

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

<b>In the matter of the Application</b>	)	
<b>of Tennessee Telephone Service, LLC</b>	)	
<b>d/b/a Freedom Communications USA, LLC</b>	)	
<b>for a Certificate of Service Authority to</b>	)	<b>Case No.</b>
<b>Provide Resold and Facilities-Based/UNE</b>	)	
<b>Basic Local Telecommunications Services</b>	)	
<b>in Portions of the State of Missouri and</b>	)	
<b>to Classify Said Services and the Company</b>	)	
<b>as Competitive.</b>	)	

**APPLICATION FOR CERTIFICATE OF SERVICE AUTHORITY TO PROVIDE  
RESOLD AND FACILITIES-BASED/UNE BASIC LOCAL TELECOMMUNICATIONS  
SERVICES AND FOR COMPETITIVE CLASSIFICATION**

Tennessee Telephone Service, LLC d/b/a Freedom Communications USA, LLC  
("Applicant" or "Tennessee Telephone"), a Tennessee Limited Liability Company, files this  
verified application pursuant to 4 CSR 240-2.060 and 240-3.510, respectfully requesting that the  
Missouri Public Service Commission ("Commission") issue an order that:

- (a) grants Applicant a Certificate of Service Authority to provide resold and facilities-based/UNE Basic Local Telecommunications Services in Portions of the State of Missouri pursuant to Sections 392.410 and 392.420 - 455, RSMo.;
- (b) grants competitive status to Applicant pursuant to Section 392.361, RSMo., and classifies the Applicant's services as competitive; and
- (c) waives certain Commission rules and statutory provisions pursuant to Section 392.420.

In support of its request, Applicant states:

1. The legal name and principal office or place of business of the Applicant are:

Tennessee Telephone Service, LLC d/b/a Freedom Communications USA, LLC  
220 Creekside Drive  
Dickson, Tennessee 37035  
(615) 446-2010 (Phone)  
(615) 446-9207 (Fax)

A copy of Applicant's Articles of Organization, and certificate of authority from the Missouri Secretary of State to transact business in Missouri are attached hereto as Exhibit I.

2. Please direct all correspondence, pleadings, discovery, and orders to:

Mark P. Johnson, Esq. - Mo Bar # 30740  
Sonnenschein Nath & Rosenthal LLP  
4520 Main, Suite 1100  
Kansas City, Missouri 64111  
(816) 460-2400  
(Fax) 816/531-7545  
mjohnson@sonnenschein.com

3. Applicant proposes to provide resold and facilities-based/UNE basic local telecommunications service as a separate and distinct service within portions of the State of Missouri. Applicant is willing to comply with all applicable Commission rules and is willing to meet all relevant service standards, including, but not limited to, billing, quality of service and tariff filing and maintenance. Applicant proposes to provide services to prospective customers in exchanges currently served by Southwestern Bell Telephone Company, L.P. d/b/a AT&T Missouri; Embarq Missouri, Inc. d/b/a Embarq; CenturyTel of Missouri, LLC d/b/a CenturyTel; and Spectra Communications Group, LLC d/b/a CenturyTel, as set forth in the list of exchanges attached hereto as Exhibit II. Applicant will give consideration to equitable access for all Missourians, regardless of where they might reside or their income, to affordable

telecommunications services in the proposed service area as set forth in Exhibit II, in accordance with applicable law.

4. When it initiates service in Missouri, Tennessee Telephone Service, LLC d/b/a Freedom Communications USA, LLC, (Tennessee Telephone) proposes to offer resold local exchange services and local services utilizing unbundled network elements, or equivalents thereof, obtained through commercial and/or interconnection agreements. Such services will be provided by utilizing the facilities of incumbent local exchange carriers ("LECs"). Initially, the services Tennessee Telephone intends to offer are likely to be those local exchange telecommunications services offered by incumbent local exchange carriers in the proposed service area. Tennessee Telephone intends to provide local exchange services that may include but are not limited to the following:

- \* Basic Residential Exchange Services
- \* Residential Custom and Class Features (call waiting, caller ID, call forwarding, call blocking, speed calling, etc.)
- \* Basic Business Exchange Services
- \* Business Customer Calling and Class Features
- \* Adjunct Provided Features (voice messaging, etc.)
- \* Business and Residential Ancillary Services (911, E911, 411, Relay Service, directory listing, directory assistance, etc.)
- \* Centrex
- \* DSL and ISDN
- \* DID Trunks and Lines

\* Private Lines

Tennessee Telephone does not initially intend to install any switching equipment for the provision of local exchange service in the State of Missouri.

5. Applicant has the experience in the telecommunications industry and the technical and financial resources to provide telecommunications services within Missouri. A brief description of the qualifications and experience of the key management employees is attached hereto as Exhibit III, along with a description of the Applicant's telecommunications background. A copy of the financial information to demonstrate Applicant's financial ability to provide service, Exhibit IV, contains confidential and proprietary information, and is being submitted under separate cover.

