

TENNESSEE REGULATORY AUTHORITY

Mary Freeman, Director
Eddie Roberson, Chairman
Kenneth Hill, Director
Sara Kyle, Director

APPLICATION FOR AUTHORITY TO PROVIDE CUSTOMER-OWNED COIN (OR COINLESS) OPERATED TELEPHONE SERVICE IN TENNESSEE (RULE 1220-4-2-.43 TO .54) SECTION A

Company ID Number 129094 Docket Number 11-00182
(To Be filled out by the TRA)

Part I: General Information

Name of Applicant Telmate, LLC

Address 234 Front Street, 2nd Floor

State San Francisco, CA Zip Code 94111 Phone No: () (415) 300-4002
Fax No. () 541 889-9630

Name and telephone number of contact person authorized to respond to Authority inquiries Monday through Friday.

Dinh Huynh	(415) 300-4002
Name	Telephone
234 Front Street, Floor 2	San Francisco
Address	City
	State
	Zip

Mail the completed application and a check for \$25.00 to: Tennessee Regulatory Authority, 460 James Robertson Parkway, Nashville 37243-0505. Should you have any questions please call Dee Audrain at (615) 741-2904, Ext. 173

Toll Free 1-800-342-8359

Facsimile (615) 741-2336

Telephone (615) 741-2904, Toll Free 1-800-342-8359, Facsimile (615) 741-2336

Part II Organization Structure

A. Type of Organization

 Individual Corporation
 X Partnership Other (Explain on separate sheet)

B. If Partnership and/or Non-resident:

- (1) Attach a copy of Articles of Incorporation and current by-laws.
- (2) Attach copy of Certification of Authority issued by the Tennessee Secretary of State Showing corporation's authority to engage in business in Tennessee.
- (3) All others must have current business license.

Part III Financial Information

Attach a current financial statement showing in detail corporation's financial condition for the previous year. If individual, send copy of latest IRS Income Tax Filing.

Part IV Repair and Maintenance Information

A. Describe the Pay Phone instrument to be installed.

Quadcom Communications, LLC	7Q	US2JATE2OB7Q
Manufacturer	Model Number	FCC Number
112 B Hayden	New Hope	Alabama
Manufacturer's Address	City	State
Manufacturer	Model Number	FCC Number
Manufacturer's Address	City	State
Manufacturer	Model Number	FCC Number
Manufacturer's Address	City	State

(Attach additional sheets if additional space is required)

B. Maintenance of COCOT

- (1) How do you intend to service and maintain COCOTS

 Personally
 X Full time Technician
 Part Time Technician
 Service/repair contract with 3rd party

- (2) Identify names and qualifications of the party/parties responsible for service and repair.

Personnel have not yet been identified but will be a full time employee when assigned.

Part V Display Card

- A. Attach a copy of the display card to be posted on the pay telephone. This card must contain all required information listed in the attached Rule (1220-4-2-49,F)
- B. Long Distance Carrier, Address, and 800 Number must be on the card.
- C. Company Name, Address, Phone Number with a place for your TRA ID Number.
- D. Information for using Long Distance, (0+Area Code + Number ~ within this Area Code and Outside this Area Code.
- E. Information for Collect Calls & Person-To-Person Calls and Station-To-Station Calls.
- F. Directory Assistance (Local Calling Area) Outside Calling Area (411 or 1+411)
- G. Emergency Help (Dial)
- H. Dial _____ for Refund (Or how you handle refunds)
- I. Free Calls – Toll Free 800 or 888 numbers, Repair Service. (This Instrument is serviced by: Name & Address and telephone number of Service Technician).

Attach a copy of the Display Card in this space.

