and

Colleen Martin  
General Counsel  
Flowroute LLC  
1221 2<sup>nd</sup> Avenue, Suite 330  
Seattle, Washington 98101  
(206) 641-8081 (direct)  
(206) 641-8181

## **II. Services**

5. Applicant seeks authority to provide basic local and exchange access telecommunications services to and from all points in the State of Missouri that are currently open, and that become open, to competition, and to provide non-switched local exchange and interexchange telecommunications services statewide. Applicant plans to initially commence service in exchanges currently served by the following incumbent local exchange telecommunications companies: Southwestern Bell Telephone d/b/a AT&T Missouri; Embarq Missouri, Inc. d/b/a CenturyLink; CenturyTel of Missouri, LLC d/b/a CenturyLink; and Spectra Communications Group, LLC d/b/a CenturyLink. The specific AT&T and CenturyLink exchanges within which Flowroute proposes to offer service are listed in the incumbent providers' respective local exchange tariffs. Specifically, Flowroute desires to be able to provide all forms of switched basic service in defined exchange areas, and dedicated local and interexchange services throughout the State of Missouri. In this way, Flowroute will be able to provide a complete set of competitive services to its customers.

6. Applicant proposes to provide its services by and through its own facilities, unbundled network combinations or leased carrier network facilities offered by incumbent telecommunications carriers or a combination thereof. Applicant will, through interconnection

with other carriers or resale of other carriers' services, provide access to 911 and enhanced 911 emergency services and provide directory assistance and operator assisted calling, dual party relay services, and other miscellaneous services currently provided by incumbent local exchange carriers.

**III. Description of the Managerial, Technical and Financial Ability of the Applicant**

7. In support of this Application, Flowroute submits the following information to demonstrate that it has sufficient managerial experience and expertise to ensure the provision of quality telecommunication services within Missouri.

**A. Managerial and Technical Qualifications**

8. Flowroute possesses the managerial and technical experience necessary to provide the services for which authority is requested in the Application.

9. Flowroute has adequate internal managerial resources to support its Missouri operations. This expertise in the telecommunications industry makes Flowroute's management team well-qualified to construct, operate and manage Flowroute's services in Missouri. Specific details of the business and technical experience of Flowroute's officers and management personnel are attached hereto as Exhibit C.

10. Flowroute has not been denied authority to provide telecommunications services in any state.

11. Flowroute does not have any overdue annual reports or assessment fees due the Missouri Public Service Commission.

**B. Financial**

12. Flowroute possesses the necessary financial resources and abilities to provide

the services it proposes as required by Section 392.455(1), RSMo, and has the necessary capital to conduct its proposed operations in Missouri. Regarding its financial strength and ability to provide the telecommunication services requested herein, Flowroute attaches the affidavit of Bayan Towfiq as Exhibit D.

13. Flowroute does not have any pending action or final unsatisfied judgment or decisions against it from any state or federal agency or court which involves customer service or rates, which action, judgment, or decision has occurred within three (3) years of the date of application.

14. Flowroute submits, notwithstanding the provisions of Section 392.500, as a condition of certification and competitive classification, Flowroute agrees that, unless otherwise ordered by the Commission, Flowroute's originating and terminating switched exchange access rates will be no greater than the lowest Commission-approved corresponding access rates in effect for each ILEC within whose service area(s) Flowroute seeks authority to provide service. Additionally, pursuant to the Commission's Report and Order in Case No. TO-99-596, Applicant agrees that if the ILEC in whose service area the Applicant is operating decreases its originating and/or terminating access service rates, the Applicant shall file an appropriate tariff amendment to reduce its originating and/or terminating access rates within thirty (30) days of the ILEC's reduction of its originating and/or terminating access rates in order to maintain the cap on switched access rates.

#### **IV. Classification**

15. 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, consistent with the legislative goals set forth in the federal Telecommunications Act of 1996 and Chapter 392 RSMo. Approval of this Application will expand the availability of innovative, high quality, and reliable telecommunications services within the State of Missouri.