6. Applicant is currently authorized in Alabama, Florida, Georgia, Illinois, Kentucky, Louisiana, Mississippi, North Carolina, South Carolina, Tennessee and Texas to provide local and long distance service, and long distance service in Michigan and Arkansas. Applicant is in the process of applying for authorization to provide competitive local exchange and interexchange services in approximately 10 additional states. Applicant has not been denied authority for any of the services for which it seeks authority in this Application.

7. Applicant hereby respectfully requests a temporary waiver of 4 CSR 240-3.510 (1) (C) that requires Applicant to file a draft tariff simultaneously with this application until Applicant has executed interconnection agreements with the incumbent LECs and those agreements have been approved by the Commission. Applicant will file its tariff with an effective date of at least 45 days after filing.

8. Applicant hereby respectfully requests classification as a competitive

telecommunications company within the State of Missouri and receive a lesser degree of regulation as permitted by Sections 392.361 and 392.420 RSMo. Applicant also requests that its services be classified as competitive. 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.

9. Applicant also respectfully requests, pursuant to Section 392.420, RSMo, that the Commission waive the application of the following rules and statutory provisions as it relates to the regulation of Applicant:

Statutes

392.210.2 Establish Uniform System of Accounts for Annual reports  
392.240(1) Setting just and reasonable rates  
392.270 Ascertain Property values  
392.280 Establish 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 and notes  
392.340 Reorganization(s)

Commission Rules

4 CSR 240-10.020 Depreciation fund income  
4 CSR 240-30.040 Uniform System of Accounts  
4 CSR 240-3.550(5)C) File Exchange boundary maps with Commission

The above-referenced rules and statutory provisions have been waived to other carriers in prior cases.

10. As required by Section 386.570, RSMo, Applicant will comply with all applicable Commission rules except those which are specifically waived by the Commission pursuant to a request filed by the Applicant.

11. The Applicant has no pending actions 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 this application. No Commission annual reports or assessment fees are overdue.

12. Tennessee Telephone submits, notwithstanding the provisions of Section 392.500, RSMo., as a condition of certification and competitive classification, Tennessee Telephone agrees that, unless otherwise ordered by the Commission, Tennessee Telephone 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 those service area(s) Tennessee Telephone seeks authority to provide service. Additionally, pursuant to the Commission's Report and Order in Case No. TO-99-596, Tennessee Telephone agrees that if the ILEC in whose service area Tennessee Telephone is operating decreases its originating and/or terminating access service rates, Tennessee Telephone 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 exchange access rates.

13. Tennessee Telephone submits the following arguments to demonstrate that the public interest will be served by the approval of this Application: the grant of a certificate to provide competitive basic local telecommunications services to the Applicant will serve the public interest. The Applicant's presence in the market will expand customer choice for telecommunications service. The increased competition brought by the Applicant to the market will have the effect of improving the quality of telecommunications services in Missouri and

decreasing the cost of such services through increased innovation and efficiency. The result will be beneficial to economic development in Missouri. The granting of a certificate to the Applicant will contribute to the availability of reasonably affordable local exchange services in the State of Missouri.

WHEREFORE, Applicant, Tennessee Telephone Service, LLC d/b/a Freedom Communications USA, LLC, respectfully requests that the Missouri Public Service Commission grant it a certificate of service authority to provide resold and facilities-based/UNE Basic Local Telecommunications Services within portions of the State of Missouri. Applicant also respectfully requests classification as a competitive telecommunications company and requests that its services be classified as competitive. In addition, Applicant respectfully requests a waiver of the above-referenced rules and statutory provisions and a temporary waiver of the tariff filing requirement.

**Respectfully submitted,**

**/s/Mark P Johnson/**

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**Attorneys for Applicant  
Tennessee Telephone Service, LLC  
d/b/a Freedom Communications USA, LLC**

## **CERTIFICATE OF SERVICE**

I hereby certify that I have on this 25<sup>th</sup> day of September, 2009, served a true copy of the foregoing Application upon the following, listed below, in accordance with Commission rules.

General Counsel  
Missouri Public Service Commission  
PO Box 360  
Jefferson City, MO 65102

Office of the Public Counsel  
PO Box 7800  
Jefferson City, MO 65102

/s/Mark P. Johnson/  
Mark P. Johnson



**ATTACHED EXHIBITS**

- Exhibit I**      **Missouri Secretary of State Authorization and Articles of Organization**
- Exhibit II**     **List of Exchanges**
- Exhibit III**    **Executive Officers' Qualifications and Experience and Company's  
Telecommunications Background**
- Exhibit IV**    **Financial Information**