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December 22, 2010

VIA ELECTRONIC FILING
AND OVERNIGHT DELIVERY

Mr. David Foster
Utility Division Deputy Chief
Tennessee Regulatory Authority
460 James Robertson Parkway
Nashville, TN 37243-0505
(615) 741-3939

FILED ELECTRONICALLY IN DOCKET OFFICE ON 12/22/10

Re: Aegis Telecom, Inc.
Docket No. 10-00187

Dear Ms. Dillon:

Enclosed please find for filing an original and four (4) copies of Aegis Telecom, Inc.'s request for an amendment to their petition to include the d/b/a Off the Hook Telecom. Included in this filing are the following documents:

1. Amended Application Pages
2. Small and Minority-Owned Business Participation Plan
3. Authorization from the Tennessee Secretary of State for the Applicant to do business in the state of Tennessee
4. General Surety Rider

This filing has also been sent via e-mail to sharla.dillon@state.tn.us on December 22, 2010.

Tennessee Regulatory Authority
December 22, 2010
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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 any additional information, please do not hesitate to contact me.

Respectfully submitted,

A handwritten signature in black ink that reads "Claudia R McDowell". The signature is written in a cursive style with a large, stylized "C" and "M".

Claudia McDowell, Legal Assistant to
Lance J.M. Steinhart
Attorney for Aegis Telecom, Inc.
d/b/a/ Off the Hook Telecom

Cc: Robert Clark

Attachment A

Amended Application

**STATE OF TENNESSEE
BEFORE THE TENNESSEE REGULATORY AUTHORITY**

In re:)	
)	
Application of)	
Aegis Telecom, Inc.)	
d/b/a Off the Hook Telecom)	
For a Certificate of Public)	DOCKET NO. 10-00187
Convenience and Necessity to)	
Provide Competing)	
Local Exchange and Interexchange)	
Telecommunications Services)	

APPLICATION OF AEGIS TELECOM, INC. D/B/A OFF THE HOOK TELECOM
FOR AUTHORITY TO PROVIDE COMPETING LOCAL EXCHANGE &
INTEREXCHANGE SERVICES

Aegis Telecom, Inc. d/b/a Off the Hook Telecom ("Aegis" or "Applicant"), pursuant to T.C.A. § § 65-2-103, 65-2-102 and 65-4-201; Section 253 of the Federal Telecommunications Act of 1996; and Section 1220-4-8-.04 of the Rules of the Tennessee Regulatory Authority, Division of Public Utilities, respectfully submits this Application for Authority to Provide Competing Local Exchange and Interexchange Telecommunications Services within the State of Tennessee.

Applicant intends to provide local exchange service to customers located in non-rural local exchange carriers' service areas of Tennessee. Applicant intends to provide interexchange service statewide. Should its Application be granted, Aegis plans to commence offering service after the establishment of the appropriate and necessary resale and interconnection arrangements with the incumbent Local Exchange Carriers ("LECs"). Initially, Applicant will be negotiating an interconnection/resale agreement with BellSouth Telecommunications, Inc. d/b/a AT&T Tennessee ("AT&T") to provide local service.

In support of its Application, Aegis submits the following:

I. Introduction

1. The full name and address of the Applicant are:
Aegis Telecom, Inc. d/b/a Off the Hook Telecom
5800 Central Avenue Pike #2805
Knoxville, Tennessee 37912

The following is a list of applicant's corporate officers and directors:

Officer

Robert Clark

Directors

Robert Clark

The above-named individuals can be reached at:
Aegis Telecom, Inc. d/b/a Off the Hook Telecom
5800 Central Avenue Pike #2805,
Knoxville, Tennessee 37912
Telephone: (865) 474-1489

Applicant is currently authorized to provide local exchange and interexchange services in Alabama. Applicant has not been denied authority for any of the services for which it seeks authority in this Application. The name, address and telephone number of a Tennessee contact person responsible for and knowledgeable about Applicant's operations are:

Robert Clark, President
Aegis Telecom, Inc. d/b/a Off the Hook Telecom
5800 Central Avenue Pike #2805
Knoxville, Tennessee 37912
(865) 474-1489

The name, address and telephone number of a person responsible for repair and maintenance (customer service) are:

Robert Clark, President
Aegis Telecom, Inc. d/b/a Off the Hook Telecom
5800 Central Avenue Pike #2805
Knoxville, Tennessee 37912
(865) 474-1489
(800) 930-4489 (toll-free customer service)

2. All correspondence, notices, inquiries and other communications regarding this Application should be directed to:

Lance J.M. Steinhart
Lance J.M. Steinhart, P.C.
1720 Windward Concourse
Suite 115
Alpharetta, Georgia 30005
(770) 232-9200 (Phone)
(770) 232-9208 (Facsimile)
lsteinhart@telecomcounsel.com (E-mail)

