

CURTIS, OETTING, HEINZ, GARRETT & SOULE, P. C.  
ATTORNEYS AT LAW

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ST. LOUIS, MISSOURI 63105

(314) 725-8788

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www.curtisoetting.com

LELAND B. CURTIS

**FILED**

**JAN 21 2000**

January 20, 2000

**Missouri Public  
Service Commission**

Dale Roberts  
Secretary/Chief Regulatory Law Judge  
Missouri Public Service Commission  
Truman State Office Building, 5th Floor  
301 West High Street  
Jefferson City, Missouri 65101-1517

**Via Federal Express**

TA-2000-459

Re: Application of ACN Communication Services, Inc. for a Certificate  
of Service Authority to Provide Interexchange Telecommunications  
Services.

Dear Mr. Roberts:

Enclosed please find for filing with the Commission an original and fifteen copies of ACN Communication Services, Inc.'s Application for Certificate of Service Authority. Upon your receipt, please file stamp the extra copy received and return to the undersigned in the enclosed, self-addressed, stamped envelope. If you have any questions, please do not hesitate to contact us.

Very truly yours,



Leland B. Curtis

LBC:dn  
Enclosures  
cc. Office of Public Counsel (W/Enclosures)

200000653

FILED

JAN 21 2000

BEFORE THE  
MISSOURI PUBLIC SERVICE COMMISSION

Missouri Public  
Service Commission

Application of ACN )  
Communication Services, Inc. )  
for a Certificate of Service )  
Authority to Provide Interexchange )  
Telecommunications Services )

Docket No. TA-2000-459

APPLICATION  
FOR CERTIFICATE OF AUTHORITY

COMES NOW ACN Communication Services, Inc. ("ACN" or "Applicant"), by its attorneys, Leland B. Curtis of Curtis, Oetting, Heinz, Garrett & Soule, P.C., and pursuant to 4 CSR 240-2.060(4) and Section 392.410 R.S.Mo. (Supp. 1992) and makes this Application for a Certificate of Service Authority to Provide Interexchange Services in the State of Missouri for classification as a competitive telecommunications company. In support of its Application, ACN states the following:

1. The name, address and telephone and facsimile numbers of the Applicant

are:

ACN Communication Services, Inc.  
32991 Hamilton Court  
Farmington Hills, Michigan 48334  
Telephone: (248) 699-4000  
Facsimile: (248) 489-8615

ACN is a wholly owned subsidiary of American Communications Network, Inc. ("ACN, Inc."), a Michigan corporation. ACN was incorporated in the State of Michigan on April 30, 1999. A copy of ACN's Articles of Incorporation are attached hereto as Exhibit "A,"

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and a copy of ACN's Certificate of Authority from the Missouri Secretary of State authorizing ACN to do business in Missouri is attached hereto as Exhibit "B."

2. The designated contacts with respect to this application are:

Missouri Counsel

Leland B. Curtis, Esq.  
Curtis, Oetting, Heinz  
Garrett & Soule, P.C.  
130 South Bemiston  
Suite 200  
St Louis, Missouri 63105  
Telephone: (314) 725-8788  
Facsimile: (314) 725-8789

ACN Counsel

James E. Magee, Esq.  
Kristie Stokes Hassett, Esq.  
Reboul, MacMurray, Hewitt,  
Maynard & Kristol  
Suite 406  
1111 19<sup>th</sup> Street, N.W.  
Washington, D.C. 20036  
Telephone: (202) 429-0004  
Facsimile: (202) 429-8743

For ACN's proposed tariff, the contact person is:

Ms. Monique Brynes  
Technologies Management, Inc.  
210 Park Avenue, North  
Winter Park, Florida 32789  
Telephone: (407) 740-8575  
Facsimile: (407) 740-0613

With respect to customer service, complaints and regulatory matters the company contact person is:

Mr. Eric Shapiro  
Director of Operations  
ACN Communication Services, Inc.  
32991 Hamilton Court  
Farmington Hills, Michigan 48334  
Telephone: (248) 699-3333  
Facsimile: (248) 489-8837

3. ACN understands the importance of effective customer service for consumers. Customer service representatives may be reached directly 24 hours a day, seven days

a week. Should customers experience technical difficulties, an answering service will be able to reach technical personnel 24 hours a day, seven days a week. ACN has made arrangements for customers to call the company at its toll free customer service number which be printed on the customers' monthly billing statements.

ACN customer service representatives are prepared to respond to a broad range of service matters, including inquiries regarding: 1) the type of services offered by ACN and rates associated with such services; 2) monthly billing statements; 3) problems or concerns pertaining to a customer's current service; and 4) general telecommunications matters.

