

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

1720 Windward Concourse  
Suite 115  
Alpharetta, Georgia 30005

Also Admitted in New York  
and Maryland

Telephone: (770) 232-9200  
Facsimile: (770) 232-9208  
Email: lsteinhart@telecomcounsel.com

April 9, 2008

**VIA ELECTRONIC FILING**  
**AND OVERNIGHT DELIVERY**

Ms. Darlene Standley  
Utility Division Chief  
Tennessee Regulatory Authority  
460 James Robertson Parkway  
Nashville, TN 37243-0505  
(615) 741-3939

FILED ELECTRONICALLY IN DOCKET OFFICE ON 04/09/08

Re: dPi Teleconnect, LLC  
Docket No. 08-00025

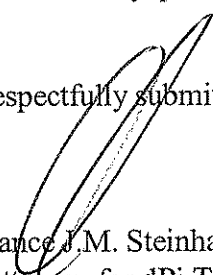
Dear Ms. Standley:

Enclosed please find for filing an original and four (4) copies of the responses to Data Request No. 1 for dPi Teleconnect, LLC. This filing has been electronically submitted on April 9, 2008.

I have also enclosed 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 additional information, please do not hesitate to contact me.

Respectfully submitted,



Lance J.M. Steinhart  
Attorney for dPi Teleconnect, LLC

Enclosures

Question No. 1      Provide more detailed biographical information for the principal officers and all key management personnel responsible for operations in Tennessee, including, but not limited to, educational background, detailed work history, including employer names and addresses, titles/positions held, duties and responsibilities of each officer and all key management personnel of dPi Teleconnect, LLC.

**RESPONSE:** Please see attached Exhibit A.

Question No. 2      Provide information regarding any additional funding available to dPi Teleconnect, LLC. Include complete details on other sources of funding for Tennessee operations, including loan commitments, letters of credit, etc.

**RESPONSE:** DPI Teleconnect, LLC is a subsidiary of Rent A Center ("RAC") which is a publicly traded corporation with annual revenues approaching \$3 billion. DPI is consolidated into RAC's published financials which are a matter of public record. RAC issues letters of credit and/or bonds on behalf of DPI as needed to comply with regulatory requirements.

Question No. 3      Have there been any county wide calling complaints filed against dPi Teleconnect, LLC in Tennessee in connection with the resale of local service by the company?

**RESPONSE:** No. There has not been any county wide calling complaints filed against dPi Teleconnect, LLC in Tennessee in connection with the resale of local service by the company

Exhibit A

Resumes

**Chief Executive Officer**

An accomplished, multi-faceted Chief Executive with an unusual blend of Leadership, Sales and Operational experience spanning over 27 years. With a demonstrated ability to influence organizational growth, increase market share and identify/develop new revenue opportunities, I am uniquely positioned to provide leadership that will drive business success. A history of facilitating business development and the expertise to deal with the challenges of dynamic environments, I possess a record of significant contributions.

Strong communication skills, the ability to positively impact bottom-line performance while continually growing Revenue are key assets. A history of outstanding professional performance includes the following strengths:

**Key Strengths:**

- Communicating Effectively at all levels
- Motivating others and inspiring confidence
- Working with Executive Management
- Creative Problem solving
- Finding opportunities
- Influencing others

**Selected Accomplishments and Achievements:**

- Started dPi Teleconnect, LLC in December 1998 and grew it from a new company to over \$36M in Revenue in less than 36 months. Developed and executed the Business Plan (PPM) to attract a venture capital firm to invest the seed money for a minority stake in the company.
- Solicited and negotiated a majority stake in dPi to a \$600M publicly traded company. (NYSE: RWY)
- Attracted and negotiated in excess of 8,000 exclusive payment distribution outlets. The majority of the distribution were either the top Regional brands or Nationally recognized brands. The majority of the National Brands are publicly traded.
- Negotiated and Implemented operating agreements with all the major and minor Incumbent local exchange carriers (ILECs) so that dPi could operate in 44 States.
- Incorporated new business product lines into dPi that added over \$700,000 in contribution margin dollars the first year. Contribution dollars will exceed \$2M in 2007.
- Initiated, developed and implemented a new product line that increased traffic flow in the Rent-to-Own Stores by 25% as well as developed a new profit base with profits in the first year of operation to exceed 3 million. Acquired over 60,000 customers within the first 3 years. Handled all vendor relationships as well as negotiating the contracts for distribution and ILEC rates.
- While the DVP of Remco America's, increased profits by 5 percentage points for Remco Americas by reducing our Cost structure and stream lining field-based operations. Realigned the organization to include processes to ensure execution of our primary proposition.
- Managed and motivated a team of 10 Multi-level Managers with 100 Store Managers between them to increase deliveries to our Customers by 6% within the first six months of taking over the position. Increased another 3% during the following 8 months, which exceeded company performance.

- Developed and implemented an innovative business plan template currently used Company-wide that has increased a declining market share. Created a unique package that minimized Accounts Receivable and reduced operating costs while maximizing Human Resource Opportunities.
- Served as the critical point person for the development of two key business opportunities. Worked closely with Marketing, Training and Vendors to identify and satisfy the needs of Thorn's customer base. Generated sales of over \$35 million in a 2-year period and established this new specialty market as a viable profit center.
- Consulted for 171 Franchise Stores on business Management and execution of the rental proposition, facilitating their consistent achievement in exceeding plan performance.

**Professional Experience:**

**dPi Teleconnect, LLC**  
**Dallas, Texas**

**December 1998 to Present**

- **President & CEO, Founder-** Responsible for the overall components of the Company. Primary responsibilities include Investor Relations, Board of Managers Meetings and management of the Executive Staff. Responsible for an Operation that is in it's 7th year with annualized Revenue projected in FY2007 to be \$20M to \$22M with a Net Income projection between 8% and 10%.

**Thorn Americas (d.b.a. Rent-a-Center, Remco, AdvantEDGE)**  
**Wichita, Kansas**

**December 1987-Aug. 1998**

- **Division General Manager- AdvantEDGE Quality Cars-** A division of Thorn Finance, AdvantEDGE Quality Cars is a start up company since May 1997. Responsibilities include full accountability of cars operations and execution to ensure profitability of 3 inter-dependent departments consisting of Finance, Reconditioning/Service and Sales. The Company was sold in July 1998.
- **Vice President, Strategic Initiatives-** Responsible to develop new streams of revenue by enhancing the traffic opportunities within Thorn's 1200 Rent-to-Own Stores as well as create synergy between Thorn Americas new business strategy including AdvantEDGE Quality Cars, Check Cashing and the Retail Operations. During this time, was Senior Operations Officer for AdvantEDGE Check Cashing.
- **Division Vice President-Remco Americas-** As the Senior officer position within Remco Americas the responsibilities included full control of all functional departments accountable for 157 Stores, nationwide. Rental Revenues represented over \$110M with and increase in profit percentage of 5% within year one.
- **Regional Director,** an officer level position, Assigned to take over an under performing Region consisting of 101 Stores over 11 States with \$78M in Sales and \$18.7 in profits. Accountable for developing and executing a business plan that will optimize opportunities

## **David B. Dorwart**

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2997 LBJ Freeway, Suite 225  
Dallas, Texas, 75234  
214-755-7502

with the 11 State Territory. Direct accountabilities included supervision of 10 area Managers, Marketing, Human Resources, Real Estate and operations.

- From 1987 to October 1994 I held positions within Thorn Americas including **Divisional Director of Operations, Director RAC 2000, Market Manager, Director of Operations, Zone Manager and various Store positions.**

**S & A Restaurant Corporation (Pillsbury)**  
**King of Prussia, PA**

**April, 1986 to Dec. 1987**

**Manager.** Managed along with 3 Co-Managers highest volume Bennigan's Restaurant located in King of Prussia, Pa with annual sales of \$5M.

**Richard's Restaurant Corporation**  
**Greenville, Delaware**

**Oct., 1981 to April 1985**

**Executive Chef/General Manager.** Accountable for operations of a full service, fine dining restaurant, with revenues of \$1.5M.

- *Opened two restaurants within 3 years of first restaurant opening.*
- *Restaurant (Schoonover's) was selected as "best brunch" 3 years in a row.*
- *Restaurant (Bouli-Bouli) was selected as "best new Restaurant" in Wilmington.*
- *Taught for the International School of Cooking.*
- *Represented American Cancer Society as a "Celebrity Chef" for benefit dinners.*

