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July 8, 1999

Mr. Dale Hardy Roberts
Executive Secretary-Chief Regulatory Law Judge
Missouri Public Service Commission
P. O. Box 360
Jefferson City, MO 65102-0360

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Records
Public Service Commission

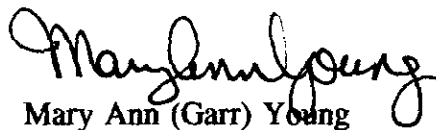
RE: Case No. TA-2000-11
Application of Global Time, Inc., for a Certificate of Service Authority to Provide
Interexchange and Local Exchange Telecommunications Services

Dear Mr. Roberts:

Enclosed please find an original and fourteen copies of the Interexchange and Local
Exchange Telecommunications Service Application of Global Time, Inc., for filing with the
Commission.

Thank you for your assistance in processing this filing. A copy is being served on the
Office of Public Counsel. If there are any questions, please call me at 634-8109.

Sincerely,


Mary Ann (Garr) Young

Enclosure

cc: Office of Public Counsel
Mr. Paul Garnett, Swidler Berlin

FILED
JUL 8 1999
Missouri Public
Service Commission

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BEFORE THE PUBLIC SERVICE COMMISSION
OF THE STATE OF MISSOURI

FILED

JUL 8 1999

Missouri Public
Service Commission

In the Matter of the Application of)
)
GLOBAL TIME, INC.)
)
for a Certificate of Service Authority to Provide)
Interexchange and Local Exchange)
Telecommunications Services)
in the State of Missouri)
and for Competitive Classification)

Case No. TA-2000-11

APPLICATION

Global Time, Inc. ("Global Time" or "Applicant"), a Delaware corporation, files this verified application respectfully requesting that the Missouri Public Service Commission ("Commission") issue an order that:

- (a) grants Applicant a Certificate of Service Authority to provide all forms of resold and facilities-based intrastate interexchange and local exchange telecommunications services in the State of Missouri pursuant to Chapter 392 of the Missouri Revised Statutes;
- (b) grants competitive status to Applicant; and
- (c) waives certain Commission rules and statutory provisions pursuant to Section 392.420, RSMo.

In support of its request, Applicant states:

1. Applicant's legal name is Global Time, Inc. Global Time maintains its principal place of business at:

500 Airport Blvd., Suite 340
Burlingame, California 94010
Telephone: (650) 375-6700
Facsimile: (650) 375-6799

Global Time is a corporation organized under the laws of the State of Delaware. A copy of Global Time's Certificate of Incorporation and a copy of its Certificate of Authority to Transact Business in Missouri are attached hereto as Exhibit 1.

2. Correspondence or communications pertaining to this Application should be directed to Global Time's attorney of record:

Catherine Wang, Esq.
Grace R. Chiu, Esq.
Swidler Berlin Shereff Friedman, LLP
3000 K St., N.W., Suite 300
Washington, D.C. 20007-5116
Telephone: (202) 424-7500
Facsimile: (202) 424-7645

and

Mary Ann Young, Esq.
William D. Steinmeier, P.C.
P.O. Box 104595
2031 Tower Drive
Jefferson City, MO 65110-4595
Telephone: (573) 634-8109
Facsimile: (573) 634-8224

with a copy to:

Thomas J. Murphy, Jr.
Ann Yanick
Global Time, Inc.
500 Airport Blvd., Suite 340
Burlingame, California 94010

3. Description of Services

Global Time seeks authority to provide interexchange and local exchange telecommunications services to business and residential customers to and from all points within the State of Missouri and, therefore, seeks statewide authorization. Global Time intends to offer 24-hour resold intrastate interexchange telecommunications services on a statewide basis to its customers using leased facilities. Global Time intends to initially offer only prepaid calling card services. Subject to consumer demand and overall economic circumstances, Global Time may subsequently offer additional services, such as dedicated, non-switched local exchange private line services. Should Global Time provide additional services in the future, it will revise its tariff as appropriate. At this time, Global Time does not intend to provide Alternative Operator Services.

4. The following toll-free number is available for customer service inquiries:

(800) 261-3641

5. Technical, Managerial & Financial Qualifications

Applicant is technically and managerially qualified to provide the proposed interexchange services in the State of Missouri. Global Time is authorized, pursuant to certification, registration, or deregulation, to provide resold intrastate interexchange services in Indiana, Iowa, Massachusetts, Michigan, Montana, New Jersey, Oregon, Texas, Utah and Virginia. Global Times is currently in the process of seeking initial authorizations to provide intrastate interexchange telecommunications

services in all fifty (50) states. Global Time has not been denied authority to provide telecommunications services in any state.

Global Time possesses the financial qualifications required of applicants for the authority requested herein. Global Time has access to the financing and capital necessary to conduct its telecommunications operations as specified in this application.