3. In support of this Application, the following exhibits are attached hereto:

- a. Exhibit A - Aegis's Articles of Incorporation filed with the Secretary of State for the State of Tennessee and Bylaws;
- b. Exhibit B – Not applicable, Applicant is Incorporated in the State of Tennessee;
- c. Exhibit C - Aegis's Bank statements from July and August 2010 and Profit and Loss Forecast for year beginning January 2012, which are being filed in a separate sealed envelope as "Confidential"
- d. Exhibit D - Biographies of selected Aegis management.
- e. Exhibit E - Corporate Organization Chart
- f. Exhibit F - IntraLATA Presubscription Implementation Plan
- g. Exhibit G - Small and Minority-Owned Telecommunications Business Participation Plan
- h. Exhibit H - Pre-Filed Testimony
- i. Exhibit I - Numbering Issues & Tennessee Specific Operational Issues
- j. Exhibit J - Bond or Letter of Credit
- k. Exhibit K - Tariffs

VIII. Conclusion

This Application demonstrates that Aegis Telecom, Inc. d/b/a Off the Hook Telecom possesses the technical, financial and managerial resources to provide resold and facilities-based/UNE local exchange and interexchange service in the State of Tennessee. Furthermore, granting this Application will promote the public interest by increasing the level of competition in the Tennessee telecommunications market. Ultimately, competition will compel all exchange telecommunications service providers to operate more efficiently and with resulting reduced prices for consumers. In addition, as a result of competition, the overall quality of local exchange service will improve. As stated above, Applicant does not intend to provide local service, by its own facilities or otherwise, to any customer located in a rural incumbent LEC's service area, until Applicant provides such LECs notice of intent at least 30 days prior to the date of the intended service, or as otherwise required by law.

Wherefore, Aegis Telecom, Inc. d/b/a Off the Hook Telecom, respectfully petitions this Tennessee Regulatory Authority for a Certificate of Public Convenience and Necessity to Provide Competing local exchange and interexchange telecommunications services in the State of Tennessee in accordance with this Application and for such other relief as it deems necessary and appropriate.

Respectfully submitted,
Aegis Telecom, Inc. d/b/a Off the Hook Telecom

Lance J.M. Steinhart, Esq.
Lance J.M. Steinhart, P.C.
1720 Windward Concourse, Suite 115
Alpharetta, Georgia 30005
Telephone: (770) 232-9200
Facsimile: (770) 232-9208
E-mail: lsteinhart@telecomcounsel.com
Attorney for Applicant

12-22, 2010
Alpharetta, Georgia

AEGIS TELECOM, INC. D/B/A OFF THE HOOK TELECOM (Aegis)
IntraLATA Presubscription Implementation Plan

I. Purpose

The intent of this Plan is to provide a proposal that, upon implementation, would provide customers the ability to select the telecommunications carrier of their choice for routing their intraLATA toll calls. Aegis proposes to implement intraLATA toll dialing parity from the date it receives authority to provide local exchange services in Tennessee and has entered into interconnection arrangements with the ILECs. Aegis proposes to provide toll dialing parity to the Chattanooga, Knoxville, Memphis and Nashville LATAs. Attached hereto are the exchange areas that Aegis proposes to provide intraLATA toll dialing parity.

II. Carrier Selection Procedures

Aegis will implement the full 2-PIC (Primary Interexchange Carrier) carrier selection methodology. With the full 2-PIC methodology, customers will be able to presubscribe to one telecommunications carrier for interLATA toll calls and presubscribe to the same or a different participating telecommunications carrier, including their existing local exchange company, for all intraLATA toll calls. Orders for changes will be accepted and processed beginning on the implementation date.

Aegis employees who communicate with the public, accept customer orders, and serve in customer service capacities will be trained to explain the process to customers for making PIC changes for intraLATA toll calls. Business Office personnel will be prepared to make changes in customer records based upon requests from customers or carriers and direct customers to their chosen intraLATA carriers. Processes will be in place to provide new customers with an opportunity to choose their intraLATA toll carrier from a list of available carriers. Aegis will implement a PIC change charge waiver period of 90 days.

New Customers

Customers who contact Aegis requesting new telephone exchange service will be provided a list of telecommunications carriers available to provide interLATA toll service. Upon implementation of intraLATA toll presubscription, the customer will be provided a second list of carriers, including Aegis that provides intraLATA toll service in their exchange. The list of intraLATA toll carriers will be presented in a competitively neutral manner. Customers who do not make a positive choice for an intraLATA toll carrier will be identified within Aegis's system as a "no-PIC" and will not be automatically defaulted to a carrier. Customers identified as "no-PIC" within Aegis's systems will be required to dial 101XXXX to place intraLATA toll calls until they make an affirmative choice for an intraLATA toll carrier.

1 1. Q. Please state your name and business address.

2 A. My name is Robert Clark. My business address is 5800 Central Avenue Pike

3 #2805, Knoxville, Tennessee 37912.

4 2. Q. By whom are you employed and in what capacity?

5 A. I am President for Aegis Telecom, Inc. d/b/a Off the Hook Telecom ("Aegis").

6 3. Q. Please give a brief description of your background and experience in business and

7 telecommunications.

8 A. My background and experience, as well as other members of the management team

9 of Aegis, are set forth in Exhibit D to our application.

10 4. Q. What is the purpose of your testimony?

11 A. The purpose of my testimony is to describe the nature of Aegis's proposed service

12 offering within the State of Tennessee, and to demonstrate its financial, managerial,

13 and technical ability to provide the telecommunications services for which authority

14 is sought herein.

15 5. Q. Do you wish to incorporate by reference any documents into your testimony?

16 A. Yes. I wish to incorporate by reference the underlying Application filed in this

17 proceeding and its associated attachments.

18

Attachment B

Amended Small and Minority-Owned Business Participation Plan

AEGIS TELECOM, INC. D/B/A OFF THE HOOK TELECOM

**SMALL & MINORITY OWNED TELECOMMUNICATIONS BUSINESS
PARTICIPATION PLAN**

Pursuant to T.C.A. §65-5-212, as amended, Aegis Telecom, Inc. d/b/a Off the Hook Telecom (“Aegis”) submits this small and minority-owned Telecommunications business participation plan (the “Plan”) along with its Application for a Certificate of Public Convenience and Necessity to provide competing intrastate and local exchange services in Tennessee.

I. PURPOSE

The purpose of §65-5-212 is to provide opportunities for small and minority-owned businesses to provide goods and services to Telecommunications service providers. Aegis is committed to the goals of §65-5-212 and to taking steps to support the participation of small and minority-owned Telecommunications businesses in the Telecommunications industry. Aegis will endeavor to provide opportunities for small and minority-owned Telecommunications businesses to compete for contracts and subcontracts for goods and services. As part of its procurement process, Aegis will make efforts to identify and inform minority-owned and small businesses that are qualified and capable of providing goods and services to Aegis of such opportunities. Aegis’s representatives have already contacted the Department of Economic and Community Development, the administrator of the small and minority-owned Telecommunications assistance program, to obtain a list of qualified vendors. Moreover, Aegis will seek to increase awareness of such opportunities so that companies not otherwise identified will have sufficient information to participate in the procurement process.

II. DEFINITIONS

As defined in §65-5-212.

Minority-Owned Business. Minority-owned business shall mean a business which is solely owned, or at least fifty-one percent (51%) of the assets or outstanding stock of which is owned, by an individual who personally manages and controls 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).

Small Business. Small Business shall mean a business with annual gross receipts of less than four million dollars (\$4,000,000).

III. ADMINISTRATION

Aegis's Plan will be overseen and administered by the individual named below, hereinafter referred to as the Administrator, who will be responsible for carrying out and promoting Aegis's full efforts to provide equal opportunities for small and minority-owned businesses. The Administrator of the Plan will be:

Robert Clark, President
Aegis Telecom, Inc. d/b/a Off the Hook Telecom
5800 Central Avenue Pike #2805
Knoxville, Tennessee 37912
Telephone: (865) 474-1489
Facsimile: (865) 474-1489

The Administrator's responsibilities will include:

(1) Maintaining an updated Plan in full compliance with §65-5-212 and the rules and orders of the Tennessee Regulatory Authority.

- (2) Establishing and developing policies and procedures necessary for the successful implementation of the Plan.
- (3) Preparing and submitting such forms as may be required by the Tennessee Regulatory Authority, including the filing of required annual updates.
- (4) Serving as the primary liaison to and cooperate with the Tennessee Regulatory Authority, other agencies of the State of Tennessee, and small and minority-owned businesses to locate and use qualified small and minority-owned businesses as defined in §65-5-212.
- (5) Searching for and developing opportunities to use small and minority-owned businesses and encouraging such businesses to participate in and bid on contracts and subcontracts.
- (6) Providing records and reports and cooperate in any authorized surveys as required by the Tennessee Regulatory Authority.
- (7) Establishing a record-keeping system to track qualified small and minority-owned businesses and efforts to use such businesses.
- (8) Providing information and educational activities to persons within Aegis and training such persons to seek out, encourage, and promote the use of small and minority-owned businesses.