Additionally, in order to prevent slamming of customers, ACN will use independent Third Party verifications when enrolling customers.

4. ACN's provision of resold long distance services to customers will serve the public interest by providing a competitive alternate to Missouri customers. It will promote, through competition, the efficient use of current and future telecommunications networks in Missouri, consistent with the goals set forth in the federal Telecommunications Act of 1996 and Chapter 392 RSMo. Customers will benefit by having an alternative carrier from which to choose, and from general improvements in price, billing options, features and other options that are generated by competitive pressures. ACN anticipates that its proposed services will provide its subscribers with better quality services and will increase choice through innovative, diversified and reliable service offerings. ACN will give consideration to equitable access for all Missourians, regardless of where they might reside or their income, to affordable telecommunications services in ACN's proposed service areas in accordance with applicable law.

5. ACN requests classification as a competitive telecommunications carrier within the State of Missouri pursuant to Section 392.361 R.S.Mo. (Cum. Supp. 1992). Applicant 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.

6. ACN plans on providing InterLATA toll resale and IntraLATA toll resale services. Please refer to ACN's proposed tariff for filing describing the specific services to be offered, and the terms and conditions of services, which is attached hereto as Exhibit "C." As provided in the Exhibit "C," ACN will be offering its services statewide.

7. ACN agrees to observe and comply with all applicable and governing statutes and regulations, to comply with all orders of the Commission, to meet all relevant standards, including but not limited to billing, quality of service, and tariff filing and maintenance, and to respond promptly to all inquiries from Commission staff concerning this application and other matters arising out of ACN's proposed provision of services in Missouri. Because ACN is a multi-state entity, it keeps its books using Generally Accepted Accounting Principals rather than pursuant to the Uniform System of Accounts. In addition, ACN is requesting Commission approval to keep its books and records at its headquarters location in Farmington Hills, Michigan, pursuant to 4 CRS 240-30.040. ACN agrees to produce these books and records if required by the Commission.

In addition, pursuant to Section 392.420, RSMo (Cum. Supp. 1992), ACN requests that the Commission waive the application of the following rules and statutory provisions as it relates to the regulation of ACN:

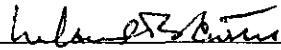
|                        |  |
|------------------------|--|
| 392.210(2)             | System of accounts.                            |
| 392.240(1)             | Rates-reasonable average return on investment. |
| 392.270                | Property valuation.                            |
| 392.280                | Depreciation rates.                            |
| 392.290                | Issuance of stocks and bonds.                  |
| 392.300(2)             | Stock ownership or sale.                       |
| 392.310                | Issuance of stocks and bonds.                  |
| 392.320                | Issuance of stocks and bonds.                  |
| 392.330                | Issuance of stocks and bonds.                  |
| 392.340                | Reorganization.                                |
| 4 CSR 240-10.020       | Income on depreciation fund investments.       |
| 4 CSR 240-30.010(2)(C) | Posting exchange rates at central offices.     |
| 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 of access lines.                        |
| 4 CSR 240-32.030(2)    | Records kept within state.                     |
| 4 CSR 240-32.050(3-6)  | Telephone directories.                         |
| 4 CSR 240-32.070(4)    | Coin telephones.                               |
| 4 CSR 240-33.030       | Inform customers of lowest priced service.     |
| 4 CSR 240-33.040(5)    | Finance fee.                                   |

Pursuant to Section 386.570, Cum. Supp. 1992, Applicant will comply with all applicable Commission rules except those which are specifically waived by the Commission pursuant to a request filed by the application.

**CONCLUSION**

WHEREFORE, ACN respectfully requests the Commission to grant approval of this application allowing ACN to provide resold long distance services. Applicant also requests classification as a competitive telecommunications carrier and requests waiver of the above-referenced rules and statutory provisions.

