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July 25, 2003

Mr. Dale Hardy Roberts
Missouri Public Service Commission
P.O. Box 360
Jefferson City, MO 65102

FILED²
JUL 25 2003
Missouri Public
Service Commission

RE: **Case No.** _____
Application of Now Acquisition Corporation for Certificate of Service
Authority to Provide Basic Local Exchange Telecommunications Services
in Portions of Missouri

Dear Mr. Roberts:


Enclosed for filing on behalf of Now Acquisition Corporation, please find an original and five (5) copies of an "**APPLICATION FOR CERTIFICATE OF SERVICE AUTHORITY AND FOR COMPETITIVE CLASSIFICATION.**" Also enclosed is Now Acquisition Corporation's proposed initial interexchange services tariff, Mo.P.S.C. No. 2, which bears a 45-day effective date.

Please see that this filing is brought to the attention of the appropriate Commission personnel.

Thank you for your cooperation and assistance in this matter.

Sincerely,

WILLIAM D. STEINMEIER, P.C.

By: 
William D. Steinmeier

Enclosures

cc: General Counsel
Office of Public Counsel
Patrick D. Crocker
Mary Ann (Garr) Young

BEFORE THE PUBLIC SERVICE COMMISSION
OF THE STATE OF MISSOURI

FILED²
JUL 25 2003
Missouri Public
Service Commission

In the Matter of the Application of)
)
NOW ACQUISITION CORPORATION)
)
For a Certificate of Service Authority to Provide)
Basic Local Telecommunications Services in)
Portions of the State of Missouri and for)
Competitive Classification)

Case No. _____

APPLICATION FOR CERTIFICATE OF SERVICE AUTHORITY
AND FOR COMPETITIVE CLASSIFICATION

NOW COMES Now Acquisition Corporation ("NAC" or "Applicant") by and through its undersigned counsel, and pursuant to sections 392.361, 392.410, 392.420, 392.430 and 392.450, RSMo, the Federal Telecommunications Act of 1996, and 4 CSR 240-2.060 and 4 CSR 240-3, and hereby requests authority to provide resold basic local telecommunications service in portions of the State of Missouri and to classify said service as competitive. Applicant seeks expedited treatment of this Application and the proposed tariff filed separately this date, as well as two related applications and a related tariff. A Motion for Expedited Treatment is being filed simultaneously herewith seeking approval no later than September 23, 2003. Similar motions for expedited treatment have been filed in the related cases. An officer's verification of the instant application will be late-filed. Original verifications have been filed with two related applications filed simultaneously with this application.

In support of its Application, Applicant states as follows:

1. NAC is duly incorporated and existing under and by virtue of the laws of the State of Delaware and is duly authorized to do business in Missouri. The character of the business performed by Applicant is telecommunications. The

Applicant's Certificate of Authority to do business in Missouri from the Missouri Secretary of State's Office is attached to this Application as **Appendix A-1**. Applicant's principal place of business is 6590 West Rogers Circle, Suite 6A, Boca Raton, FL 33487 and its toll free telephone number is (888) 389-1400.

2. All inquiries, correspondence, communications, pleadings, notices, orders and decisions relating to this Application should be addressed to:

William D. Steinmeier
Mary Ann (Garr) Young
William D. Steinmeier, P.C.
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P.O. Box 104595
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Email: wds@wdspsc.com
Myoung0654@aol.com

With a copy to:

Patrick D. Crocker
Early, Lennon, Crocker & Bartosiewicz, P.L.C.
900 Comerica Building
Kalamazoo, Michigan 49007-4752
Telephone: (269) 381-8844
Fax: (269) 381-8822
Email: pcrocker@earlylennon.com

All inquiries or communications regarding the ongoing operations of NAC should be addressed to:

Scott Kellogg
NOW ACQUISITION CORPORATION
180 North Wacker Drive, Suite 3
Chicago, IL 60606
Telephone: (312) 658-1056
Facsimile: (312) 658-5487

3. By this Application, Applicant requests certificate authority to provide resold basic local exchange services to customers throughout all the exchanges currently served by Southwestern Bell Telephone, L.P., d/b/a SBC Missouri (SBC), formerly known as Southwestern Bell Telephone Company (SWBT), Sprint Missouri, Inc., (Sprint), CenturyTel of Missouri, LLC (CenturyTel) and Spectra Communications Group, LLC (Spectra). The specific SWBT, Sprint, CenturyTel and Spectra exchanges within which Applicant proposes to offer service are attached hereto as **Appendix A-2**. Applicant's proposed service areas will follow the respective exchange boundaries of the stated incumbent LECs and shall be no smaller than an exchange as required by Section 392.455(3) RSMo. Applicant may seek authorization to provide service in exchanges served by other incumbent LECs in a subsequent proceeding.