16. Flowroute seeks classification of itself and its services as competitive. Flowroute submits that the services it provides are subject to sufficient competition to justify competitive classification and promote the public interest. See Section 392.361. Expedient grant of this Application will further competition and allow Flowroute to compete with other companies, consistent with the Commission's policies and the legislative goals set forth in the federal Telecommunications Act of 1996 and Chapter 392 RSMo. 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. Approval will also expand the availability of innovative, high quality, and reliable telecommunications services within the state of Missouri. Accordingly, all the services which Flowroute proposes to provide should be designated as competitive, and Flowroute should be designated as a competitive telecommunication company.

**V. Statements of Compliance and Request for Waiver**

17. Flowroute will not unjustly discriminate among its customers as is prohibited by Section 392.200, RSMo. Applicant agrees that, pursuant to Section 392.455(3), RSMo, its service area shall be no smaller than an exchange. Applicant will offer basic local telecommunications service as a separate and distinct service in accordance with applicable law. Applicant will give

consideration to equitable access for all Missourians, regardless of where they might reside or their income, to affordable telecommunications services in Applicant's proposed service areas in accordance with applicable law. 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 telecommunications carriers, Flowroute requests that for purposes of Applicant's service offering and pursuant to Sections 392.361.5 and 392.420, RSMo the Commission waive such statutes and regulations the Staff of the Commission has recommended for like companies including but not limited to the following:

Statutes:

- 392.210.2 Accounting requirements (system of accounts)
- 392.240.1 Reasonableness of rates
- 392.270 Accounting requirements (valuation of property)
- 392.280 Accounting requirements (depreciation rates/accounts)
- 392.290 Issuance of stocks, bonds and other indebtedness
- 392.300 Transfer of property and ownership of stock
- 392.310 Approval of issuing stocks, bonds and other indebtedness
- 392.320 Certificate of Commission to be recorded-stock dividends
- 392.330 Accounting requirements (proceeds of sales of stock, bonds, notes, etc.)
- 392.340 Company reorganization

Rules:

- 4 CSR 240-3.520 Applications to sell or transfer assets
- 4 CSR 240-3.525 Applications to merge or consolidate
- 4 CSR 240-3.530 Applications to issue stocks, obtain loans
- 4 CSR 240-3.535 Applications to acquire stock
- 4 CSR 240-3.545(8)(C) Listing of Waivers in Tariff
- 4 CSR 240-3.550 Telco Records and Reports (except (5)(B), (D) and (E))
- 4 CSR 240-3.555 Residential Customer Inquiries
- 4 CSR 240-3.560 Procedure for Ceasing Operations
- 4 CSR 240-10.020 Depreciation Records
- 4 CSR 240-30.020 Residential Telephone Underground Systems
- 4 CSR 240-30.040 Uniform System of Accounts
- 4 CSR 240-32.010 General Provisions
- 4 CSR 240-32.040 Metering, Inspections and Tests
- 4 CSR 240-32.050 Customer Services

- 4 CSR 240-32.060 Engineering and Maintenance
- 4 CSR 240-32.070 Quality of Service
- 4 CSR 240-32.080 Service objectives and surveillance levels
- 4 CSR 240-32.090 Connection of equipment and Inside Wiring
- 4 CSR 240-32.100 Provision of Basic Local and Interexchange Services
- 4 CSR 240-32.130-170 Prepaid Calling Cards (except 32.140 and 32.150(1))
- 4 CSR 240-32.180-190 Caller ID blocking requirements
- 4 CSR 240-33.010 Service and Billing Practice General Provisions
- 4 CSR 240-33.040 Billing and Payment standards
- 4 CSR 240-33.045 Clear identification and placement of charges on bills
- 4 CSR 240-33.050 Deposits
- 4 CSR 240-33.060 Residential Customer Inquiries
- 4 CSR 240-33.070 Discontinuance of service
- 4 CSR 240-33.080 Disputes by Residential Customers
- 4 CSR 240-33.090 Settlement agreements with residential customers
- 4 CSR 240-33.130 Operator service requirements
- 4 CSR 240-33.140 Payphone requirements (except (2))
- 4 CSR 240-33.150 "Anti-slamming" requirements
- 4 CSR 240-33.160 Customer Proprietary Network Information

18. The above-referenced rules and statutory provisions have been waived previously with regard to other applicants seeking certification. These rules or statutory provisions are principally designed to apply to non-competitive telecommunications carriers. As a result, it would be inconsistent with the goal and purpose of Section 392.185 to apply them to a competitive telecommunications carrier such as Applicant, and, for this reason Flowroute respectfully requests that the Commission waive the application of these rules and others the Staff may recommend.