Respectfully submitted,

By:   
Leland B. Curtis, Esq., #20550  
Curtis, Oetting, Heinz  
Garrett & Soule, P.C.  
130 South Bermiston  
Suite 200  
St. Louis, Missouri 63105

Of Counsel:

James E. Magee, Esq.  
Kristie Stokes Hassett, Esq.  
Reboul, MacMurray, Hewitt,  
Maynard & Kristol  
1111 19<sup>th</sup> Street, N.W.  
Suite 406  
Washington, D.C. 20036

January 20, 2000





**Certificate of Service**

A true and correct copy of the foregoing document was mailed this 20<sup>th</sup> day of July, 2000, by placing same in the U.S. Mail postage to:

Office of Public Counsel  
P.O. Box 7800  
Jefferson City, Missouri 65102

Robert B. Carter

EXHIBIT A

ARTICLES OF INCORPORATION

MICHIGAN DEPARTMENT OF CONSUMER AND INDUSTRY SERVICES  
 CORPORATION, SECURITIES AND LAND DEVELOPMENT BUREAU

Date Received:

(FOR BUREAU USE ONLY)

**FILED**

APR 30 1999

|   |             |                   |
|---|-------------|-------------------|
| Name<br>David L. Steinberg, P.C.                |             |                   |
| Address<br>1760 South Telegraph Road, Suite 300 |             |                   |
| City<br>Bloomfield Hills, MI                    | State<br>MI | Zip Code<br>48302 |

Administrator  
 CORP. SECURITIES & LAND DEV. BUREAU

04/26/1999 CSN/KELD  
 Trans 01340417

ACN

00013724  
 Total \$60.00

Corps Org & Filing & LLC art

EFFECTIVE DATE:

Document will be returned to the name and address you enter above

105-21A

**ARTICLES OF INCORPORATION**  
 For use by Domestic Profit Corporations  
 (Please read information and instructions on the last page)

Pursuant to the provisions of Act 284, Public Acts of 1972, the undersigned corporation executes the following Articles:

**ARTICLE I**

The name of the corporation is:

ACN Communication Services, Inc.

**ARTICLE II**

The purpose or purposes for which the corporation is formed is to engage in any activity within the purposes for which corporations may be formed under the Business Corporation Act of Michigan.

**ARTICLE III**

The total authorized shares:

1. Common Shares 60,000  
 Preferred Shares -0-

2. A statement of all or any of the relative rights, preferences and limitations of the shares of each class is as follows:

ARTICLE IV

1. The address of the registered office is:

32991 Hamilton Court, Farmington Hills , Michigan 48334  
(Street Address) (City) (ZIP Code)

2. The mailing address of the registered office, if different than above:

\_\_\_\_\_, Michigan \_\_\_\_\_  
(Street Address or P.O. Box) (City) (ZIP Code)

3. The name of the resident agent at the registered office is: David L. Steinberg, Esq.

ARTICLE V

The name(s) and address(es) of the incorporator(s) is (are) as follows:

| Name                      | Residence or Business Address  |
|---------------------------|--|
| <u>David L. Steinberg</u> | <u>1760 S. Telegraph Rd. Ste. 300</u><br><u>Bloomfield Hills, MI 48302</u> |
|                           |  |
|                           |  |
|                           |  |

ARTICLE VI (Optional. Delete if not applicable)

When a compromise or arrangement or a plan of reorganization of this corporation is proposed between this corporation and its creditors or any class of them or between this corporation and its shareholders or any class of them, a court of equity jurisdiction within the state, on application of this corporation or of a creditor or shareholder thereof, or on application of a receiver appointed for the corporation, may order a meeting of the creditors or class of creditors or of the shareholders or class of shareholders to be affected by the proposed compromise or arrangement or reorganization, to be summoned in such manner as the court directs. If a majority in number representing 3/4 in value of the creditors or class of creditors, or of the shareholders or class of shareholders to be affected by the proposed compromise or arrangement or a reorganization, agree to a compromise or arrangement or a reorganization of this corporation as a consequence of the compromise or arrangement, the compromise or arrangement and the reorganization, if sanctioned by the court to which the application has been made, shall be binding on all the creditors or class of creditors, or on all the shareholders or class of shareholders and also on this corporation.

ARTICLE VII (Optional. Delete if not applicable)

Any action required or permitted by the Act to be taken at an annual or special meeting of shareholders may be taken without a meeting, without prior notice, and without a vote, if consents in writing, setting forth the action so taken, are signed by the holders of outstanding shares having not less than the minimum number of votes that would be necessary to authorize or take the action at a meeting at which all shares entitled to vote on the action were present and voted. The written consents shall bear the date of signature of each shareholder who signs the consent. No written consents shall be effective to take the corporate action referred to unless, within 60 days after the record date for determining shareholders entitled to express consent to or to dissent from a proposal without a meeting, written consents dated not more than 10 days before the record date and signed by a sufficient number of shareholders to take the action are delivered to the corporation. Delivery shall be to the corporation's registered office, its principal place of business, or an officer or agent of the corporation having custody of the minutes of the proceedings of its shareholders. Delivery made to a corporation's registered office shall be by hand or by certified or registered mail, return receipt requested.

