

Company ID: 00128519
ATX Telecommunications Services, Ltd.
50 Monument Road
Bala Cynwyd, PA 19004

BEFORE THE TENNESSEE REGULATORY AUTHORITY
Nashville, TN March 14, 2000

IN RE: CASE NUMBER: 00-00089

Application for Authority to Provide Operator Services and/or Resell Telecommunications Services in Tennessee Pursuant to Rule 1220-4-2-.57.

---ORDER---

This matter is before the Tennessee Regulatory Authority upon the application of the above-mentioned company for certification as a reseller or telecommunication operator service provider in Tennessee. The TRA considered this application at a Conference held on March 14, 2000 and concluded that the applicant has met all the requirements for certification and should be authorized to provide operator services and/or resell telecommunications services on an intrastate basis.

IT IS THEREFORE ORDERED:

1. That the above-mentioned company is issued a Certificate of Convenience and Necessity as an operator service provider and/or reseller of telecommunications services for state-wide service in Tennessee as specified in its application on file with the Authority.
2. That said company shall comply with all applicable state laws and TRA rules and regulations.
3. That this order shall be retained as proof of certification with this Authority, and may be used to obtain appropriately tariffed service and billing arrangements from Authority authorized telecommunications service providers.


Chairman Melvin Malone


Director Sara Kyle

ATTEST:


Executive Secretary


Director Lynn Greer

TENNESSEE PUBLIC SERVICE COMMISSION

460 JAMES ROBERTSON PARKWAY
NASHVILLE, TENNESSEE 37243-0505

KEITH BISSELL, CHAIRMAN
STEVE HEWLETT, COMMISSIONER
SARA KYLE, COMMISSIONER

PAUL ALLEN, EXECUTIVE DIRECTOR



APPLICATION FOR CERTIFICATE TO PROVIDE OPERATOR SERVICES AND/OR RESELL INTEREXCHANGE TELECOMMUNICATION SERVICES IN TENNESSEE [RULE 1220-4-2-.57]

SECTION A

Part 1: General Information

A. Name of Applicant ATX Telecommunications Services, Ltd.
Address 50 Monument Road, Bala Cynwyd
State PA Zip Code 19004 Phone No. (800) 220-2891

B. Owner, Partners, or Corporate Officer

NAME	ADDRESS	CITY	STATE	ZIP CODE
Michael Karp	50 Monument Rd.	Bala Cynwyd	PA	19004
Debra Buruchian	50 Monument Rd.	Bala Cynwyd	PA	19004
Thomas Gravina	50 Monument Rd.	Bala Cynwyd	PA	19004
AT Communications	50 Monument Rd.	Bala Cynwyd	PA	19004

Inc.

C. Name and telephone number of Tennessee contact person authorized to respond to Commission inquiries Monday through Friday.
Susan C. Van Allen, Esq. (800) 220-2891 (610) 668-1096
Name Tennessee Phone No. Fax No.

D. List a toll-free telephone number that consumers can call to report service problems and/or request refunds or adjustments. (800) 220-4900

E. Check the type of telecommunication services you plan to provide in Tennessee.
☒ Resell Interexchange long distance services
☐ Operator Services
☐ Other (describe below) _____

F. If providing operator services, list company name, address and contact person for all reseller carriers you serve in Tennessee. Provide the above information on Appendix I.

G. List the state(s) you are authorized to operate in at this time. _____
See Attachment A

(To be filled out by PSC)
Company ID Number _____
Date Approved _____
Evaluator _____

Mail the completed application and a check for \$50.00 to: Tennessee Public Service Commission, P.O. Box 3412, Nashville, TN 37219-0412. Should you have any questions, call (615) 741-3939.

H. List any states that you have been denied authority to provide service.

None

I. Areas in Tennessee to be served.

ATX intends to provide telecommunications services throughout the State of Tennessee.

J. What type of customers will the company serve?

a. Business x

b. Residential x

c. Aggregators

(e.g. Hotels, Payphones)

d. Other (specify) _____

K. Do you allow a property imposed fee (PIF) to be added to the price of intrastate telephone calls over your network? If yes, specify amount. _____

L. Are your prices for intrastate services plus any PIF equal to or less than the dominant carriers price for similar services? Yes x No _____

M. Describe the type of services and price that the applicant will be offering in Tennessee on the Informational Tariff Form found in Appendix II¹.

N. What is the applicant's 10XXX or 800 access code? 1010 004

O. Does the applicant now have or plan to have any telecommunication's facilities (e.g. switches, fiber lines) in Tennessee? No

P. What facility-based network will the applicant be reselling? ATX intends to contract with MCI/Worldcom, among others, in provisioning traffic in Tennessee.

