



210 N. Park Ave.  
Winter Park, FL  
32789

P.O. Drawer 200  
Winter Park, FL  
32790-0200

Tel: 407-740-8575  
Fax: 407-740-0613  
tmi@tminc.com

January 30, 2007  
Via Overnight

Ms. Betty Bailey  
Tennessee Regulatory Authority  
460 James Robertson Parkway  
Nashville, Tennessee 37243-0505

**Re: Talk America Inc. Name Change to Talk America Inc. d/b/a Cavalier Telephone**

Dear Ms. Bailey:

Please accept one original and nine (9) copies of this letter as official notification that Talk America Inc. is changing the name under which it provides telecommunications services in Tennessee to Talk America Inc. d/b/a Cavalier Telephone. Talk America Inc. was originally certificated to provide Long Distance Service on September 12, 1998 ID# 112298/DT95-02785 and Local Service on September 14, 1999 in Case Number 99-00610.

Included with this filing are the Certificate of Assumed Name registration filed with the Tennessee Secretary of State Division of Business Services and a copy of the customer notice. This name change filing affects 21 business customers, 211 residential customers and 440 long distance only customers. The company is in the process of updating its surety bond and a copy will be forwarded to your attention as soon as it becomes available. Also included with this filing is the company's updated Small and Minority-Owned Telecommunications Business Participation Plan.

Upon approval of this notice, a title sheet of the company's tariffs and rate sheet will be submitted to reflect the Company's new name.

Please acknowledge receipt of this filing by date stamping the extra copy of this cover letter and returning it to me in the self-addressed, stamped envelope provided. Any questions you may have pertaining to this filing may be directed to me at (407) 740-3031 or via email at [sthomas@tminc.com](mailto:sthomas@tminc.com). Thank you for your assistance.

Sincerely,

Sharon Thomas  
Consultant to Talk America Inc.

ST/im

cc: M. Ring - Talk  
file: Talk - TN Local  
Talk - TN Access  
Talk - TN IXC

RECEIVED  
2007 FEB 05 AM 10:16

T.R.A. COUNCIL ROOM

07-00037

RECEIVED

FEB 05 2007

TN REGULATORY AUTHORITY  
UTILITIES DIVISION

TALK AMERICA INC.

d/b/a Cavalier Telephone

SECRETARY OF STATE CERTIFICATE

Secretary of State  
Division of Business Services  
312 Eighth Avenue North  
6th Floor, William R. Snodgrass Tower  
Nashville, Tennessee 37243

DATE: 01/22/07  
REQUEST NUMBER: 5922-0426  
TELEPHONE CONTACT: (615) 741-2286  
FILE DATE/TIME: 01/22/07 1221  
EFFECTIVE DATE/TIME:  
CONTROL NUMBER: 0253969

TO:  
TALK AMERICA INC.  
6805 ROUTE 202  
NEW HOPE, PA 18938

RE:  
CAVALIER TELEPHONE  
APPLICATION FOR REGISTRATION OF ASSUMED CORPORATE  
NAME

THIS WILL ACKNOWLEDGE THE FILING OF THE ATTACHED ASSUMED NAME  
REGISTRATION FOR A FIVE YEAR PERIOD BEGINNING WITH AN EFFECTIVE DATE AS  
INDICATED ABOVE.

THE CORPORATION MAY RENEW THE RIGHT TO USE THIS NAME WITHIN TWO  
(2) MONTHS PRECEDING THE EXPIRATION OF SUCH RIGHT, FOR A PERIOD OF FIVE (5)  
YEARS, BY FILING AN APPLICATION WITH THE SECRETARY OF STATE.

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

-----  
FOR: APPLICATION FOR REGISTRATION OF ASSUMED CORPORATE ON DATE: 01/22/07  
NAME

FROM:  
CORPORATION SERVICE COMPANY (DE)  
2711 CENTERVILLE RD  
SUITE 400  
WILMINGTON, DE 19808-0000

	FEE	
RECEIVED:	\$20.00	\$0.00
TOTAL PAYMENT RECEIVED:	\$20.00	

RECEIPT NUMBER: 00004076718  
ACCOUNT NUMBER: 00486969



SS-4458

*Riley C. Darnell*

RILEY C. DARNELL  
SECRETARY OF STATE

RECEIVED  
STATE OF TENNESSEE

2007 JAN 22 PM 12:21

For Office Use Only

State of Tennessee



Department of State  
Corporate Filings  
312 Eighth Avenue North  
6th Floor, William R. Snodgrass Tower  
Nashville, TN 37243

