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T.R.A. DOCKET ROOM
August 3, 2007

Via DHL

Tennessee Regulatory Authority
Dockets and Records
460 James Robertson Parkway
Nashville, TN 37243-0505

07-00165

Re: Aero Communications, LLC – Docket No. ~~06-00024~~
*Certificate of Service/Application for a Certificate to Provide Competing Local
Telecommunications Services*

To Whom It May Concern:

Enclosed for docketing and filing with the Tennessee Regulatory Authority is an original and thirteen (13) copies of Aero Communications, LLC's *Certificate of Service* in the above-referenced docket.

Your assistance in this matter is appreciated.

Sincerely,

A handwritten signature in cursive script, appearing to read 'B. Gadison', with a long horizontal flourish extending to the right.

Bettye Gadison
Regulatory Compliance Assistant

/bjg
Enclosures

BEFORE THE TENNESSEE REGULATORY AUTHORITY

In the Matter of the Application of Aero) Docket No., 07-00165
Communications, LLC for a Certificate)
To Provide Competing Local)
Telecommunications Services)

CERTIFICATE OF SERVICE

The undersigned certifies that on this 3rd day of August, 2007, copies of the following document:
(1) July 3, 2007 Application of Aero Communications, LLC for a Certificate to Provide Competing Local Telecommunications Services was caused to be delivered via U.S. mail, first-class postage prepaid, properly addressed as follows:

Ardmore Telephone Company, Inc.
30190 Ardmore Avenue
Post Office Box 549
Ardmore, TN 38449

BellSouth Telecommunications, Inc.
333 Commerce Street
Nashville, TN 37201

CenturyTel of Adamsville
116 North Oak Street
Post Office Box 405
Adamsville, TN 38310

CenturyTel of Claiborne, Inc.
507 Main Street
Post Office Box 100
New Tazewell, TN 37825

Century Tel of Ooltewah-
Collegedale, Inc.
5616 Main Street
Post Office Box 782
Ooltewah, TN 37363

Frontier Communications of Tennessee
fka Citizens Communications of
Tennessee
300 Bland Street
Post Office Box 770
Bluefield, WV 24701

Frontier Communications of the
Volunteer State
fka Citizens Communications of
the Volunteer State
300 Bland Street
Post Office Box 770
Bluefield, WV 24701

Concord Telephone Exchange
(TDS Telecom)
1105 Kingston Pike
Post Office Box 22610
Knoxville, TN 37922

Crockett Telephone
Company, Inc. (TDS Telecom)
224 E. Main Street
Post Office Box 10
Bradford, TN 38316

Humphrey's County Telephone
Company
204 Long Street
Post Office Box 552
New Johnsonville, TN 37134

Loretto Telephone Company,
Inc.
136 South Main Street
Post Office Box 10
Loretto, TN 38469

Millington Telephone Company, Inc.
4880 Navy Road
Millington, TN 38053

Peoples Telephone Company, Inc.
224 E. Main Street
Post Office Box 10
Bradford, TN 38316

Embarq Corporation
14111 Capital Boulevard
Wake Forest, NC 27587

Tellico Telephone Company
(TDS Telecom)
102 Spence Street
Post Office Box 9
Tellico Plains, TN 37385

Tennessee Telephone Company
(TDS Telecom)
7407 Andersonville Pike
Post Office Box 18139
Knoxville, TN 37938

United Telephone Company
120 Taylor Street
Post Office Box 38
Chapel Hill, TN 37034

West Tennessee Telephone
Company
224 East Main Street
Post Office Box 10
Bradford, TN 38316



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BEFORE THE TENNESSEE REGULATORY AUTHORITY

In the Matter of the Application of)
Aero Communications, LLC for a Certificate to)
Provide Competing Local Telecommunications)
Services)
_____)

**APPLICATION OF AERO COMMUNICATIONS, LLC FOR A CERTIFICATE TO
PROVIDE COMPETING LOCAL TELECOMMUNICATIONS SERVICES**

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Oakland, CA 94602
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Email: kris@lokt.net
Counsel for Aero Communications, LLC

BEFORE THE TENNESSEE REGULATORY AUTHORITY

In the Matter of the Application of)
Aero Communications, LLC for a Certificate to)
Provide Competing Local Telecommunications)
Services)
_____)

**APPLICATION OF AERO COMMUNICATIONS, LLC FOR A
CERTIFICATE OF PUBLIC CONVENIENCE AND NECESSITY**

Pursuant to applicable Tennessee Statutes and the Rules and Regulations of the Tennessee Regulatory Authority and Section 253 of the Federal Telecommunications Act of 1996 ("Act"), Aero Communications, LLC ("Aero" or "Applicant") respectfully requests that the Tennessee Regulatory Authority ("TRA") grant Aero authority to provide competing local telecommunications services, including exchange access telecommunications services, within the State of Tennessee. Aero is willing and able to comply with all applicable rules and regulations in Tennessee pertaining to the provision of competing local telecommunications services pursuant to TCA 65-4-201.

In support of this Application, Aero shows the following:

I. Administrative Requirements

1. Applicant's full name and address:

Aero Communications, LLC
1301 Broadway
Suite 126
Paducah, KY 42001
Telephone: 270-448-2376
Toll-free: 877-209-3513
info@callaero.com

2. Questions concerning this application should be directed to:

Kristopher E. Twomey
LoKT Consulting
1425 Leimert Boulevard, Suite 404
Oakland, CA 94602
Telephone: (510) 285-8011
Facsimile: (510) 868-8418
Email: kris@lokt.net

3. Contact name and address at Applicant:

Brent Gottshall
Operations Manager
1301 Broadway
Suite 126
Paducah, KY 42001
Telephone: 270-448-2376
Toll-free: 877-209-3513
bgottshall@hcis.net

4. Organizational chart:

Please see Exhibit A.

5. The name, number and electronic mailing addresses (if available) of the person(s) designated as a contact for the Commission Staff for resolving complaints, inquiries and matters concerning rates and price lists or tariffs:

Brent Gottshall
Operations Manager
1301 Broadway
Suite 126
Paducah, KY 42001
Telephone: 270-448-2376
Toll-free: 877-209-3513
bgottshall@hcis.net

6. Corporate information:

Applicant was formed as an Illinois limited liability company on October 27, 1999. A copy of Applicant's articles of organization is attached as Exhibit B. Its certificate of authority to do business in Tennessee is attached as Exhibit C.

7. The names and addresses of the officers and directors of Applicant:

Todd Heinrich, President
8 Park Place
Paducah, KY 42003
(270) 898-7871

Matt Heinrich, Vice President
216 East Stephenson St.
Freeport, IL 61032
(815) 232-1185

Tom Rutter, Secretary
216 East Stephenson St.
Freeport, IL 61032
(815) 232-1185

Ronald Dougherty, Treasurer
1412 Julianne Drive
Marion, IL 62959
(270) 898-7871

Please also see Biographies, attached as Exhibit D.

8. Description of Business Plan, Service to be Offered

Aero proposes to offer residential and business end users the opportunity to originate and terminate local and long distance telephone calls to other end users through access to the local exchange network. The local exchange services Aero proposes to provide will also enable end users to select the long distance carrier of their choice. Aero proposes to offer local exchange services by installing and collocating its switching and ancillary equipment in the central offices of incumbent local exchange carriers. Aero may also purchase unbundled network elements and may resell the services of other certificated carriers. It proposes to offer a variety of services, including but not limited to, residential basic line service, business basic line service, PBX trunks, DID service and PRI service. Aero intends to offer long distance services—both intra and inter-LATA—to business and residential customers through the use of its own switching facilities

and the resale of services of other certificated carriers. Aero plans to offer services approximately thirty (30) days after this application is approved by the Commission.

II. Managerial Requirements

Applicant enjoys decades of combined telecommunications experience. Biographies/resumes are attached as Exhibit D. Applicant maintains the necessary skill and experience to effectively manage a provider of competitive local telecommunications services.

