

FISCHER & DORITY
PROFESSIONAL CORPORATION

James M. Fischer
Larry W. DORITY

Attorneys at Law
Regulatory & Governmental Consultants

101 Madison, Suite 400
Jefferson City, MO 65101
Telephone: (573) 636-6758
Fax: (573) 636-0383

January 14, 2003

FILED²

JAN 14 2003

**Missouri Public
Service Commission**

Secretary of the Commission
Missouri Public Service Commission
200 Madison Street, Suite 100
P.O. Box 360
Jefferson City, Missouri 65102-0360

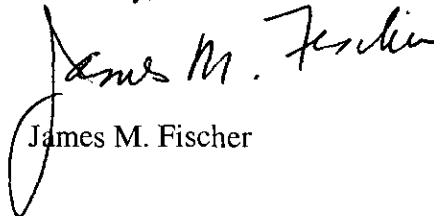
RE: *In the matter of the application of Dialaround Enterprises Inc. for a certificate of service authority to resell intrastate interexchange telecommunications services within the state of Missouri.*

Dear Mr. Roberts:

Enclosed for filing in the above-referenced matter are the original and eight (8) copies of the Application of Dialaround Enterprises Inc. A copy of the foregoing Application has been hand-delivered or mailed this date to each parties of record.

Thank you for your attention to this matter.

Sincerely,


James M. Fischer

/jr
Enclosures

cc: Dana K. Joyce, General Counsel
Office of the Public Counsel

FILED²

JAN 14 2003

BEFORE THE PUBLIC SERVICE COMMISSION
STATE OF MISSOURI

Missouri Public
Service Commission

In the matter of the application of
Dialaround Enterprises Inc.
for a certificate of service authority to
resell intrastate interexchange
telecommunications services within the
state of Missouri.

Case No. _____

APPLICATION

COMES NOW Dialaround Enterprises Inc. ("Dialaround" or "Applicant"), a Delaware corporation, and submits its Application respectfully requesting that the Missouri Public Service Commission ("Commission") issue Applicant a Certificate of Service Authority to provide competitive intrastate interexchange telecommunications services between and among locations within the State of Missouri pursuant to Section 392.440, RSMo 2000,¹ an order classifying Applicant as a competitive telecommunications carrier, and an order waiving or suspending certain Commission rules and statutory provisions pursuant to Section 392.420. In support of its request, Applicant provides the following information:

1. The legal name and principal office or place of business of the Applicant are: Dialaround Enterprises Inc., 30-50 Whitestone Expressway, Suite 102, Flushing, NY 11354. A copy of the Articles of Incorporation is attached hereto as Exhibit A and incorporated herein by reference. Applicant is qualified to transact business in the state of Missouri and holds a certificate of authority as a foreign corporation to transact business in the state of Missouri, which is attached hereto as Exhibit B and incorporated herein by reference.

¹ All citations to statutory sections are to the 2000 Revised Statutes of Missouri, as currently supplemented, unless otherwise indicated.

2. Applicant does not do business under a fictitious name.
3. Copies of correspondence, communications and orders and decisions of the

Commission are to be sent are as follows:

Douglas Barley, CFO & Assistant Secretary
Dialaround Enterprises Inc.
30-50 Whitestone Expressway, Suite 102
Flushing, NY 11354.
Telephone (718) 358-5390.

and to Applicant's in-state counsel of record:

James M. Fischer
Fischer & Dority, P.C.
101 Madison Street, Suite 400
Jefferson City, Missouri 65101
Telephone: (573) 636-6758
Facsimile: (573) 636-0383

4. The name and address of the Applicant's registered agent is National Registered Agents, Inc., 300-B East High Street, Jefferson City, MO 65101.

5. Applicant has approved applications for certificates of authority to resell long distance interexchange services or is otherwise authorized to provide service in California, Florida, Georgia, Illinois, Indiana, Iowa, Kentucky, Massachusetts, Michigan, Montana, New York, New Jersey, North Carolina, Ohio, Pennsylvania, Rhode Island, Texas, Utah, Virginia, and Wisconsin. Applicant has pending applications for certificates of authority to resell long distance services in Alabama, Arizona, Arkansas, Colorado, Idaho, Kansas, Minnesota, Nevada, New Hampshire, North Dakota, Oregon, and Wyoming.