19. Applicant elects to provide its retail services by means of its website with an Uniform Resource Locator of <https://www.flowroute.com> and accordingly requests waiver of 4 CSR 240-3.510(1)(C), which requires that an application for a certificate of service authority to provide telecommunications services shall include a proposed tariff with a 45-day effective date, but allows applicants to request exemption from the filing requirements pursuant to Section



392.461, RSMo. Additionally, Applicant will not offer exchange access services unless and until it has in place a Commission approved tariff for access services.

20. Applicant states that it will undertake all necessary measures to ensure its contracts with other companies and carriers do not contain provisions preventing delivery of traffic to any telephone exchange area, and that such measures include but are not limited to:

- Prevention of call blocking and/or call gapping based on the cost of traffic termination.
- Preventing the alteration or stripping of Calling Party Number Identification.
- Ensuring sufficient network capacity exists to process all traffic according to industry accepted practices.

WHEREFORE, applicant Flowroute LLC respectfully requests that the Commission grant it a certificate of service authority to provide telecommunication services as herein requested, grant competitive status to Applicant and Applicant's requested services, grant a waiver of the aforesaid statutes and regulations set forth in this Application, and grant such other relief as the Commission deems appropriate.

Respectfully submitted,

**/s/ Mark W. Comley**

Mark W. Comley #28847  
Newman, Comley & Ruth P.C.  
601 Monroe Street, Suite 301  
P.O. Box 537  
Jefferson City, Missouri 65102  
573-634-2266 (TEL)  
573-636-3306 (FAX)  
comley@ncrpc.com

Attorney for Flowroute LLC

Certificate of Service

I hereby certify that a true and correct copy of the above and foregoing document was sent via e-mail on this 24th day of February, 2014, to General Counsel's Office at staffcounsel@psc.mo.gov; and Office of Public Counsel at opcservice@ded.mo.gov.

/s/ Mark W. Comley

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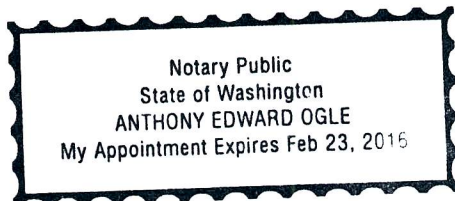
**AFFIDAVIT**

STATE OF Seattle     )  
COUNTY OF King     )

I, Bayan Towfiq, being first duly sworn upon oath, do hereby depose and state that I am Chief Executive Officer for Flowroute LLC, Applicant in this proceeding; and am authorized to execute this verification; that I have read the above and foregoing application and know the contents thereof; that the contents are true in substance and in fact, except as those matters which are stated upon information and belief, and as to those, I believe the same to be true.

  
\_\_\_\_\_  
Name: Bayan Towfiq  
Title: Chief Executive Officer

Subscribed and sworn to before me, a Notary Public, this 19<sup>th</sup> day of February, 2014.



  
\_\_\_\_\_  
Notary Public

## LIST OF EXHIBITS

- Exhibit A: Certificate of Good Standing
- Exhibit B: Certificate of Registration Foreign Limited Liability Company and  
Certificate of Good Standing
- Exhibit C: Management Profiles
- Exhibit D: Financial Qualifications Affidavit

# SECRETARY OF STATE



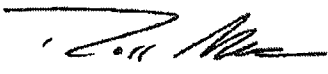
## CERTIFICATE OF EXISTENCE WITH STATUS IN GOOD STANDING

I, ROSS MILLER, the duly elected and qualified Nevada Secretary of State, do hereby certify that I am, by the laws of said State, the custodian of the records relating to filings by corporations, non-profit corporations, corporation soles, limited-liability companies, limited partnerships, limited-liability partnerships and business trusts pursuant to Title 7 of the Nevada Revised Statutes which are either presently in a status of good standing or were in good standing for a time period subsequent of 1976 and am the proper officer to execute this certificate.

I further certify that the records of the Nevada Secretary of State, at the date of this certificate, evidence, **FLOWROUTE LLC**, as a limited liability company duly organized under the laws of Nevada and existing under and by virtue of the laws of the State of Nevada since July 30, 2007, and is in good standing in this state.



IN WITNESS WHEREOF, I have hereunto set my hand and affixed the Great Seal of State, at my office on January 6, 2014.

  
ROSS MILLER  
Secretary of State

Electronic Certificate  
Certificate Number: C20140106-3416  
You may verify this electronic certificate  
online at <http://www.nvsos.gov/>

# STATE OF MISSOURI



Jason Kander  
Secretary of State

## CERTIFICATE OF REGISTRATION FOREIGN LIMITED LIABILITY COMPANY

WHEREAS,

*FLOWROUTE LLC*  
*FL1369228*

Using in Missouri the name

*FLOWROUTE LLC*

and existing under the laws of the State of Nevada has filed with this state its Application for Registration and whereas this Application for Registration conforms to the Missouri Limited Company Act.

NOW, THEREFORE, I, JASON KANDER, Secretary of State of the State of Missouri, by virtue of authority vested in me by law, do hereby certify and declare that on the 13th day of January, 2014, the above Foreign Limited Liability Company is duly authorized to transact business in the State of Missouri and is entitled to any rights granted Limited Liability Companies.

IN TESTIMONY WHEREOF, I hereunto  
set my hand and cause to be affixed the  
GREAT SEAL of the State of Missouri.  
Done at the City of Jefferson, this  
13th day of January, 2014.

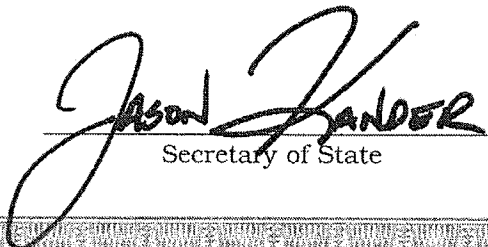
  
Secretary of State



EXHIBIT C  
MANAGEMENT PROFILES

The following is a list of Flowroute LLC's founders and management executives:

Bayan Towfiq  
Founder and Chief Executive Officer

Jordan Levy  
Founder and Chief Technology Officer

Sean Hsieh  
Founder and Chief Marketing Officer

**Bayan Towfiq**  
**Founder and Chief Executive Officer**

Flowroute founder and Chief Executive Officer, Bayan Towfiq is a recognized expert in software architecture, information security, vulnerability development, and telephony. He possesses a deep understanding of telecommunications regulations, voice and data communications, and traditional and IP telephone networks.

At 17, while working as a Software Engineer at Promptlink Communications, he found and solved a major security vulnerability in Toshiba cable modems that saved the tech giant millions. As a sophomore at University of California Irvine, where he earned Degrees in Physics and Computer Science, Mr. Towfiq was traveling the globe as a telecom consultant.

In 2005, while employed as a SIP Architect at Telepacket Inc., Mr. Towfiq designed and deployed a multi-tiered service delivery architecture for residential and business telephony services based on transactional SIP proxies with distributed control elements.

From 2005 to 2007, Mr. Towfiq served as Chief Architect at USPhone. There he led a team of developers in creating and deploying a carrier-grade distributed telephony platform, implementing call routing, device provisioning, and numerous other services. At USPhone, Mr. Towfiq also architected an encrypted Internet telephone service, and developed operational procedures for engineers, and technical staff while managing technical operations in six countries.

Mr. Towfiq and Mr. Levy founded Flowroute LLC, an Internet telephone service provider, in 2007 to build an advanced communications platform by harnessing emerging and proprietary technologies. As a founding member, Mr. Towfiq designed Flowroute's first telecom-switching platform. Since its founding, Flowroute has become established as a strong competitor in the telephony market, with Mr. Towfiq directing the company's long-term and international

business strategies.

### **Jordan Levy**

#### **Founder and Chief Technology Officer**

Flowroute founder and Chief Technology Officer, Jordan Levy has significant experience and expertise in telecommunications architecture, including the design and construction of complex routing, provisioning, and billing. He approaches telecommunications with an eye for pragmatic efficiency and technical elegance. Throughout his career, and particularly with Flowroute, Mr. Levy has created and overseen the development of high performance, highly available telephone service platforms, which compete strongly against existing telecommunications providers by delivering robust automation and scalability.

Mr. Levy graduated from the University of California, Irvine, in 2007 with a Bachelor of Science in Physics and a Bachelor of Science in Computer Science. While a student, Mr. Levy gained telecom development experience at USPhone as a platform architect. At USPhone, Mr. Levy worked to simplify and streamline the carrier platform and built reliability into the routing system by rewriting structure to cut out unnecessary processes.

Mr. Levy also has had experience building scalable media delivery platforms. In 2006-2007, Mr. Levy created a media delivery platform for Koldcast, an Internet television network that distributes series, short films, and documentaries.

In late 2007, Mr. Levi founded Flowroute LLC with Bayan Towfiq, later adding Sean Hsieh to the founding team. Mr. Levy designed, and has lead developers to build, Flowroute's current carrier-grade rating engine, CDR storage, databases and platform business logic. As Flowroute CTO, Levy remains very hands on. He plans and leads new feature development and platform implementations, including data center and infrastructure administration and vendor integrations.

### **Sean Hsieh**

#### **Founder and Chief Marketing Officer**

Flowroute's Chief Marketing Officer, Sean Hsieh, is a technology expert who began programming code over 15 years ago. Before starting high school, he founded a luxury laptop distribution company while also working as a digital brand expert for businesses across the United States - establishing the basis for his deep technological understanding and setting the stage for a successful career in communications.

Mr. Hsieh earned a degree in Computer and Information Sciences from the University of California, Irvine, in 2007. While attending University of California Irvine, Mr. Hsieh was employed by Apple as a Campus Representative and Media Specialist in charge of developing and executing marketing programs that resulted in a 200% sales increase territory wide. Mr. Hsieh was also brought on Notebookshop.com as a Technology Specialist where he created new revenue streams in technical support issues, and advised on digital brand reach.

In 2007, Mr. Hsieh founded enVISEAN Inc., a multidisciplinary media agency focused on digital



marketing, and he joined creative marketing agency, Ink, as a Senior Art Director & Developer.

Mr. Hsieh joined Flowroute as founder and Chief Marketing Officer in early 2008. He focused on Flowroute's brand positioning to drive its first set of customers. To forge the tangible link between Flowroute and its customers, Mr. Hsieh also designed and developed Flowroute's user interface. As Chief Marketing Officer, Mr. Hsieh, has an intimate understanding of end-user telecommunications experiences, and steers brand development, marketing, and ongoing improvements to the platform interface through strategy, planning, and code.

**EXHIBIT D**

**FINANCIAL QUALIFICATION AFFIDAVIT**

In the Matter of the Application )  
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Case No. \_\_\_\_\_

STATE OF Seattle )  
COUNTY OF King )

1. I am the Chief Executive Officer of Flowroute LLC ("Flowroute"), the Applicant in the referenced matter, and am authorized to make this Affidavit on its behalf.

2. Flowroute possesses sufficient technical, financial and managerial resources and abilities to provide resold and facilities-based basic local, non-switched local exchange, exchange access and interexchange telecommunication services.

3. Flowroute has not defaulted on any of its financial obligations within the last three years.

Further affiant sayeth not.

  
Name: Bayan Towfiq  
Title: Chief Executive Officer

Subscribed and sworn to before me, a Notary Public, this 19<sup>th</sup> day of February, 2014.

Anthony Edward Ogle  
Notary Public