APPLICATION FOR  
REGISTRATION OF  
ASSUMED CORPORATE  
NAME

RILEY DACHHELL  
SECRETARY OF STATE

FILED

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D

Pursuant to the provisions of Section 48-14-101(d) of the Tennessee Business Corporation Act or Section 48-54-101(d) of the Tennessee Nonprofit Corporation Act, the undersigned corporation hereby submits this application:

1. The true name of the corporation is Talk America Inc.
2. The state or country of incorporation is PA
3. The corporation intends to transact business in Tennessee under an assumed corporate name.
4. The assumed corporate name the corporation proposes to use is Cavalier Telephone

[NOTE: The assumed corporate name must meet the requirements of Section 48-14-101 of the Tennessee Business Corporation Act or Section 48-54-101 of the Tennessee Nonprofit Corporation Act.]

<u>12-20-06</u> Signature Date	<u>Talk America Inc.</u> Name of Corporation
<u>Corporate Counsel</u> Signer's Capacity	<u>Karen Moxan, Esq.</u> Signature
	<u>Karen Moxan, Esq.</u> Name (typed or printed)

0253969

TALK AMERICA INC.

d/b/a Cavalier Telephone

CUSTOMER NOTICE

# Talk America is Evolving!

## Same Great Service with a New Name

Beginning this month, Talk America will begin merging with Cavalier Telephone. The two companies together will provide the nations strongest competitive alternative to the giant monopolies of Bell and Cable.

Changes you will notice are primarily the name of the company and the look of your future monthly bills. The new bill format will provide greater detail about your account activity and call details. This is a positive change that many customers have asked for.



*Watch for a New Look of Your Bill in the Coming Months*



XXXXXX

TALK AMERICA INC.

d/b/a Cavalier Telephone

UPDATED TENNESSEE SMALL AND MINORITY-OWNED TELECOMMUNICATIONS  
BUSINESS PARTICIPATION PLAN

**TENNESSEE  
SMALL AND MINORITY-OWNED TELECOMMUNICATIONS BUSINESS  
PARTICIPATION PLAN**

**SUBMITTED TO  
TENNESSEE REGULATORY AUTHORITY**

**By TALK AMERICA INC. D/B/A CAVALIER TELEPHONE**

updated January 2007



**SMALL AND MINORITY-OWNED TELECOMMUNICATIONS BUSINESS  
PARTICIPATION PLAN**

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## SMALL AND MINORITY-OWNED TELECOMMUNICATIONS BUSINESS PARTICIPATION PLAN

### PURPOSE

- 1.1 This small and minority-owned telecommunications business participation plan ("Plan") is submitted by Talk America Inc. d/b/a Cavalier Telephone d/b/a Cavalier Telephone ("the Company") as required by T.C.A. §65-5-212.
- 1.2 The administration of this Plan is the responsibility of the Talk America Inc. d/b/a Cavalier Telephone

### 2. DEFINITIONS

- 2.1 Talk America Inc. d/b/a Cavalier Telephone is a private corporation who resells interexchange telecommunication services of in the state of Tennessee. They are based in New Hope, Pennsylvania and have no employees, property, or equipment in Tennessee at this time.
- 2.2 As a competitive vendor of telecommunications service, the Company is non-dominant in its industry. The nature of the Company's business limits their opportunity to support the use of Small and Minority Business in Tennessee. However, let the submission of this Plan evidence their desire to participate as practically possible.
- 2.3 Small and Minority Business - For the purpose of this Plan, "minority business" means a business that is solely owned, or at least fifty-one (51%) of the assets or outstanding stock of which is owned, by an individual who personally manages and controls the daily operations of such business and who is impeded from normal entry into the economic mainstream because of race, religion, sex or national origin and such business has annual gross receipts of less than four million dollars (\$4,000,000) per T.C.A. §65-5-212.