6. The Applicant intends to provide telecommunications services to business and residential customers statewide in the State of Missouri as a nonfacilities based (switchless) reseller of the interexchange services utilizing the network facilities of Global Crossings. The customer will become a customer of the Applicant not of the underlying carrier. Applicant assumes responsibility for billing, trouble reporting, and customer service. Applicant plans to provide telecommunication services from points of origin in Missouri to destination points in Missouri, other parts of the United States, and foreign countries. In the future, the Applicant may resell the services of other interexchange carriers.

7. Applicant is not a facilities based carrier. The Applicant does not own, operate, control or manage any telecommunications transmission facility. Applicant does not own or operate a switch.

8. Applicant applies for a certificate of authority under Section 392.440, to operate as an intrastate reseller of telecommunication services and also applies pursuant to Section 392.361, for designation as a competitive telecommunications company. Applicant proposes to offer 1+ services which are already classified as competitive telecommunications services in the State of Missouri. Applicant will not provide 0+ dialing. Both the company and its services will be subject to sufficient competition to justify a lesser degree of regulation. Such regulation will be consistent with the protection of the ratepayer and promote the public interest.

Applicant plans to resell statewide in the state of Missouri.

9. Applicant submits the following reasons in support of its belief that the public interest will be served by approval of this Application. By purchasing a package of interstate, intrastate, and international telecommunication services in large volume, Applicant has been able to obtain a significant discount in the price of those services. The benefits of that discount are passed along in part to the Applicant's customers who, acting individually, could not generate a sufficient volume of business to command a discount from an interexchange carrier on their own.

10. Applicant also respectfully requests, pursuant to Section 392.420, that the Commission suspend, waive or modify the application of the following rules and statutory provisions as it relates to the regulation of the applicant interexchange company:

4 CSR 240-10.020	-	Depreciation and income
4 CSR 240-30.010(2)(C)	-	Posting of exchange rates at central operating offices
4 CSR 240-30.040	-	Uniform system of accounts
4 CSR 240-33.030	-	Minimum charge rules
4 CSR 240-35	-	Bypass
Section 392.210.2	-	Establish uniform system of accounts for annual reports
Section 392.240(1)	-	Rates – reasonable average return on investment
Section 392.270	-	Property valuation
Section 392.280	-	Depreciation rates
Section 392.290	-	Issuance of securities
Section 392.300.2	-	Acquisition of stock
Section 392.310	-	Issuance of stocks and debt
Section 392.320	-	Stock dividend payment
Section 392.330	-	Issuance of securities, debt, and notes
Section 392.340	-	Reorganization(s)

The above-referenced rules and statutory provisions have been waived with regard to other interexchange carriers in prior cases. These rules or statutory provisions are principally

designed to apply to noncompetitive telecommunications carriers. It would be inconsistent with the goal and purposes of Section 392.530 to apply them to a competitive telecommunications carrier such as the Applicant.

11. Applicant's tariff, setting out the proposed services and charges offered by Applicant, is being filed simultaneously with this Application and has a forty-five (45) day effective date.

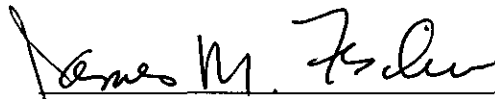
12. Applicant will not unjustly discriminate among its customers, which discrimination is prohibited pursuant to Section 392.200.

13. Applicant has no annual reports or regulatory assessment fees that are overdue in Missouri.

14. 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.

WHEREFORE, Applicant Dialaround Enterprises Inc., respectfully requests the Public Service Commission of the State of Missouri to grant it a Certificate of Service Authority to provide competitive intrastate interexchange telecommunications service within the state of Missouri; an order classifying it as a competitive telecommunications company providing competitive service; an order suspending, waiving, or modifying the above-referenced rules and statutory provisions as they relate to the regulation of the Applicant in the state of Missouri; and for such further orders as the Commission deems appropriate.

