

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

**In the matter of the application)
of Velocity The Greatest Phone Company)
Ever, Inc. for a Certificate of Service Authority)
to Provide Resold and Facilities-Based/UNE) Case No. _____
Basic Local Telecommunications Services)
in Portions of the State of Missouri and)
to Classify Said Services and the Company)
as Competitive)**

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

Velocity The Greatest Phone Company Ever, Inc. ("Applicant" or "Velocity"), a Delaware Corporation, 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:

Velocity The Greatest Phone Company Ever, Inc.
7130 Spring Meadows West Drive
Holland, Ohio 43528
(419) 868-9983 (Phone)
(419) 868-9986 (Fax)

A copy of Applicant's Certificate of Incorporation, 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, Velocity The Greatest Phone Company Ever, Inc., (Velocity) 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 Velocity intends to offer are likely to be those local exchange telecommunications services offered by incumbent local exchange carriers in the proposed service area. Velocity 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

Velocity 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 to provide service in California, Colorado, Florida, Idaho, Iowa, Kentucky, Massachusetts, Michigan, Montana, New Jersey, New York, Pennsylvania, Rhode Island, Utah and Washington. Applicant is in the process of applying for authorization to provide competitive local exchange and interexchange services in the 48 contiguous states and Hawaii. 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 receipt of 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. Notwithstanding the provisions of Section 392.500, RSMo., as a condition of certification and competitive classification, Velocity agrees that, unless otherwise ordered by the Commission, Velocity 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) Velocity seeks authority to provide service. Additionally, pursuant to the Commission's Report and Order in Case No. TO-99-596, Velocity agrees that if the ILEC in whose service area Velocity is operating decreases its originating and/or terminating access service rates, Velocity 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. Velocity 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, Velocity The Greatest Phone Company Ever, Inc., 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/

**Mark P. Johnson, Esq.
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Missouri Bar # 30740**

**Attorney for Applicant
Velocity The Greatest Phone Company Ever, Inc.**

CERTIFICATE OF SERVICE

I hereby certify that I have on this 12th day of October, 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 Certificate of Incorporation

Exhibit II List of Exchanges

Exhibit III Executive Officers' Qualifications and Experience

Exhibit IV Financial Information