

**Lance J.M. Steinhart, P.C.**

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January 9, 2008

**VIA OVERNIGHT MAIL**

Honorable Jones, Chairman  
Attn: Sharla Dillon, Dockets  
Tennessee Regulatory Authority  
460 James Robertson Parkway  
Nashville, TN 37243-9021  
(615) 741-3939

Re: Wholesale Carrier Services, Inc.  
Docket No. 07-00250

RECEIVED  
2008 JAN 10 PM 2:41  
T.R.A. DOCKET ROOM

Dear Ms. Dillon:

Pursuant to the Commission's letter dated November 30, 2007, enclosed please find for filing an original and four (4) copies of the following for Wholesale Carrier Services, Inc.:

1. A copy of the qualification issued by the Tennessee Secretary of State;
2. The original signed Bond Acknowledgement Sheet; and
3. Balance Sheet as of December 31, 2006, Profit and Loss and Statement of Cash Flows from January through December 2006 **(which contains confidential and proprietary information and are being in a separate envelope and hereby respectfully requests confidential treatment).**

I have also enclosed a CD-ROM containing an electronic copy of this filing and an extra copy of this letter to be date stamped and returned to me in the enclosed, self-addressed, postage prepaid envelope. If you have any questions or if I may provide you with any additional information, please do not hesitate to contact me. Thank you.

Respectfully submitted,

*Charlotte Lacey*

Charlotte Lacey  
Legal Assistant to Lance J.M. Steinhart  
Attorney for Wholesale Carrier Services, Inc.

Enclosures

cc: Chris S. Barton (w/enc)

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

ISSUANCE DATE: 12/20/2007  
REQUEST NUMBER: 07354101

CHARTER/QUALIFICATION DATE: 05/31/2002  
STATUS: REVENUE REVOKED  
CORPORATE EXPIRATION DATE: PERPETUAL  
CONTROL NUMBER: 0427835  
JURISDICTION: FLORIDA

TO:  
CFS  
8161 HIGHWAY 100  
#172  
NASHVILLE, TN 37221

REQUESTED BY:  
CFS  
8161 HIGHWAY 100  
#172  
NASHVILLE, TN 37221

I, RILEY C DARNELL, SECRETARY OF STATE OF THE STATE OF TENNESSEE DO HEREBY CERTIFY THAT

"WHOLESALE CARRIER SERVICES, INC."

WAS INCORPORATED OR QUALIFIED TO DO BUSINESS IN THE STATE OF TENNESSEE ON THE  
ABOVE DATE, AND THAT THE ATTACHED DOCUMENT(S) WAS/WERE FILED IN OFFICE ON THE  
DATE(S) AS BELOW INDICATED:

REFERENCE NUMBER	DATE FILED	FILING TYPE	FILING ACTION
4518-0481	05/31/2002	QUAL-PROFIT	NAM DUR STK PRN OFC AGT INC MAL FYC
5495-0008	06/28/2005	REVOKED/REVENUE	

FOR: REQUEST FOR COPIES

ON DATE: 12/20/07

FEES

FROM:  
CAPITAL FILING SERVICE (CFS)  
8161 HIGHWAY 100  
#172  
NASHVILLE, TN 37221-0000

RECEIVED: \$80.00 \$0.00  
TOTAL PAYMENT RECEIVED: \$80.00

RECEIPT NUMBER: 00004301469  
ACCOUNT NUMBER: 00101230



SS-4458

*Riley C Darnell*

RILEY C. DARNELL  
SECRETARY OF STATE



Department of State  
Corporations Section  
18th Floor, James K. Polk Building  
Nashville, TN 37243-0306

APPLICATION FOR  
CERTIFICATE OF AUTHORITY  
(FOR PROFIT)

For Office Use Only

RECEIVED  
SECRETARY OF STATE  
MAY 21 1998

To the Secretary of State of the State of Tennessee:

Pursuant to the provisions of Section 48-25-103 of the Tennessee Business Corporation Act, the undersigned corporation hereby applies for a certificate of authority to transact business in the State of Tennessee, and for that purpose sets forth:

1. The name of the corporation is WHOLESALE CARRIER SERVICES, INC.

\*If different, the name under which the certificate of authority is to be obtained is \_\_\_\_\_

[NOTES: The Secretary of State of the State of Tennessee may not issue a certificate of authority to a foreign corporation for profit if its name does not comply with the requirements of Section 48-14-101 of the Tennessee Business Corporation Act. \*If obtaining a certificate of authority under a different corporate name, an application for registration of an assumed corporate name must be filed pursuant to Section 48-14-101(d) with an additional \$20.00 fee.]