In performance of these duties, the Administrator will utilize a number of resources, including:

- Chambers of Commerce
- The Tennessee Department of Economic and Community Development
- The United States Department of Commerce
- Small Business Administration
- Office of Minority Business
- The National Minority Supplier Development Counsel
- The National Association of Women Business Owners

The National Association of Minority Contractors
Historically Black Colleges, Universities, and Minority Institutions

The efforts to promote and ensure equal opportunities for small and minority-owned businesses are primarily spelled out in the Administrator's duties above. Additional efforts to provide opportunities to small and minority-owned businesses will include offering, where appropriate and feasible, small and minority-owned businesses assistance with technical, insurance, bonding, licensing, production, and deadline requirements.

IV. RECORDS AND COMPLIANCE REPORTS

Aegis will maintain records of qualified small and minority-owned business and efforts to use the goods and services of such businesses. In addition, Aegis will maintain records of educational and training activities conducted or attended and of the internal procurement procedures adopted to support this plan.

Aegis will submit records and reports required by the Tennessee Regulatory Authority concerning the Plan. Moreover, Aegis will cooperate fully with any surveys and studies required by the Tennessee Regulatory Authority.

Aegis Telecom, Inc. d/b/a Off the Hook Telecom

By: 
Robert Clark, President

Dated: 12-14-10

Attachment C

**Authorization from the Tennessee Secretary of State for the Applicant
to do business in the state of Tennessee**



STATE OF TENNESSEE
Tre Hargett, Secretary of State
Division of Business Services
William R. Snodgrass Tower
312 Rosa L. Parks AVE, 6th FL
Nashville, TN 37243-1102

AEGIS TELECOM, INC
5800 CENTRAL AVENUE
PIKE #2805
KNOXVILLE, TN 37912 USA

November 23, 2010

Filing Acknowledgment

Please review the filing information below and notify our office immediately of any discrepancies.

Control # : 606761 Status: Active
Filing Type: Corporation For-Profit - Domestic

Document Receipt

Receipt # : 279783	Filing Fee:	\$20.00
Payment-Check/MO - AEGIS TELECOM, INC, KNOXVILLE, TN		\$20.00

Amendment Type: Assumed Name

Image # : 6795-1113

Filed Date: 11/23/2010 8:25 AM

This will acknowledge the filing of the attached assumed name 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. The name registration is effective for five years from the date the original registration was filed with the Secretary of State.

Tre Hargett, Secretary of State
Business Services Division

Processed By: Danielle Crocker

Field Name	Changed From	Changed To
New Assumed Name	No Value	Aegis Telecom, Inc. d/b/a Off the Hook Telecom

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

100107001

RECEIVED
STATE OF TENNESSEE
2010 NOV 23 For Office Use Only
AM 8:25

THE HARGETT
SECRETARY OF STATE

FILED

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 Aegis Telecom, Inc.
2. The state or country of incorporation is Tennessee
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
Aegis Telecom, Inc. d/b/a Off The Hook Telecom

[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.]

Signature Date

11/18/2010

Aegis Telecom, Inc. d/b/a Off The Hook Telecom

Name of Corporation

President

Signer's Capacity

Signature

Robert Clark

Name (typed or printed)

Attachment D

General Surety Rider

GENERAL SURETY RIDER

To be attached and form a part of

Bond No. : 41208281

Dated effective: 8/23/2010
(MONTH, DAY, YEAR)

executed by: Aegis Telecom, Inc., as Principal,
(PRINCIPAL)

and by: Platte River Insurance Company, as Surety,
(SURETY)

and in favor of : State of Tennessee.
(OBLIGEE)

In consideration of the mutual agreements herein contained the Principal and the Surety hereby consent to changing

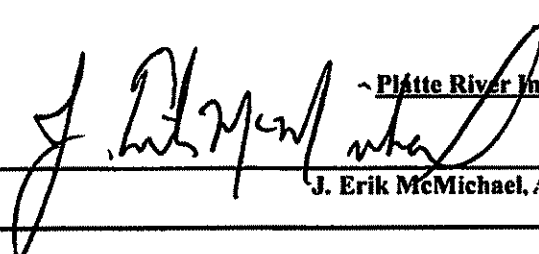
INFORMATION	FROM	TO
Principal Name	Aegis Telecom, Inc.	Aegis Telecom, Inc. dba Off the Hook Telecom

Nothing herein contained shall vary, alter or extend any provision or condition of this bond except as herein expressly stated.

This rider is effective 8/23/2010
(MONTH, DAY, YEAR)

Signed and Sealed 12/16/2010
(MONTH, DAY, YEAR)

BY: _____

 Platte River Insurance Company
SURETY
J. Erik McMichael, ATTORNEY-IN-FACT