**Education:**  
**University of Delaware**  
**Newark, Delaware**  
**BA81, Sociology**

**1977-1981**

# Brian A. Bolinger, Esq.

## Experience

**dPi Teleconnect, LLC & dPi Energy, LLC**  
Dallas, Texas

May 2000 - Present

### **Vice President of Operations and Legal Affairs (dPi Teleconnect and dPi Energy)**

- A member of the company's executive staff that has managed the business from inception to nearly \$20,000,000 per year in revenue
- Solely accountable for creation of dPi Energy from concept through launch
- Responsible for the profit and loss of dPi Energy
- Coordinate and manage both legal and human resource departments
- Communicate daily with all levels of management
- Negotiate new employee benefits
- Responsible for the hiring and turnover for both hourly and salaried employees
- Manage bi-annual employee performance reviews
- Manage quarterly "key performance indicator" reviews
- Research and implement competitive salary requirements
- Oversee, write and edit company announcements
- Responsible for negotiation of agreements with vendors, partners, employees, etc.
- Responsible for oversight of outside counsel in defending company in any and all legal proceedings
- Write, file and manage all state and federal regulatory documents
- Write, interpret, negotiate and manage all contracts
- Solicit, negotiate and manage company acquisitions

### **Vice President of Operations (dPi Teleconnect)**

- A member of the company's executive staff
- Instrumental in managing over 300% company growth in customers and 400% growth in revenue
- Solely responsible for the Legal, Human Resource, Customer Service, Provisioning and Quality Control Departments
- Directed and mentored 4 direct reports with more than 150 people within responsible departments
- Reduced labor costs by more than \$150,000.00 per year
- Restructured the customer service department to accept more calls while reducing staff and maintaining desired average speed of answer
- Influential in reducing the order completion time by more than 30%
- Consistently exceed monthly and yearly labor and bonus goals
- Responsible for all contract interpretation, negotiation and management
- Oversight and management of all hiring, terminations, wage calculations, reviews, benefits, etc.

### **Human Resource Director (dPi Teleconnect)**

- A member of the company's executive staff
- Hired to create the Human Resource Department for dPi Teleconnect, LLC
- Authored and implemented all company policies, procedures and protocols
- Effectively managed labor growth of over 100% in a four month period
- Directly responsible for oversight of company turnover that substantially exceeded industry standards
- Authored and implemented company bonus plans and programs
- Researched and put into operation new company benefits
- Accountable for all in-house legal work
- Managed all state and federal regulatory filings

1609 Pine Hills Lane, Corinth, TX 76210  
214-870-1677 (Cell) / 940-271-1800 (Home)  
bbolinger@dpiteleconnect.com / bbolinger@dpienergy.com

# Brian A. Bolinger, Esq.

Smock Fansler Corporation  
Indianapolis, Indiana

May 1998 – April 2000

## Corporate Counsel and Director of Human Resources

- Established an in-house legal department for a large multi-million dollar commercial construction company
- Restructured the company's human resource department for efficiency and state and federal law requirements
- Managed the hiring of all new employees
- Negotiated and implemented new employee benefits
- Created an employee handbook and revised the employee safety manual
- Oversight of the company's safety programs, procedures and training
- Investigated and defended OSHA inspections, allegations and violations
- Ensured compliance with all applicable laws and regulations
- Drafted and defended Equal Employment Opportunity reports and statistics
- Implemented company wide drug testing
- Implemented five collective bargaining agreements for all field employees
- Managed all legal activities both in-house and with outside counsel
- Represented the company in pre-construction meetings with owners, subcontractors and union representatives
- Responsible for drafting, interpretation and negotiation of public and private construction contracts

CMG Worldwide, Inc.  
Indianapolis, Indiana

August 1996 – May 1998

## Legal Department

- Worked on all legal aspects of protecting the intellectual property, licensing, marketing and merchandising of over 200 clients including Marilyn Monroe, James Dean, Babe Ruth, Jackie Robinson and Vince Lombardi
- Negotiated agreements with companies to utilize CMG clients in advertising campaigns
- Successfully prepared and filed copyright and trademark applications for numerous entities
- Protected clients from the unauthorized use of their intellectual property rights including their rights of publicity, association, sponsorship and endorsement
- Drafted affidavits, complaints and cease and desist letters

## Education

Indiana University School of Law  
Midwestern State University  
DePauw University

Indianapolis, Indiana  
Wichita Falls, Texas  
Greencastle, Indiana

Doctor of Jurisprudence  
Master of Science  
Bachelor of Arts

## Licenses, Memberships and Affiliations

- Indiana Law License Number 049425
- Board of Directors, Vascular Birthmarks Foundation
- Treasurer, Vascular Birthmarks Foundation
- Secretary to the Board, NALA-PCA
- DePauw University North Texas Alumni Council
- Beta Beta Chapter Home Association
- Member, Cross Timbers Community Church