III Technical Requirements

1. Facilities to be Used

All services provided by Applicant will be facilities-based. These facilities will use existing structures and as such will not result in any environmental damage. Aero proposes to offer local exchange services by installing and collocating its switching and ancillary equipment in the central offices of incumbent local exchange carriers.

2. Description of Network

Aero will provide interexchange service throughout the state of Tennessee. Aero will also provide local exchange services in all BellSouth incumbent local exchange territories. Aero is in the process of determining in which cities it will deploy switching facilities. Most likely, these facilities will comprise softswitches, enabling Aero to provide voice and data services.

3. TRA Standards Will be Met

Aero's services will satisfy the minimum standards established by the TRA. The Company will file and maintain tariffs in the manner prescribed by the TRA and will meet minimum basic local standards, including quality of service and billing standards required of all LECs regulated by the TRA. Applicant will not require

customers to purchase CPE, which cannot be used with the Incumbent Local Exchange Carrier's systems. The biographies in Exhibit D attest to the vast experience the management team enjoys, its ability to carry out the plan described above, and that Aero is certainly technically qualified to provide local exchange service in Tennessee.

4. Proposed Service Area:

Aero is in the process of acquiring authorizations to provide telecommunications services in several states. Applicant has been approved in the following states: Kentucky, Illinois, Kansas, Colorado and Wisconsin. Aero has never had an application denied. The Applicant proposes to offer its services throughout the State of Tennessee beginning in local exchange areas currently being served by incumbents BellSouth and Sprint/United, which are designated open to competition. Applicant does not plan to offer services in areas served by any incumbent local exchange telephone company with fewer than 100,000 total access lines. Aero intends to offer its advanced communications services through the use of its own facilities, resold facilities, and through a combination of these provisioning methods.

5. Types of Local Exchange Service to be provided:

Aero expects to offer a broad variety of local exchange services, primarily to wholesale and business customers in Tennessee. Aero's initial line of local services will be comparable to that currently offered by the incumbent LECs. Initially, Aero plans to offer basic access line service, PBX and DID Services, Optional Calling Features, Directory Assistance, Directory Services, and Operator Services, as well as all services required under Chapter 1220-4-8-.04 (3) (6) and (2).

6. **Repair and Maintenance**

Aero understands the importance of effective customer service for local service customers. Aero has made arrangements for its customers to call the company at its toll-free customer service number (877-209-3513). In addition, customers may contact the company in writing at the headquarters address, as well as via email at info@callaero.com. The toll free number will be printed on the customer's monthly billing statements. The designated contact person knowledgeable about Aero's operations in Tennessee is Brent Gottshall, Operations Manager.

IV. Financial Requirements

Applicant has the financial resources necessary to carry out its responsibilities as a provider of the telecommunications services described herein. Please see Exhibit E for documentation of Aero's financial status.

V. Small and Minority-Owned Telecommunications Business Participation Plan:

Please see Exhibit F.

VI. Service of Application

Applicant certifies that it has served notice of its application on the eighteen (18) incumbent local exchange telephone companies in Tennessee with a statement regarding Aero's intention of operating geographically. A certificate of service is attached as Exhibit G.

VII. Toll Dialing Parity Plan

Applicant's toll dialing parity plan is attached as Exhibit H.

VIII. Numbering Issues

Applicant's expected demand for NXXs per NPA within a year of approval of its Application is as follows:

LATA 468

NPA 270	(2)
662	(6)
731	(36)
901	(8)

LATA 470

NPA 615	(22)
918	(55)

LATA 472

NPA 423	(19)
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LATA 474

NPA 423	(16)
865	(23)

2. How many NXXs do you estimate that you will request from NANPA when you establish your service footprint?

150

3. When and in what NPA do you expect to establish your service footprint?

See #1

4. Will the company sequentially assign telephone numbers within NXXs?

Yes

5. What measures does the company intend to take to conserve Tennessee numbering resources?

Aero will follow all NANPA guidelines and any TRA or FCC guidance on number conservation. With number pooling, Aero will only request NXX 1000 blocks.

6. When ordering new NXXs for growth, what percentage fill of an existing NXX does the company use to determine when a request for a new NXX will be initiated?