Respectfully submitted,



James M. Fischer, MBN 27543
FISCHER & DORITY, P.C.
101 Madison Street, Suite 400
Jefferson City, Missouri 65101
Telephone: (573) 636-6758
Facsimile: (573) 636-0383
E-mail: jfischerpc@aol.com

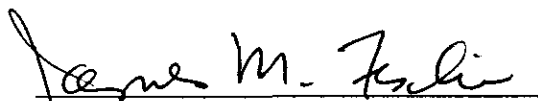
ATTORNEY FOR APPLICANT

CERTIFICATE OF SERVICE

I do hereby certify that a true and correct copy of the foregoing document has been hand-delivered or mailed, First Class, U.S. Mail, postage prepaid, this 14th day of January 2003, to:

Dana K. Joyce, General Counsel
Missouri Public Service Commission
P.O. Box 360
Jefferson City MO 65102

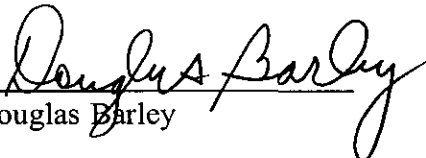
Office of the Public Counsel
P.O. Box 7800
Jefferson City MO 65102

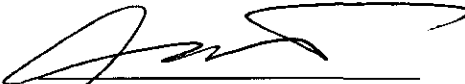

James M. Fischer

STATE OF NEW YORK)
)
 COUNTY OF QUEENS) ss

VERIFICATION

Douglas Barley, on oath, states that he is CFO & Assistant Secretary of Dialaround Enterprises Inc., that he is authorized to make this Verification on its behalf, that he had read the foregoing application and is familiar with its contents and that the matters set forth therein are true to the best of his knowledge, information and belief.


 Douglas Barley


 Notary Public
DAVID SCHWARTZ
 Notary Public, State of New York
 No. 01SC4953403
 Qualified in Nassau County
 Commission Expires July 10, 20 03

My Commission expires: _____

LIST OF EXHIBITS

	EXHIBIT
Copy of Articles of Incorporation	A
Copy of Certificate of Authority as a Foreign Corporation To Transact Business in the State of Missouri	B

EXHIBIT A

ARTICLES OF INCORPORATION

State of Delaware
Office of the Secretary of State

PAGE 1

I, HARRIET SMITH WINDSOR, 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 "DIALAROUND ENTERPRISES INC.", FILED IN THIS OFFICE ON THE TWENTY-SIXTH DAY OF FEBRUARY, A.D. 2001, AT 9 O'CLOCK A.M.

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



Harriet Smith Windsor
Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 0990719

3361282 8100

010002840

DATE: 02-26-01

STATE OF DELAWARE
SECRETARY OF STATE
DIVISION OF CORPORATIONS
FILED 09:00 AM 02/26/2001
010093840 - 3361282

CERTIFICATE OF INCORPORATION
OF
DIALAROUND ENTERPRISES INC.

(Under Section 102 of the Delaware General Corporation Law)

FIRST: The name of this corporation shall be:
DIALAROUND ENTERPRISES INC.

SECOND: Its registered office in the State of
Delaware is to be located at 30 Old Rudnick Lane, in the City
of Dover, County of Kent 19901, and its registered agent at
such address is BRIDGE SERVICE CORP.

THIRD: The purpose or purposes of the corporation
shall be: To engage in any lawful act or activity for which
corporations may be organized under the General Corporation
Law of Delaware.

FOURTH: The name and mailing address of the
incorporator is as follows: Stanley Tobias, c/o Harrikk,
Feinstein LLP, 2 Park Avenue, New York, New York 10016.

FIFTH: The total number of shares of stock which the Corporation shall have authority to issue is One Thousand (1000) shares, all of which shall be designated Common Stock, of the par value of One Dollar (\$1.00) per share.

SIXTH: The Board of Directors is expressly authorized to adopt, amend or repeal By-Laws, subject to the reserved power of the stockholders to amend and repeal any By-Laws adopted by the Board of Directors.

SEVENTH: No person who is or was a director of the Corporation shall be personally liable to the Corporation for monetary damages for breach of fiduciary duty as a director unless, and only to the extent that, such director is liable (i) for any breach of the 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 a knowing violation of law, (iii) under Section 174 of the General Corporation Law of the State of Delaware or any amendment thereto or successor provision thereto, or (iv) for

EXHIBIT B

**CERTIFICATE OF AUTHORITY
AS A FOREIGN CORPORATION**

No. F00513351

STATE OF MISSOURI



Matt Blunt
Secretary of State

CORPORATION DIVISION - CERTIFICATE OF AUTHORITY

WHEREAS,
DIALAROUND ENTERPRISES INC.


using in Missouri the name
DIALAROUND ENTERPRISES 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, 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 26th day of SEPTEMBER, 2002.




Secretary of State

\$155.00