Prompt notice of the taking of the corporate action without a meeting by less than unanimous written consent shall be given to shareholders who would have been entitled to notice of the shareholder meeting if the action had been taken at a meeting and who have not consented in writing.

Use space below for additional Articles or for continuation of previous Articles. Please identify any Article being continued or added. Attach additional pages if needed.

VIII  
ARTICLE VIII

All stock shall be deemed Section 1244 stock pursuant to the IRS Code as amended.

I, (We), the incorporator(s) sign my (our) name(s) this 23 day of April, 1999.

*David L. Steinberg*

\_\_\_\_\_  
DAVID L. STEINBERG  
\_\_\_\_\_  
\_\_\_\_\_  
\_\_\_\_\_

\_\_\_\_\_  
\_\_\_\_\_  
\_\_\_\_\_  
\_\_\_\_\_

EXHIBIT B

CERTIFICATE OF AUTHORITY

# STATE OF MISSOURI



**Rebecca McDowell Cook**  
**Secretary of State**

CORPORATION DIVISION  
CERTIFICATE OF CORPORATE RECORDS

ACN COMMUNICATION SERVICES, INC.

USING IN MISSOURI THE NAME  
ACN COMMUNICATION SERVICES, INC.

I, REBECCA McDOWELL COOK, SECRETARY OF STATE OF THE STATE OF MISSOURI AND KEEPER OF THE GREAT SEAL THEREOF, DO HEREBY CERTIFY THAT THE ANNEXED PAGES CONTAIN A FULL, TRUE AND COMPLETE COPY OF THE ORIGINAL DOCUMENTS ON FILE AND OF RECORD IN THIS OFFICE.

IN TESTIMONY WHEREOF, I HAVE SET MY HAND AND IMPRINTED THE GREAT SEAL OF THE STATE OF MISSOURI, ON THIS, THE 29TH DAY OF NOVEMBER, 1999.

*Rebecca McDowell Cook*  
Secretary of State



# STATE OF MISSOURI



**Rebecca McDowell Cook**  
**Secretary of State**

CORPORATION DIVISION - CERTIFICATE OF AUTHORITY

WHEREAS,  
ACN COMMUNICATION SERVICES, INC.

USING IN MISSOURI THE NAME  
ACN COMMUNICATION SERVICES, 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 MICHIGAN.

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 24TH DAY OF NOVEMBER, 1999.

*Rebecca McDowell Cook*  
Secretary of State



\$155.00





State of Missouri

Rebecca McDowell Cook, Secretary of State

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

FILED  
AND CERTIFICATE OF  
AUTHORITY ISSUED

NOV 24 1999

**Application for Foreign Corporation  
for a Certificate of Authority**

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

Rebecca McDowell Cook  
SECRETARY OF STATE

(1) The corporation's name is ACN COMMUNICATION SERVICES, INC.  
and it is organized and existing under the laws of Michigan

(2) The name it will use in Missouri is ACN COMMUNICATION SERVICES, INC.

(3) The date of its incorporation was 4/30/99 (month/day/year),  
and the period of its duration is Perpetual

(4) The address of its principal place of business (Address/City/State/Zip)  
32991 Hamilton Court, Farmington Hills, Michigan 48334

(5) The name and address of its registered agent and office in the State of  
Missouri is (Name, Address, City/State/Zip)  
C T Corporation System, 120 South Central Avenue, Clayton, Missouri 63105

(6) The specific purpose(s) of its business in Missouri are:  
Purchasing and reselling of local and long distance phone services, and paging services.

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

**Officers** (Name/Address/City/State/Zip)  
Greg Provenzano, 11515 Vanstory Drive Ste 140, Huntersville, North Carolina  
President \_\_\_\_\_

Vice President \_\_\_\_\_

Secretary Jayne Diorka, 32991 Hamilton Court, Farmington Hills, Michigan 48334

Jayne Diorka, 32991 Hamilton Court, Farmington Hills, Michigan  
48334

Treasurer \_\_\_\_\_

**Board of Directors** (Name/Address/City/State/Zip)

Director \_\_\_\_\_ See attached list of directors

Director \_\_\_\_\_

Director \_\_\_\_\_

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.

*Jayne Diorka*

\_\_\_\_\_, Secretary-Treasurer

*10/4/99*

(Authorized signature of officer or chairman of the board) (Title) (Date)

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.