Initially, Applicant plans to offer local service through resale arrangements with the above-specified incumbent LECs. Applicant is currently in the process of negotiating a resale agreement with SWBT and expects to file same in the near future. Should Applicant's Application be granted, Applicant plans to commence offering basic local service upon receiving Commission approval of its resale agreement(s) and related tariffs.

4. Pursuant to this Application, Applicant seeks to offer and provide all forms of resold basic local telecommunications service to primarily Missouri residential customers. Such service will include, but will not be limited to: (1) Basic Residential Exchange Services, including local exchange flat rate, measured rate service, pre-paid local exchange, operator services, etc; (2) Residential Custom and Class Features, including call waiting, caller ID, call forwarding, etc.; (3) Residential Ancillary Services such as 911, directory listing, and directory assistance.

5. Applicant possesses the technical and managerial expertise and experience necessary to provide the services it proposes as required by Section 392.455(1) RSMo

Supp. 1997. In addition, the background and experience of Applicant's management is attached hereto as **Appendix A-3**.

6. Applicant possesses the necessary financial qualifications to provide the services it proposes as required by Section 392.455(1) RSMo Supp. 1997 and has the necessary capital to conduct its proposed operations in Missouri. Applicant will late-file its recent financial statements **Appendix A-4**. Applicant is seeking a Protective Order from the Commission to enable it to file such statements under seal.

7. Pursuant to this Application, Applicant also seeks classification of itself and its new basic local telecommunications service offerings as competitive, with accompanying reduced regulation pursuant to Sections 392.361 RSMo and 4 CSR 240-3.510(1)(A). Applicant believes that its proposed services will be subject to sufficient competition to justify a lesser degree of regulation and that granting this request will allow greater price and service options for telephone users.

8. Applicant will offer basic local telecommunications service as a separate and distinct service in accordance with Section 392.455 RSMo. Applicant will give consideration to equitable access for all customers in Missouri, without regard to their income or where they might reside, to affordable telecommunications services in Applicant's proposed service areas in accordance with Section 392.455(5) RSMo.

9. Applicant is willing to comply with all applicable Commission rules and is willing to meet all relevant service standards including, but not limited to, quality of service, billing, and tariff filing and maintenance. Consistent with the Commission's treatment of other certificated competitive local exchange telecommunications companies, Applicant requests that, at minimum, the following statutes and regulations for Applicant and its proposed basic local exchange service offerings be waived at this time:

STATUTES

392.210.2
392.240.1
392.270
392.280
392.290
392.300.2
392.310
392.320
392.330
392.340

REGULATIONS

4 CSR 240-3.545(2)(C)
4 CSR 240-3.550(5)(C)
4 CSR 240-10.020
4 CSR 240-30.040
4CSR 240-33.030

10. Pursuant to 4 CSR 4 CSR 240-3.510(1), which requires that an application for a certificate of service authority to provide interexchange, local exchange or basic local exchange service shall include a proposed tariff with a forty-five (45) day effective date, Applicant is separately filing its proposed basic local exchange tariff, designated as Mo. P.S.C. Mo. No. 2. Applicant's proposed tariff contains the rules, conditions and description of services and rates, and bears an effective date of September 23, 2003, which is more than forty-five (45) days as required by the rule. Applicant respectfully requests approval of its basic local service tariff, Mo. P.S.C. No. 2.

11. Applicant herein states that there are no pending actions or final unsatisfied judgments or decisions against it in any state, federal agency, or court which involve customer service or rates for which action, judgment, or decision has occurred within three (3) years of the date of this Application.

12. Applicant hereby affirms that the Company does not have any overdue annual reports or fees owed to the Missouri Public Service Commission.

13. Applicant submits that 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 Telecommunications Act of 1996 and Chapter 392 RSMo. Prompt approval of

this Application also will expand the availability of innovative, high-quality and reliable telecommunications services within the State of Missouri.

WHEREFORE, Applicant NOW ACQUISITION CORPORATION respectfully requests that the Commission grant it a certificate of service authority to provide resold basic local telecommunications service as herein requested, classify Applicant and its proposed services as competitive, grant waivers of the aforesaid statutes and regulations, and approve its proposed tariffs.

Respectfully submitted,



William D. Steinmeier, Mo. Bar #25689
Mary Ann (Garr) Young, Mo. Bar #27951
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Fax: (269) 381-88
Email: pcrocker@earlylennon.com

ATTORNEYS FOR APPLICANT
NOW ACQUISITION CORPORATION

Dated: July 25, 2003

CERTIFICATE OF SERVICE

The undersigned hereby certifies that a copy of the foregoing Application, along with its verification and appendices, was sent to the PSC's General Counsel's Office and the Office of the Public Counsel by placing same in the United States Mail, first class postage prepaid, or by hand-delivery, this 25th day of July, 2003.

A handwritten signature in cursive script, reading "William D. Steinmeier", written over a horizontal line.

William D. Steinmeier

APPENDIX A-1

Secretary of State Certificate

STATE OF MISSOURI



Matt Blunt
Secretary of State
CERTIFICATE OF AUTHORITY

WHEREAS,

NOW ACQUISITION CORPORATION
F00528025


using in Missouri the name

NOW ACQUISITION CORPORATION

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, MATT BLUNT, 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 18th day of June, 2003.


Secretary of State



APPENDIX A-2

Exchange List

EXCHANGE LIST

I. Southwestern Bell Telephone Company:

Kansas City Metropolitan Exchanges

Gladstone
Independence
Parkville
Raytown
South Kansas City
Belton
Blue Springs
East Independence
Lee's Summit
Liberty
Nashua
Tiffany Springs

St. Louis Metropolitan Exchanges

Ferguson
Ladue
Mehlville
Overland
Riverview
Sappington
Webster Groves
Bridgeton
Creve Coeur
Florissant
Kirkwood
Oakville
Spanish Lake

Springfield Metropolitan Exchanges

Fair Grove
Nixa
Republic
Rogersville
Strafford
Willard

Other Southwestern Bell Exchanges

Camdenton	Lake Ozark	Osage Beach	Oak Ridge
Cape Girardeau	Manchester		Old Appleton
Carthage	Marshall		Oran
Cedar Hill	Maxville		Patton
Chesterfield	Mexico		Paynesville
Chillicothe	Monett		Pierce City
DeSoto	Moberly		Pocahontas-New Wells
Dexter	Neosho		Portage Des Sioux
Eldon	Nevada		Portageville
Excelsior Springs	Pacific		Puxico
Farmington	Perryville		Qulin
Fenton	Pond		Richmond
Festus-Crystal City	Poplar Bluff		Richwoods
Flat River	St. Charles		Risco
Fulton	St. Clair		Rushville

I. Southwestern Bell Telephone Company Exchanges (continued)

Gravois Mills	St. Joseph	Ste. Genevieve
Hannibal	Sedalia	St. Marys
Harvester	Sikeston	San Antonio
High Ridge	Union	Scott City
Imperial	Valley Park	Senath
Jackson	Washington	Slater
Joplin	Webb City	Smithville
Kennett	Kirksville	Stanberry
Montgomery City	Morehouse	Trenton
New Franklin	New Madrid	Tuscumbia
Versailles	Vienna	Walnut Grove
Wardell	Ware	Wellsville
Westphalia	Wyatt	
Adrian	Carrollton	Grain Valley
Advance	Caruthersville	Gray Summit
Agency	Center	Greenwood
Altenburg-Frohna	Chaffee	Hayti
Arnold	Charleston	Herculaneum-Pevely
Archie	Clarksville	Higbee
Arglye	Clever	Hillsboro
Armstrong	Climax Springs	Holcomb
Ash Grove	Deering	Hornersville
Beaufort	KeKalb	Jasper
Bell City	Delta	Knob Noster
Benton	Downing	Lamar
Billings	East Prairie	LaMonte
Bismark	Edina	Lancaster
Bloomfield	Elsberry	Leadwood
Bloomsdale	Essex	Lilbourn
Bonne Terre	Eureka	Linn
Boonville	Farley	Lockwood
Bowling Green	Fayette	Louisiana
Brookfield	Fisk	Macks Creek
Campbell	Frankford	Malden
Cardwell	Fredrickstown	Marble Hill
Carl Junction	Freeburg	Marceline
	Gideon	Marionville
	Glasgow	Marston
		Meta

II. GTE

Alton, Amazonia, Annapolis, Arcola, Ashland, Augusta, Aurora, Ava, Avenue City, Avilla, Belgrade, Belle, Belleview, Birch Tree, Bland, Blue Eye, Bolckow, Boss, Bourbon, Bradleyville, Branson, Branson West, Braymer, Bronaugh-Moundville, Brunswick (Triplett), Buffalo, Bunker, Cabool, Calendonia, Cameron, Canton, Cape Fair, Cassville, Caulfield, Cedar Creek, Centerville, Centralia, Chamois, Clarence, Clark, Clarksdale, Collins, Columbia, Concordia, Conway, Cosby, Crane, Cross Timbers, Cuba, Dadeville, Dalton, Dardenne / Lake St. Louis, Defiance, Dora, Easton, Edgar Springs, Eldorado Springs, Elkland, Ellsinore, Elmer, Eminence, Everton, Ewing, Exeter, Fillmore, Foley, Fordland, Foristell, Forsyth, Fremont, Gainesville, Galena, Golden City, Gorin, Gower, Greenfield, Grovespring, Hallsville, Hamilton, Hartville, Hawk Point, Helena, Hermann, Hermitage, High Hill, Highlandville, Holstein, Houston, Humansville, Hunnewell, Hurley, Irondale, Ironton, Jamestown, Jenkins, Jerico Springs, Jonesburg, Kahoka, Keytesville, Kidder, Kimberling City, Kingston, Koshkonong, LaBelle, Laddonia, LaGrange, La Plata, Lawson, Leasburg, Lesterville, Lewistown, Licking, Louisburg, Lowry City, Macon, Manes, Mano, Mansfield, Marshfield, Marthasville, Maysville, Milo, Monroe City, Montauk Park, Monticello, Morrison, Moscow Mills, Mount Sterling, Mt. Vernon, Mtn. Grove, Mtn. View, Nebo, New Melle, Niangua, Norwood, Oates, O'Fallon, Old Monroe, Osborn, Osceola, Ozark, Palmyra, Paris, Perry, Pittsburg, Plattsburg, Potosi, Prairie Home, Preston, Protem, Raymondville, Reeds Spring, Revere, Roby, Rocheport, Rockaway Beach, Rockville, Rosendale, St. James, St. Peters, Safe, Santa Fe, Sarcoxie, Savannah, Schell City, Seymour, Shelbyville, Sheldon, Shell Knob, Sparta, Stewartville, Stoutsville, Sturgeon, Summersville, Thayer, Theodosia, Thomasville, Timber, Trimble, Troy, Truxton, Turney, Urbana, Van Buren, Vanzant, Vichy, Walker, Warrenton, Washburn, Wasola, Wayland (including Alexandria base rate area), Weableau, Wentzville, West Plains, West Quincy, Wheatland, Whitesville, Willow Springs, Winfield, Winona, Wolldridge, Wright City

III. Sprint

Appleton City, Blackburn, Blairstown, Brazito, Buckner, Butler, Calhoun, California, Camden Point, Centertown, Centerview, Chilhowee, Clarksburg, Clinton, Coal, Cole Camp, Craig, Dearborn, Deepwater, Edgerton, Eugene, Fairfax, Ferrelview, Ft. Leonard Wood, Green Ridge, Hardin, Harrisonville, Henrietta, Holden, Holt, Hopkins, Houstonia, Ionia, Jefferson City, Kearney, King City, Kingsville, Lake Lotawana, Lebanon, Leeton, Lexington, Lincoln, Lone Jack, Malta Bend, Maryville, Missouri City, Montrose, Mound City, New Bloomfield, Newburg, Norborne, Oak Grove, Odessa, Orrick, Otterville, Pickering, Platte City, Pleasant Hill, Richland, Rolla, Russellville, Salem, St. Robert, St. Thomas, Smithton, Strasburg, Sweet Springs, Syracuse, Taos, Tarkio, Tipton, Urich, Warrensburg, Warsaw, Waverly, Waynesville, Wellington, Weston, Windsor.

APPENDIX A-3

Background and Experience of Management

Ken Baritz is the CEO, President and Chairman of Now Acquisition Corporation and its parent BiznessOnline.com, Inc. Mr. Baritz has over 18 years of progressive and diverse corporate governance experience in both private and public companies. His core expertise involves turning around operationally distressed telecommunications providers and assets. Most recently, Mr. Baritz was President and member of the Board of Directors of Talk America Holdings, Inc., one of the largest and most profitable providers of competitive local services. Prior to that position, Mr. Baritz served as CEO and Chairman of the Board of Directors of Access One Communications, Inc., one of the first regional providers of UNE-P local services in the country. Mr. Baritz grew Access One from under \$1 million to \$50 million in annual revenues. Mr. Baritz also served as CEO and Chairman of the Board of Directors for the competitive pay phone provider Amnex, Inc.

James Doherty is the COO of Now Acquisition Corporation and its parent BiznessOnline.com, Inc. Mr. Doherty has over 20 years of experience managing the complex operational aspects of telecommunications providers. Most recently, Mr. Doherty served as Operations Manager for Talk America Holdings, Inc., where he managed all technical and operational aspects of a 300-seat joint use facility encompassing provisioning, collections, and telemarketing functions. He was also directly responsible for daily management of all provisioning operations company wide. Prior to that position, Mr. Doherty served as Director of Technical Operations for Amnex, Inc., where he managed three separate groups: Call Center Technical Operations, Fraud, and Coin Sent Paid. Mr. Doherty also served as Brand Operations Manager for National Telephone Services, managing 200 operations personnel, and was Installation and Maintenance Supervisor for ITT Business Communications Corp.

APPENDIX A-4

Financial Statements for

BiznessOnline.com, Inc.

(To Be Submitted Under Seal)

[CONFIDENTIAL TREATMENT REQUESTED]