Q. Will the applicant be utilizing the local telephone company's billing system or billing customers direct²? Direct, See Attachment B

R. Describe briefly how the applicant plans to market their services in Tennessee? If an independent telemarketer is going to be used, state company name and address.
See Attachment C

S. Describe the procedures the applicant will use to switch a consumer's preferred interexchange service. See Attachment D

¹Applicant is required to fill out an Informational Tariff form. Failure to fill out this form will cause the applicant's request to be rejected.

²A copy of a bill is required if the applicant is going to bill the customer direct.

T. Applicant has the ability and agrees to honor the form of call blocking that the consumer has subscribed to with their local telephone company. Yes ☒ No ☐

U. Applicant gives permission to the local telephone company to provide the Commission a periodic sample of the reseller's intrastate toll calls. The purpose of this analysis is to audit the reseller's rates to assure they are at or below the dominant carrier's tariffed rates. Yes ☒ No ☐

Part II: Organization Structure (See Attachment E)

A. Type of Organization

☐ Individual ☐ Corporation
☒ Partnership ☐ Other (Explain on separate sheet)

B. If partnership and/or Non-resident

- (1) Attach a copy of Articles of Incorporation and current by-laws.
- (2) Attach a copy of Certification of Authority issued by Tennessee Secretary of State showing corporation's authority to engage in business in Tennessee.

Part III: Financial Information (See Attachment F)

A. Attach a current financial statement showing in detail the applicant's financial condition, including balance sheet and income statement, or a copy of IRS form 1120 or 1065 filed by your business for the previous year. Attach, if available, a copy of your company's 10K and/or stockholder reports.

Part IV: Display Card (See Attachment G)

Attach a copy of the display card to be placed on the aggregators telephone which shows what operator services are to be provided. The card must contain all required information listed in the attached Rule (1220-4-2-.57, B)³, which includes a toll-free number consumers can call for service problems and refunds.

³It is the responsibility of the reseller or operator service provider to assure that the appropriate display card is affixed to the aggregates telephones.

Part V: Rule Compliance Agreement

A. The Interexchange Reseller or Operator Service Provider applicant, hereby, affirms the following:

- Has received, read, and understands the Tennessee Public Service Commission's (TPSC) Interexchange Reseller Rules and Regulations, (Appendix III)
- Understands the penalties for non-compliance, and all associated fees to provide such service.
- Will comply with the TPSC Interexchange Reseller Rules and all other applicable Commission Rules and state laws, including T.C.A. Section 65-5-206 (Appendix IV),
- That all information provided in the attached registration document is true to the best of my knowledge.

ATX Telecommunications Svcs. Ltd.
Company Name Date

Quinn C. Von Dillen Legal Counsel
Company Official Title

Subscribed and sworn
before me this 7th day
of February, 18 2008

[Signature]
Notary Public

seal

Notarial Seal
Janet R. Mesirov, Notary Public
Lower Merion Twp., Montgomery County
My Commission Expires Aug. 26, 2002
Member, Pennsylvania Association of Notaries

Secretary of State

Corporations Section

James K. Polk Building, Suite 1800

Nashville, Tennessee 37243-0306

DATE: 01/13/99

REQUEST NUMBER: 3610-2311

TELEPHONE CONTACT: (615) 741-2286

FILE DATE/TIME: 01/13/99 1342

EFFECTIVE DATE/TIME: 01/13/99 1342

CONTROL NUMBER: 0364019

TO:

ATX TELECOMM SERVICES LTD
50 MONUMENT RD

BALA CYNWYD, PA 19004

RE:

ATX TELECOMMUNICATIONS SERVICES, LIMITED PARTNERSHIP
APPLICATION FOR REGISTRATION OF FOREIGN
LIMITED PARTNERSHIP

WELCOME TO THE STATE OF TENNESSEE. THE CERTIFICATE OF REGISTRATION
FOR THE ATTACHED LIMITED PARTNERSHIP HAS BEEN FILED WITH AN EFFECTIVE DATE
AS INDICATED ABOVE.

WHEN CORRESPONDING WITH THIS OFFICE OR SUBMITTING DOCUMENTS FOR
FILING, PLEASE REFER TO THE CONTROL NUMBER GIVEN ABOVE.