1609 Pine Hills Lane, Corinth, TX 76210  
214-870-1677 (Cell) / 940-271-1800 (Home)  
bbolinger@dpiteleconnect.com / bbolinger@dpienergy.com



**Thomas G. O'Roark**  
**7549 Stonebrook Parkway, Ste. 2903**  
**Frisco, TX 75034**  
[tgoroark@hotmail.com](mailto:tgoroark@hotmail.com)  
Cell: 214-454-7204

**Summary:** BSBA, CPA, 4 years public accounting, 23 years industry, including Telecommunications, Consulting, Security, Legal and Transportation. Excellent track record of successful achievement.

**Education & Certifications**

CPA Certification, Oklahoma 11/1980  
Pittsburg State University, Pittsburg, KS      Graduated 5/1977 w/BSBA GPA: 3.4 overall/3.6 in major

**Experience**

**dPi Teleconnect, LLC**      **Dallas, TX**      **11/2004 – Present**  
**Vice-President of Finance** - \$18 million Telecom Company. Competitive Local Exchange Carrier with 25,000 prepaid subscribers, licensed in 48 states, with over 6,000 agent locations. Products included prepaid home phone service, prepaid internet, cell phones, cellular recharge and prepaid debit cards. Managed Finance, Accounting and Treasury functions. Improved Gross Margins by 5%. Managed full SOX process. Quarterbacked various acquisitions.

**Deloitte & Touche**      **Dallas, TX**      **9/2004 – 11/2004**  
**Auditor** - Temporary assignment doing SOX documentation, testing, and annual audit of various client companies, include multi-national communications equipment manufacturer.

**Covista Communications**      **Chattanooga, TN**      **7/2002-8/2004**  
**Director of Line Cost** - \$70+ million Telecom Company. Recruited, trained and directed 8 member team. Produced 9%+ reduction in annual cost of goods sold. Won over \$5+ million in annual cost recovery.

**Vartec Telecom, Inc.**      **Dallas, TX**      **1/1999 – 5/2002**  
**Director of Line Cost** - \$1 billion+ Telecom Company. Directed 27 member team. Won \$66+ million in cost recovery. Produced 8.53% reduction in annual cost of goods sold.

**O'Roark Consulting**      **Dallas, TX**      **10/1995 – 1/1999**  
**President** - Self-employed consulting business. Clients included Law firms, new business startups, & small business owners. Brokered sale of several businesses. Developed business plans, raised funding, etc.

**Proxy Message Center**      **Dallas, TX**      **1/1988 - 10/1995**  
**Chief Financial Officer** - Turn around and sale of \$10+ million Telecom Company under venture capital ownership, operating in-bound call centers in New York, Florida, Texas and California. Point man on 33 successful acquisitions.

**Network Security**      **Dallas, TX**      **1/1987 - 12/1987**  
**Vice President of Finance/Chief Financial Officer** - Led management team in LBO of wholly owned subsidiary of a nationwide installer of electronic security systems and alarm monitoring services.

**Chemical Express**      **Dallas, TX**      **10/1985 - 12/1986**  
**Vice President of Finance** - Successful turn-around of closely held trucking company, hauling bulk cement, primarily intrastate Texas. Left to pursue LBO opportunity.

**Eagle FB Trucking Company**      **Salt Lake City, UT**      **4/1985 - 10/1985**  
**Acting Chief Financial Officer** - Coordinated liquidation and pay off of \$5 million senior debt as a prerequisite to exercise of bargain purchase option. Completed acquisition in 6 months.

**National Trucking Company of America, Inc.**      **Tulsa, OK**      **5/1981 - 1/1985**  
**Vice President of Finance** – Successful turn-around of trucking company with 48 state common carrier authority. 200% revenue growth in 4 years. Managed financing from deficit net worth to profitability.

**Arthur Anderson & Co.**      **Tulsa, OK**      **6/1977 - 5/1981**  
**Senior Auditor** - Then “Big 8” public accounting fast tracker. Conducted independent annual audits of various companies in a variety of industries.

**Affiliations**

Vibrant Users Group - Former Board Member, Oklahoma Society of CPA's (Past member), AICPA (Past member), Delta Mu Delta Accounting Honor Society

Detailed resume', references and salary history available upon request.