Part VI Registration Fee

- A. The initial fee for COCOT registration will consist of the following:
- *A one time processing fee of \$25.00 per company (TCA 65-2-103)
- B. After the initial COCOT registration, the Tennessee Regulatory Authority must be notified By the 10th of the month, of all new COCOT additions. The fee for each new addition is \$10.00 (TCA 65-4-301) This fee will pay for processing the order. Attached is a copy of the required monthly report form.
- C. Failure to pay the required fees will result in the disconnection of your COCOT service. (Rule 1220-4-2-.47)
- D. All correspondence must be mailed to:

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

Inter-Exchange Carriers' Preferred Manner of Access

This is to inform all authorized COCOT providers that access to inter-exchange carriers must be provided by the manner listed below (Rule 1220-4-42-.45, section 10)

<u>Inter-Exchange Carrier (IXC)</u>	<u>Required Manner of Access</u>
AT&T	1010-288-0
US Spring	1-800-877-8000
MCI	1-800-950-1022

Failure to provide IXC access, as listed above, will result in immediate disconnection of COCOT service. (Rule 1220-4-2-.49, section K)

Part VII Rule Compliance Agreement

- A. The customer Owned Coin or Coinless Operated Telephone (COCOT) authorization applicant, hereby, affirms the following:
- Has received, read and understands the Tennessee Regulatory Authority's (TRA COCOT Rules and regulations...
 - Understands the penalties for non-compliance, and all associated fees to provide COCOT service...
 - Will comply with the TRA COCOT rules and all applicable state laws, including Public Chapter 675 (Appendix E)...
 - Will submit to the TRA monthly reports indicating any COCOT additions accompanied with the proper fee...
 - That all information provided in the attached COCOT registration document is true to the best of applicant's knowledge...

Applicant's Signature

Date

Attorney In Fact
10/25/11

NOTE:

See attached Application to Resell Telecommunication Services In Tennessee
For Notarized Officer Certification

Subscribed and sworn before me this _____ Month, _____ day, of _____ Year

Notary Public _____

My Commission expires the _____ Month, _____ Day, of _____ Year

SEAL

TENNESSEE COUNTIES

1) Anderson	E	32) Hamilton	E	63) Moore	M
2) Bedford	M	33) Hancock	E	64) Morgan	E
3) Benton	W	34) Hardeman	W	65) Obion	W
4) Bledsoe	E	35) Hardin	W	66) Overton	M
5) Blount	E	36) Hawkins	E	67) Perry	M
6) Bradley	E	37) Haywood	W	68) Pickett	M
7) Campbell	E	38) Henderson	W	69) Polk	E
8) Cannon	M	39) Henry	W	70) Putnam	M
9) Carroll	W	40) Hickman	M	71) Rhea	E
10) Carter	E	41) Houston	M	72) Roane	E
11) Chatham	M	42) Humphreys	M	73) Robertson	M
12) Chester	W	43) Jackson	M	74) Rutherford	M
13) Claiborne	E	44) Jefferson	E	75) Scott	E
14) Clay	M	45) Johnson	E	76) Sequatchie	M
15) Cocke	E	46) Knox	E	77) Sevier	E
16) Coffee	M	47) Lake	W	78) Shelby	W
17) Crockett	W	48) Lauderdale	W	79) Smith	M
18) Cumberland	M	49) Lawrence	M	80) Stewart	M
19) Davidson	M	50) Lewis	M	81) Sullivan	E
20) Decatur	W	51) Lincoln	M	82) Sumner	M
21) DeKalb	M	52) Loudon	E	83) Tipton	W
22) Dickson	M	53) McMinn	E	84) Trousdale	M
23) Dyer	W	54) McNairy	W	85) Unicoi	E
24) Fayette	W	55) Macon	M	86) Union	E
25) Fentress	M	56) Madison	W	87) Van Buren	M
26) Franklin	M	57) Marion	E	88) Warren	M
27) Gibson	W	58) Marshall	M	89) Washington	E
28) Giles	M	59) Maury	M	90) Wayne	M
29) Grainger	E	60) Meigs	E	91) Weakley	W
30) Greene	E	61) Monroe	E	92) White	M
31) Hamblen	E	62) Montgomery	M	93) Williamson	M
				94) Wilson	M

65-5-206. Operator-assisted telephone services – Carriers whose rates exceed maximum approved rates. – (a) Any telephone carrier offering or providing operator-assisted services in Tennessee whose intrastate rates exceed the maximum rate approved by the Tennessee Regulatory Authority (TRA) or whose interstate rates exceed the maximum rates approved by the Federal Communications Commission (FCC) shall before providing the service:

- (1) Identify by name the carrier providing the service;
- (2) State all costs for providing the service; and
- (3) Offer to switch the customer to any other carrier offering operator-assisted services and inform the customer that the switch will be made without charge.