6. Tariff Requirement

Applicant's tariff, which contains the rules and regulations applicable to its customers, a description of the services offered, and a list of rates associated with such services, is being filed simultaneously with this Application and has a forty-five (45) day effective date as required by 4 CSR 240-060(4)(H).

7. Classification as a Competitive Company

Global Time also seeks classification as a competitive company, with accompanying reduced regulation, pursuant to Section 392.361.2 and 392.361.3, RSMo. Global Time further requests classification of services described in its Tariff as competitive services pursuant to §392.361 RSMo, with accompanying reduced regulation. Global Time believes that its proposed services will be subject to sufficient competition to justify a lesser degree of regulation. Granting of this application will allow greater price and service options for telephone users.

8. Requests for Waiver

Global Time will comply with all applicable statutes and Commission rules, regulations, decisions, and orders governing the provision of Global Time's proposed services. Applicant, however, requests that, at a minimum, the following statutes and regulations be waived at this time consistent with the Commission's previous decisions regarding other telecommunications providers:

Statutes

392.240(1)	--	rate making
392.270	--	valuation of property (rate making)
392.280	--	depreciation accounts
392.290	--	issuance of securities
392.310	--	stock and debt issuance
392.320	--	stock dividend payment
392.330	--	issuance of securities, debts & notes
392.340	--	reorganization(s)

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

9. Global Time, consistent with Section 386.570, RSMo, will comply with all applicable Commission rules except those which are specifically waived by the Commission pursuant to a request filed by the Global Time.

10. Questions concerning the ongoing operations of Global Time following certification should be directed to:


Thomas J. Murphy, Jr.
Ann Yanick
Global Time, Inc.
500 Airport Blvd., Suite 340
Burlingame, California 94010
Telephone: (650) 375-6700
Facsimile: (650) 375-6799

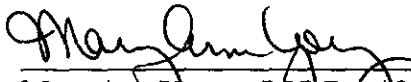
III. CONCLUSION

The telecommunications industry is characterized by unprecedented growth and increasing opportunity. Global Time's entry into the telecommunications market will enhance competition in the provision of telecommunications services throughout the State of Missouri, one of the primary goals of both state and federal legislation.

WHEREFORE, Global Time, Inc., requests that the Missouri Public Service Commission grant it a Certificate of Service Authority to provide resold and facilities-based interexchange and local exchange telecommunications services, classify Applicant as a competitive telecommunications company, and grant a waiver of the statutes and regulations referenced above.

Respectfully Submitted,


Catherine Wang (DC Bar # 431878)
Grace R. Chiu (DC Bar # 451330)
Swidler Berlin Shereff Friedman, LLP
3000 K St., N.W., Suite 300
Washington, D.C. 20007-5116
Telephone: (202) 424-7500
Facsimile: (202) 424-7645

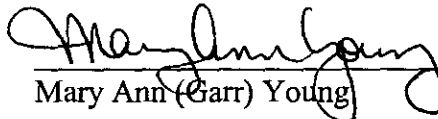

Mary Ann Young (MO Bar #27951)
William D. Steinmeier, P.C.
P.O. Box 104595
2031 Tower Drive
Jefferson City, MO 65110-4595
Telephone: (573) 634-8109
Facsimile: (573) 634-8224

Counsel for Global Time, Inc.

Dated: ~~June~~ 7/8, 1999

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, on this 8th day of July, 1999.


Mary Ann (Garr) Young

EXHIBITS

Exhibit 1

Certificate of Incorporation and Certificate of Authorization
to Transact Business in the State of Missouri

Affidavit

EXHIBIT 1

**Certificate of Incorporation
and
Certificate of Authorization to Transact Business**

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF INCORPORATION OF "GLOBAL TIME, INC.", FILED IN THIS OFFICE ON THE ELEVENTH DAY OF DECEMBER, A.D. 1998, AT 9 O'CLOCK A.M.

A FILED COPY OF THIS CERTIFICATE HAS BEEN FORWARDED TO THE KENT COUNTY RECORDER OF DEEDS.




Edward J. Freel, Secretary of State

2976328 8100

981477466

AUTHENTICATION: 9456319

DATE: 12-11-98

**CERTIFICATE OF INCORPORATION
OF
GLOBAL TIME, INC.**

1. The name of the corporation is Global Time, Inc.
2. The address of its registered office in the State of Delaware is 15 East North Street, in the City of Dover, County of Kent. The name of its registered agent at such address is HIQ Corporate Services, Inc..
3. The nature of the business or purpose to be conducted or promoted is to engage in any lawful act or activity for which corporations may be organized under the General Corporation Law of Delaware.
4. The total number of shares of stock which the corporation shall have authority to issue is one thousand (1,000) common shares, at \$.01 par value per share.
5. The name and mailing address of the Incorporator is as follows:

Howard Rosenberg
190 South LaSalle Street
Chicago, Illinois 60603
6. The corporation is to have perpetual existence.
7. In furtherance and not in limitation of the powers conferred by statute, the board of directors is expressly authorized to make, alter or repeal the By-laws of the corporation.
8. The corporation reserves the right to amend, alter, change or repeal any provision contained in this Certificate of Incorporation, in the manner now or hereafter prescribed by statute, and all rights conferred upon stockholders herein are granted subject to this reservation.
9. (A) Directors of the corporation shall have no personal liability to the corporation or its stockholders for monetary damages for breach of fiduciary duty as a director, except (i) for any breach of a director's duty of loyalty to the corporation or its stockholders, (ii) for acts or omissions not in good faith or which involve intentional misconduct or knowing violations of law, (iii) under Section 174 of the General Corporation Law of Delaware, or (iv) for any transaction from which a director derived an improper personal benefit.

(B) The corporation shall indemnify, in accordance with and to the full extent now or hereafter permitted by law, any person who was or is a party or is threatened to be made a party to any threatened, pending or completed action, suit or proceeding, whether civil, criminal,

administrative or investigative (including, without limitation, an action by or in the right of the corporation), by reason of his acting as a director or officer of the corporation (and the corporation, in the discretion of the Board of Directors, may so indemnify a person by reason of the fact that he is or was an employee or agent of the corporation or is or was serving at the request of the corporation in any other capacity for or on behalf of the corporation) against any liability or expense actually and reasonably incurred by such person in respect thereof; provided, however, the corporation shall be required to indemnify an officer or director in connection with an action, suit or proceeding initiated by such person only if such action, suit or proceeding was authorized by the Board of Directors of the corporation. Such indemnification is not exclusive of any other right to indemnification provided by law or otherwise. The right to indemnification conferred by this Section (B) shall be deemed to be a contract between the corporation and each person referred to herein.

(C) No amendment to or repeal of these provisions shall apply to or have any effect on the liability or alleged liability of any person for or with respect to any acts or omissions of such person occurring prior to such amendments or repeal.

I, THE UNDERSIGNED, being the incorporator hereinbefore named, for the purpose of forming a corporation pursuant to the General Corporation Law of the State of Delaware, do make this Certificate, hereby declaring and certifying that this is my act and deed and the facts stated herein are true, and accordingly, have hereunto set my hand this 9th day of December, 1998.


Howard L. Rosenberg

STATE OF MISSOURI



Rebecca McDowell Cook
Secretary of State

CORPORATION DIVISION - CERTIFICATE OF AUTHORITY

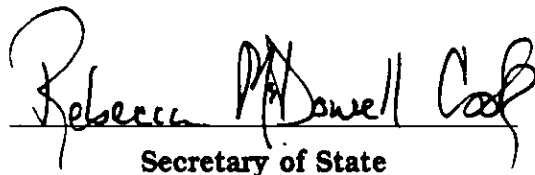
WHEREAS,
GLOBAL TIME, INC.

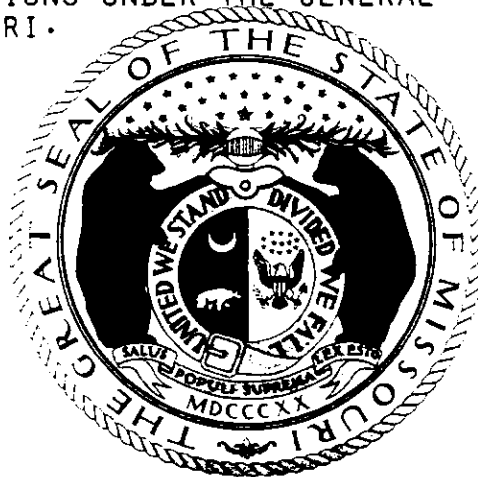
USING IN MISSOURI THE NAME
GLOBAL TIME, INC.

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 16TH DAY OF APRIL, 1999.


Secretary of State



\$155.00

AFFIDAVIT

STATE OF CALIFORNIA)
ss)
COUNTY OF SAN MATEO)

I, Thomas Murphy declare that I am EVP of Global Time, Inc., the Applicant in the subject proceeding; that I have read the foregoing Application for a Certificate of Service Authority to Provide Telecommunications Services, and affirm that the foregoing is true, accurate and correct to the best of my knowledge, information or belief.

I declare under penalty of perjury that the foregoing is true, accurate and correct to the best of my knowledge, information or belief, this 19th day of March, 1999.

Name:

Title:

Thomas J. Murphy
EVP

Global Time, Inc.

Subscribed and sworn before me this 19 day of MARCH ~~January~~ 1999.

[Signature]
Notary Public

My Commission expires: Jan. 18, 2000