75%

IX. Operational Issues

1. How does the company intend to comply with TCA §65-21-114? In its description, please explain technically how the company will not bill for countywide calls within Tennessee.

Aero's billing system will be able to distinguish between customers to ensure that all countywide calls, regardless of mileage distance, will be included for free as part of Tennessee customers' local exchange service. For each customer, the billing system will be loaded with the applicable NPA-NXX information for that customer's surrounding county and the billing software will thus ensure that calls made from the customer to one of those NPA-NXXs are not charged as toll calls. The billing software will be updated with the latest information from the LERG at the beginning of each billing cycle in order to maintain accuracy.

2. Is the company aware of the Tennessee County Wide Calling database maintained by BellSouth and the procedures to enter your telephone numbers on the database?

Yes, Aero will cooperate with BellSouth to ensure its telephone numbers are accurately placed in the Tennessee County Wide Calling database.

3. Is your company aware of the local calling areas provided by the Incumbent Local Exchange Carriers in your proposed service areas?

Yes.

4. Explain the procedures that will be implemented to assure that your customers will not be billed long distance charges for calls within the metro calling areas.

Aero's billing for calls is different than traditional circuit-switched carriers. No calls originated and terminated in Tennessee will be subject to toll charges.

5. Please provide the name and telephone number of an employee of your company that will be responsible to work with the TRA on resolving customer complaints.

All customer complaints should be directed first to Aero's Operations manager, Brent Gottshall. The telephone number is 270-448-2376.

6. Does the company intend to telemarket its services in Tennessee? If yes, is the company aware of the telemarketing statutes and regulations found in TCA §65-4-401 *et seq.* And Chapter 1220-4-11?

At the present time, Aero does not foresee using telemarketing in Tennessee. Aero does not currently use telemarketing to sell services in any of its markets. If this changes in the future, Aero will comply with Tennessee TCA §65-4-401 *et seq.* and Chapter 1220-4-11.

X. Public Interest

Grant of the Application will further the goals of the Tennessee Legislature and further the public interest by expanding the availability of competitive telecommunications services in the State of Tennessee. Aero proposes to compete with the incumbent LECs, other competitive local carriers, and providers of long distance services by providing high quality, fairly-priced, innovative telecommunications services. Aero's entry into the market will make efficient use of existing communications resources and increase diversification and reliability in the supply of communications services. Further, its services will aid the expansion of the telecommunications industry in Tennessee and promote attendant employment opportunities for Tennessee citizens.

In particular, the public will benefit both directly, through the use of the competitive services to be offered by Aero and indirectly, because Aero's presence in Tennessee will increase the incentives for other telecommunications providers to operate more efficiently, offer more innovative services, reduce their prices, and improve their quality of service. Grant of this Application will further enhance the service options available to Tennessee citizens for the reasons set forth above.

XI. Miscellaneous Issues

A. Sworn pre-filed testimony is attached to this Application Exhibit I.

B. Tariffs will be filed after this Application is granted.

D. Applicant is not currently involved in any mergers or acquisitions. Applicant's corporate structure is shown in Exhibit A.

E. Applicant does not require customer deposits.

F. Applicant has never received a slamming or any other complaint filed with a state or federal regulatory agency involving Applicant or its affiliated entities.

G. Applicant will not offer services in areas served by any incumbent local exchange telephone company with fewer than 100,000 total access lines, unless that carrier's rural exemption has been eliminated.

WHEREFORE, Aero Communications, LLC requests that the Commission:

(a) Grant Applicant authorization to provide facilities-based and resale local exchange services in eligible incumbent local exchange carrier areas service provider throughout the State of Tennessee in the service areas of Bell South, ALLTEL, Sprint and any other ILEC that does not enjoy a rural exemption under Section 251(f) of the Telecommunications Act of 1996;

- (b) Make the grant effective on the date of issuance;
- (c) Authorize the filing of tariffs after the effective date of such a grant, such tariffs to be effective upon approval; and
- (d) Grant such further relief as may be just and reasonable.

Respectfully submitted,

July 3, 2007

Kristopher E. Twomey
Counsel for Aero Communications, LLC