**Office of Secretary of State Rebecca McDowell Cook**  
600 W. Main and 208 State Capitol, P.O. Box 778, Jefferson City, Missouri 65102  
Telephone: (573) 751-4936

*Information contained in this document was compiled using publications from the Secretary of State's Office*

7196

**FILED**  
AND CERTIFICATE OF  
AUTHORITY ISSUED

**NOV 24 1999**

*Rebecca McDowell Cook*  
SECRETARY OF STATE

Appendix to Missouri  
Application for Foreign Corporation for a Certificate of Authority

**Directors of  
ACN COMMUNICATION SERVICES, INC.**

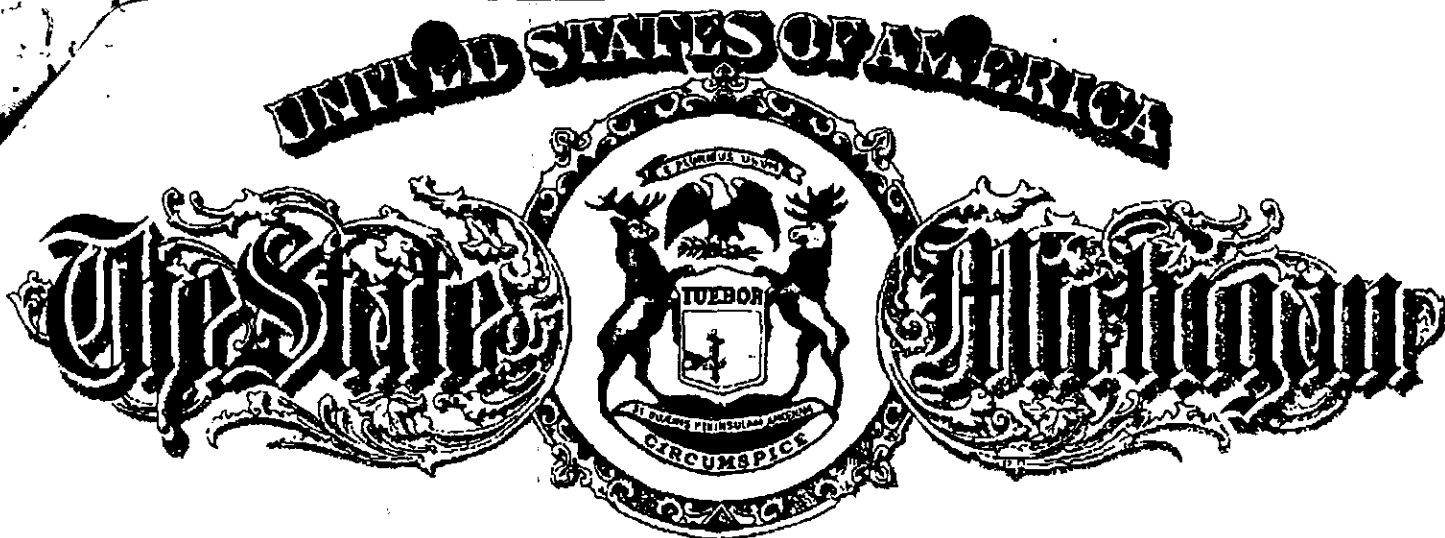
---

1. Greg Provenzano  
11515 Vanstory Drive Ste 140  
Huntersville, North Carolina 28078
2. Robert Stevanovski  
11515 Vanstory Drive Ste 140  
Huntersville, North Carolina 28078
3. Anthony Cupisz  
32991 Hamilton Court  
Farmington Hills, Michigan 48334
4. J.D. Sullivan  
32991 Hamilton Court  
Farmington Hills, Michigan 48334
5. David Stevanovski  
32991 Hamilton Court  
Farmington Hills, Michigan 48334

FILED  
NOV 24 1999

NOV 24 1999

*Rebecca McDowell Cook*  
SECRETARY OF STATE



Michigan Department of Consumer and Industry Services

Lansing, Michigan

*This is to Certify That*

**ACN COMMUNICATION SERVICES, INC.**

*was validly incorporated on April 30, 1999, as a Michigan profit corporation, and said corporation is validly in existence under the laws of this State.*

*This certificate is issued to attest to the fact that the corporation is in good standing in this office as of this date and is duly authorized to transact business or conduct affairs in Michigan and for no other purpose. It is in the usual form, made by me as the proper officer, and is entitled to have full faith and credit given it in every court and office within the United States.*

*In testimony whereof, I have hereunto set my hand and affixed the Seal of the Department, in the City of Lansing, this 19th day of November, 1999.*

*Julie Coll*

, Director

173 0461785

Corporation, Securities and Land Development Bureau