FOR: APPLICATION FOR REGISTRATION OF FOREIGN
LIMITED PARTNERSHIP

FROM:
ATX TELECOMMUNICATIONS SERVICES
50 MONUMENT RD

BALA CYNWYD, PA 19004-0000



Riley C. Darnell

RILEY C. DARNELL
SECRETARY OF STATE

Secretary of State

Corporations Section

James K. Polk Building, Suite 1800

Nashville, Tennessee 37243-0306

DATE: 01/13/99

REQUEST NUMBER: 3610-2311

TELEPHONE CONTACT: (615) 741-0537

CONTROL NUMBER: 0364019

ATX TELECOMMUNICATIONS SERVICES, LIMITED PARTNERSHIP

ACCOUNT NUMBER	RECEIPT NUMBER	DATE RECEIVED	FEE AMOUNTS	
00298835	00002412861	01/13/99	\$300.00	\$0.00
	00002390909	12/01/98	\$300.00	\$0.00

TOTAL PAYMENTS: \$600.00

*Riley C. Darnell*RILEY C. DARNELL
SECRETARY OF STATE

STATE SECRETARY OF STATE
98 DEC 11 PM 1:56
Pursuant to the provisions of the Tennessee Revised Uniform Limited Partnership Act, Section 61-2-902, the undersigned foreign limited partnership submits the following application for registration.

1. The name of the foreign limited partnership is:

ATX Telecommunications Services, Ltd.

[NOTE: Pursuant to Tennessee Revised Uniform Limited Partnership Act, Section 61-2-904(a), each foreign limited partnership name must include the words "Limited Partnership" or the abbreviation "L.P."]

2. The name under which the foreign limited partnership proposes to register and transact business in the State of Tennessee, if different than listed in No. 1, is:

ATX Telecommunications Services, Limited Partnership

3. This limited partnership was formed under the laws of the State/Country of Pennsylvania

and the effective date of formation was December 19, 1998

4. The above-named foreign limited partnership validly exists as a limited partnership under the laws of the jurisdiction of its organization as of the date of this filing.

5. The complete address of the registered office in Tennessee is:

1912 Hayes Street Nashville Davidson
Street City/State County

6. The name of the registered agent, to be located at the address in No. 5, is:

National Registered Agents, Inc.

7. The complete address of the principal office is:

50 Monument Road, Bala Cynwyd, PA 19004
Street City State/Country Zip Code

8. The general nature of the business to be conducted or promoted in the State of Tennessee is:

Long distance telecommunications services

9. The name and complete address of each general partner is:

AT Communications, Inc. 50 Monument Road Bala Cynwyd, PA 19004
Name Address Zip Code

Name Address Zip Code
[] Additional general partner(s) is/are listed on the attached _____ (number of) page(s) which is/are fully incorporated herein by reference. (Check and complete if applicable.)

10. The date on which the foreign limited partnership first did, or intends to do business in the State of Tennessee was/is:
January 1, 1999

(must be month, day and year)

11. If this document is not to be effective upon filing by the Secretary of State, the delayed effective date/time is:

_____, 19 _____ (date), _____ (time).
[NOTE: A delayed effective date may not be later than the 90th day after the date this document is filed by the Secretary of State.]

[NOTE: A certificate of existence (or a document of similar import) duly authenticated by the Secretary of State or other official having custody of limited partnership records in the jurisdiction under whose law it was formed, is attached. The certificate shall not bear a date of more than one (1) month prior to the date the application is filed. Section 61-2-902(2)]

12. This foreign limited partnership hereby elects to be governed by the Tennessee Revised Uniform Limited Partnership Act.

min 1/10

RECEIVED
STATE OF TENNESSEE
98 DEC 11 PM 1:56
RILEY DARNELL
SECRETARY OF STATE
COMMONWEALTH OF PENNSYLVANIA

3587 1.1.1
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RECEIVED
STATE OF TENNESSEE
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RILEY DARNELL
SECRETARY OF STATE

DEPARTMENT OF STATE

NOVEMBER 02, 1998

TO ALL WHOM THESE PRESENTS SHALL COME, GREETING:

I DO HEREBY CERTIFY THAT,

ATX TELECOMMUNICATIONS SERVICES, LTD.

RECEIVED
STATE OF TENNESSEE
99 JAN 13 PM 1:42
RILEY DARNELL
SECRETARY OF STATE

is duly registered as a Limited Partnership under the laws of the
Commonwealth of Pennsylvania and remains subsisting so far as the records
of this office show, as of the date herein.



IN TESTIMONY WHEREOF, I have
hereunto set my hand and caused
the Seal of the Secretary's
Office to be affixed, the day
and year above written.

Kim Ditzgen

ACTING

Secretary of the Commonwealth

DPOS