(b) As used in this section:

- (1) "Maximum rate approved by the Federal Communications Commission (FCC)" means the highest legal rate charged for handling an identical call by a carrier which has been classified by the FCC as a dominant, interstate carrier or, if no carrier has been classified, means the highest rate approved by the FCC as just and reasonable for an identical call;
- (2) "Maximum rate approved by the Tennessee Regulatory Authority (TRA)" means the highest legal rate charged for handling an identical call by a carrier whose rates have been fixed by the Tennessee Regulatory Authority based on the carrier's cost of providing service; and
- (3) "Operator-assisted services" means all telephonic calls in which the customer is assisted by either a human or mechanical operator and includes, but is not limited to, calls billed to credit cards or third parties and all collect or person-to-person calls.

(c) The Tennessee Regulatory Authority may exempt any carrier from some or all of the provisions of this section upon a finding that the requirements herein are no longer necessary to protect the public interest.

(d) Any telephone carrier violating the provisions of this section is guilty of violating the Tennessee Consumer Protection Act of 1977, compiled in Title 47, Chapter 18, Part 1, and shall be punished accordingly. (Acts 1990, ch.675 & 1.)



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

TELMATE

August 23, 2011

ATTN: MARIANNE ZHEN
234 FRONT STREET
SAN FRANCISCO, CA 94111

Request Type: Certificate of Existence/Authorization

Issuance Date: 08/23/2011

Request #: 0045668

Copies Requested: 1

Document Receipt

Receipt #: 529681

Filing Fee: \$20.00

Payment-Check/MO - TELMATE, SAN FRANCISCO, CA

\$20.00

Regarding: TELMATE, LLC

Filing Type: Limited Liability Company - Foreign

Control #: 630254

Formation/Qualification Date: 04/30/2010

Date Formed: 06/09/2009

Status: Active

Formation Locale: Delaware

Duration Term: Perpetual

Inactive Date:

CERTIFICATE OF AUTHORIZATION

I, Tre Hargett, Secretary of State of the State of Tennessee, do hereby certify that effective as of the issuance date noted above

TELMATE, LLC

* is a Limited Liability Company formed in the jurisdiction set forth above and is authorized to transact business in this State;

* has paid all fees, taxes and penalties owed to this State (as reflected in the records of the Secretary of State and the Department of Revenue) which affect the existence/authorization of the business;

* has filed the most recent corporation annual report required with this office;

* has appointed a registered agent and registered office in this State;

* has not filed an Application for Certificate of Withdrawal.

Tre Hargett
Secretary of State

Processed By: Tiffany Washington

CERTIFICATE OF FORMATION

OF

TELMATE, LLC

FIRST: The name of the limited liability company TELMATE, LLC

SECOND: Its registered office in the State of Delaware is to be located at 2711 Centerville Road, Suite 400, in the city of Wilmington, County of New Castle, 19808, and its registered agent at such address is The Company Corporation.

THIRD: The Company will be managed by managers, the names and street addresses of those who are to serve until their first meeting of managers or until their successors are elected are:

RICHARD TORGERSRUD
683 BRANNAN STREET SUITE #304 SAN FRANCISCO CA 94107

WITNESS WHEREOF, the undersigned, being the individual forming the Company, has executed, signed and acknowledged this Certificate of Formation this 9th day of June, 2009.

The Company Corporation

/s/ Katrina Smith

Katrina Smith
Assistant Secretary

State of Delaware
Secretary of State
Division of Corporations
Delivered 01:38 PM 06/09/2009
FILED 12:41 PM 06/09/2009
SRV 090600532 - 4696485 FILE

Delaware

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The First State


I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "TELMATE, LLC" IS DULY FORMED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE TWELFTH DAY OF MAY, A.D. 2011.

4696485 8300

110531622

You may verify this certificate online
at corp.delaware.gov/authver.shtml




Jeffrey W. Bullock, Secretary of State
AUTHENTICATION: 8755763

DATE: 05-12-11