### 3. TALK AMERICA INC. D/B/A CAVALIER TELEPHONE'S RESPONSIBILITY FOR SMALL AND MINORITY-OWNED TELECOMMUNICATION BUSINESS PARTICIPATION PLAN AND POLICY STATEMENT

- 3.1 The Company intends to afford Small and Minority-Owned Telecommunications Businesses the maximum practicable opportunity to participate in the performance of contracts in accordance with T.C.A. §65-5-212.
- 3.2 The Company is a reseller of telecommunications service whose business operations include:

- *Sale and Marketing of Telecommunications Services*
  - *Customer Care*

The Company uses vendors and suppliers to support their reseller business in the following areas:

- *Telecommunications Service Providers*
- *Sales Agents of Telecommunications Services*
- *Telecommunications Billing and Collection Services*

3.3 Marty Clift would coordinate Small and Minority-Owned Telecommunications Business referrals.

3.4. Initial Small and Minority-Owned Telecommunications Business contacts for the Company would be made through their Coordinator who will seek to identify and include firms in Tennessee through the Department of Economic and Community Development's office of Minority Business Enterprise and Small Business office.

#### 4. SMALL AND MINORITY-OWNED TELECOMMUNICATIONS BUSINESS PARTICIPATION PLAN PERIOD OF EFFECTIVENESS

4.1 The Company will maintain a pro active and continuous approach toward inclusion of such firms in their supplier in their supplier base. Consequently, their Plan and the associated duties and activities would not have a fixed time period for effective, but rather represent the company's ongoing policies and procedures. The Company has no physical presence in Tennessee. When and if their business condition changes in Tennessee, the effectiveness of this Plan would be enhanced.

#### 5. PLAN ADMINISTRATION

5.1 The Company's Plan Administrator is:

Marty Clift  
Talk America Inc. d/b/a Cavalier Telephone  
2134 W. Laburnum  
Richmond, VA 23227

Telephone: 802-422-4515

5.2. The Administrator manages the Plan, as described below in the Administrator's duties. The Administrator has direct interface with procurement personnel, contract administrators, and program and project personnel to ensure compliance with the provisions of the Plan.

5.3 The Administrator's specific job duties, as they relate to this Plan and the Company's business operations in the state of Tennessee, are as follows:

- (a) Developing and maintaining the Company's Supplier Master List which would include a listing of Small and Minority-Owned Telecommunications Businesses in Tennessee who are deemed eligible to be suppliers for the Company.
- (b) Reviewing the Company's policies and procedures in to ensure that Small and Minority-Owned Telecommunications Businesses in Tennessee have an equitable opportunity to be awarded contracts when possible.
- (c) Allowing for inclusion of Small and Minority-Owned Telecommunications Businesses in those solicitations for products or service which they are capable of providing.
- (d) Coordinating activities during the conduct of any compliance review by Tennessee state agencies.
- (e) Preparing and submitting periodic contracting reports as required.

6. PLAN TO ASSURE EQUITABLE OPPORTUNITY

6.1. The Administrator shall ensure that appropriate source listings and services are properly utilized in support of the Plan. Sources/listings include but are not limited to the following:

- (f) The company approved Master Supplier List.
- (a) Sourcing information received from the Department of Economic and Community Development's Office of Minority Business Enterprise and Small Business Office in Nashville.

6.2. Outreach efforts will be made as follows:

- (a) The Administrator shall cultivate and maintain a relationship with the Community Development's Office of Minority Business Enterprise and Small Business Office in an effort to locate and qualify capable Small and Minority-Owned Telecommunications Businesses for participation in contracting opportunities.

- (b) The Administrator shall ensure that the Company provides adequate and timely consideration of the potentialities of Small and Minority-Owned Telecommunications Businesses in "make-or-buy" decisions.
- (c) The Administrator shall ensure that the Company counsels and discusses contracting opportunities with representatives of Small and Minority-Owned Telecommunications Businesses.
- (d) The Administrator shall ensure that the Company offers assistance to Small and Minority-Owned Telecommunications Businesses to explain: requests for quotations, progress payments, technical and quality assurance programs, advice on types of business typically being contracted, and the mechanics of procurement requirements and quality expectations.

7. PLAN REPORTING

- 7.1 The Company will submit such periodic reports and cooperate in those studies or surveys as may be required to determine the extent of compliance with this Plan.
- 7.2 The Company Supplier Master List will identify Small and Minority-Owned Telecommunications Businesses in Tennessee. The Supplier Master List shall be utilized in identifying potential contractors.