2. The state or country under whose law it is incorporated is Florida

3. The date of its incorporation is May 20, 1998 (must be month, day, and year), and the period of duration, if other than perpetual, is Perpetual

4. The complete street address (including zip code) of its principal office is

7200 W. Camino Real, Ste. 303, Boca Raton, Florida 33433

Street City State/Country Zip Code

5. The complete street address (including the county and the zip code) of its registered office in Tennessee and the name of its registered agent is

1900 Church Street, Ste. 400, Nashville, TN 37203

Street City County Zip Code

TCS Corporate Services, Inc.

Registered Agent

6. The names and complete business addresses (including zip code) of its current officers are: (Attach separate sheet if necessary.)

See Attached

7. The names and complete business addresses (including zip code) of its current board of directors are: (Attach separate sheet if necessary.)

See Attached

8. If the corporation commenced doing business in Tennessee prior to the approval of this application, the date of commencement (month, day and year) \_\_\_\_\_

9. The corporation is a corporation for profit.

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

\_\_\_\_\_, \_\_\_\_\_ (date), \_\_\_\_\_ (time).

[NOTE: A delayed effective date shall not be later than the 90th day after the date this document is filed by the Secretary of State.]

[NOTE: This application must be accompanied by a certificate of existence (or a document of similar import) duly authenticated by the Secretary of State or other official having custody of corporate records in the state or country under whose law it is incorporated. The certificate shall not bear a date of more than two (2) months prior to the date the application is filed in this state.]

5/16/02

Signature Date

President

Signer's Capacity

WHOLESALE CARRIER SERVICES, INC.

Name of Corporation

Chris S. Barton

Signature

Chris S. Barton

Name (typed or printed)

**LIST OF OFFICERS & DIRECTORS OF  
WHOLESALE CARRIER SERVICES, INC.**

**Officers**

**Chris S. Barton      President, Chief Executive Officer, Vice President, Secretary and Treasurer**

**Directors**

**Chris S. Barton**

**All the above referenced Officers & Directors can be reached at:  
7200 W. Camino Real, Suite 303, Boca Raton, Florida 33433**

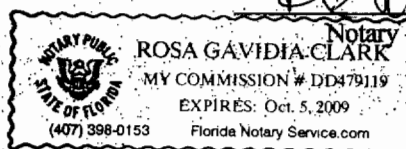
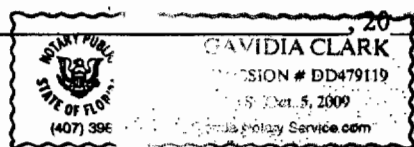
## ACKNOWLEDGMENT OF PRINCIPAL

STATE OF ~~TENNESSEE~~ <sup>Florida</sup>COUNTY OF Broward

Before me, a Notary Public of the State and County aforesaid, personally appeared Chris S. Barten with whom I am personally acquainted and who, upon oath, acknowledged himself to be the individual who executed the foregoing bond on behalf of Wholesale Carrier Services Inc. and he acknowledged to me that he executed the same.

WITNESS my hand and seal this 25 day of October, 2007.

My Commission Expires:



## ACKNOWLEDGMENT OF SURETY

STATE OF ~~TENNESSEE~~ <sup>New York</sup>COUNTY OF ONONDAGA

Before me, a Notary Public of the State and County aforesaid, personally appeared RAIF K. RIGO with whom I am personally acquainted and who, upon oath, acknowledged himself to be the individual who executed the foregoing bond on behalf of International Fidelity Insurance Company, the within named Surety, a corporation licensed to do business in the State of Tennessee and duly authorized by the Tennessee Commissioner of Insurance to engage in the surety business in this state pursuant to Title 56, Chapter 2 of the Tennessee Code Annotated, and that he as such an individual being authorized to do so, executed the foregoing bond, by signing the name of the corporation by himself and as such individual.

WITNESS my hand and seal this 25 day of October, 2007.

My Commission Expires:

JOSEPH SILINO  
NOTARY PUBLIC, STATE OF NEW YORK, 2000  
QUALIFIED IN ONONDAGA COUNTY  
NO. 01SI6174148  
MY COMMISSION EXPIRES 09-10-2011

Joseph Silino  
Notary Public

## APPROVAL AND INDORSEMENT

This is to certify that I have examined the foregoing bond and found the same to be sufficient and in conformity to law, that the sureties on the same are good and worth the penalty thereof, and that the same has been filed with the Tennessee Regulatory Authority, State of Tennessee, this 25 day of October, 2007.

Name:  
Title: