



January 9, 2017  
Via Overnight Delivery

Ms. Sharla Dillon  
Tennessee Regulatory Authority  
502 Deaderick Street  
4th Floor  
Nashville, TN 37243

Docket no. 17-00001

RE: **Legacy Long Distance International, Inc.**  
**Application for Authority to Provide Customer-Owned Coin/Coinless Operated Telephone Service**

Dear Ms. Dillon:

Enclosed for filing please find the original and four (4) copies of the Application for Authority to Provide COCOT (Customer-Owned Coin/Coinless Operated Telephone Service) submitted on behalf of Legacy Long Distance International, Inc. A check in the amount of \$25.00 is enclosed to cover the filing fee.

Please note the required financial data will be submitted as "*confidential*" in a separate envelope.

A copy of this filing has also been emailed to you at [sharla.dillon@tn.gov](mailto:sharla.dillon@tn.gov).

Please acknowledge receipt of this filing by date-stamping the extra copy of this cover letter and returning it to me in the self-addressed, stamped envelope provided for that purpose.

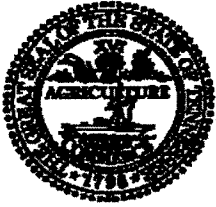
Any questions you may have regarding this filing should be directed to my attention at 407-740-3005 or via email to [swarren@tminc.com](mailto:swarren@tminc.com). Thank you for your assistance in this matter.

Sincerely,

Sharon R. Warren  
Consultant to Legacy Long Distance International, Inc.

cc: Rafael Quinto (Via Email) - Legacy  
file: Legacy - Tennessee - Inmate  
tms: TNN1601

Enclosures



**TENNESSEE REGULATORY  
AUTHORITY 502 Deaderick Street, 4<sup>th</sup> Floor  
Nashville, Tennessee 37243**  
Telephone (615) 770-6886, Toll Free 1-800-342-8359  
Facsimile (615) 741-2336

**APPLICATION FOR AUTHORITY TO PROVIDE  
CUSTOMER-OWNED COIN (OR COINLESS) OPERATED  
TELEPHONE SERVICE IN TENNESSEE (TRA Rule  
1220-04-02-.43 TO .54)**

Company ID Number \_\_\_\_\_ Docket Number \_\_\_\_\_  
(To Be filled out by the TRA)

**Part I - General Information**

Name of Applicant Legacy Long Distance International, Inc.

Address  
10833 Valley View, Suite 150

City: Cypress State CA Zip Code 90630 Phone No. (800) 577-5534 -Fax No. (800) 700-1116

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

Rafael Quinto  
Name

(800) 577-5534  
Telephone

10833 Valley View Street, Suite 150  
Address

Cypress  
City

CA  
State

90630  
Zip

Mail the completed application and a check for \$25.00 to:  
Tennessee Regulatory Authority  
502 Deaderick Street, 4<sup>th</sup> Floor  
Nashville, TN 37243-0505.

Should you have any questions please call Lisa Foust at (615) 770-6886.

## **Part II - Organization Structure**

### A. Type of Organization

\_\_\_\_ Individual                        X   Corporation  
\_\_\_\_ 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.

Manufacturer: TMG, Inc.	Model Number:	FCC Number
Manufacturer's Address:	CT-1000-SS-VC	
1370A Weber Industrial Dr.,		
Cumming, GA 30041		

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Manufacturer: TMG, Inc.	Model Number:	FCC Number
Manufacturer's Address:	CT-400-SS-RVC-HT	
1370A Weber Industrial Dr.,		
Cumming, GA 30041		

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Manufacturer	Model Number	City	FCC Number
Manufacturer's Address			Zip
		State	

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Manufacturer	Model Number	Manufacturer's Address	City	FCC Number
(Attach additional sheets if additional space is required)				Zip
			State	

B. Maintenance of COCOT

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

- ☐ Personally
- ☐ Full time Technician
- ☐ Part Time Technician
- ☒ Service/repair contract with 3<sup>rd</sup> party

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

The company plans to contract with a third party vendor for repairs and maintenance prior to installation at a TN Correctional facility.

**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 TRA Rule 1220-04-02-.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 & 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 numbers, Repair Service. (This Instrument is serviced by: Name & Address and telephone number of Service Technician).

**Attach a copy of the Display Card in space below.**

For security reasons, display cards are not posted on phones available for use by inmates. The facility personnel have the necessary contact information for maintenance and repair.

## **Part VI - Registration Fee**

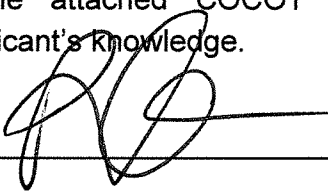
- A. The initial fee for COCOT registration will consist of the following: \*A one time processing fee of \$25.00 per company (T.C.A. § 65-2-103)
- B. After the initial COCOT registration, the Tennessee Regulatory Authority must be notified by the 10<sup>th</sup> of the month, of all new COCOT additions. The fee for each new addition is \$10.00 (T.C.A. § 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 revocation of your COCOT Authorization. (TRA Rule 1220-04-02-.47)
- D. All correspondence must be mailed to:

Tennessee Regulatory Authority  
502 Deaderick Street, 4<sup>th</sup> Floor  
Nashville, TN 37243

## **Part VII - Rule Compliance Agreement**

The customer Owned Coin or Coinless Operated Telephone (COCOT) authorization applicant, hereby, affirms the following:

- Has received, read and understands TRA Rule 1220-04-02-.43 to .54.
- Understands the penalties for non-compliance, and all associated fees to provide COCOT service.
- Will comply with TRA Rule 1220-04-02-.43 to .54 and all applicable state laws.
- 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 Signature

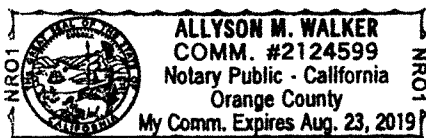
1/5/17  
\_\_\_\_\_  
Date

Subscribed and sworn before me this 1 Month, 5 day, of 2017 Year

Notary Public 

My Commission expires the 8 Month, 23 Day, of 2019 Year

[SEAL]



**Legacy Long Distance International, Inc.**

**Exhibit I**

**Articles of Incorporation**

1978573

In the office of the Secretary of State  
of the State of California

SEP - 9 1996

ARTICLES OF INCORPORATION  
OF

*Bill Jones*  
BILL JONES, Secretary of State

LEGACY LONG DISTANCE INTERNATIONAL, INC.

I

The name of this corporation is LEGACY LONG DISTANCE INTERNATIONAL, INC.

II

The purpose of this corporation is to engage in any lawful act or activity for which a corporation may be organized under the General Corporation Law of California other than the banking business, the trust company business or the practice of a profession permitted to be incorporated by the California Corporations Code.

III

The name and address of this corporation's initial agent for service of process is:

George Grellas, Esq.  
2005 Hamilton Avenue  
Suite 230  
San Jose, California 95125

IV

This corporation is authorized to issue only one class of shares of stock, to be designated as "common" shares; the total number of shares which this corporation is authorized to issue is 10,000,000.

V

1. Limitation of Directors' Liability. The liability of the directors of this corporation for monetary damages shall be eliminated to the fullest extent permissible under California law.

2. Indemnification of Corporate Agents. This corporation is authorized to indemnify the directors and officers of the corporation to the fullest extent permissible under California law.

3. Repeal or Modification. Any repeal or modification of the foregoing provisions of this Article V shall not adversely

affect any right of indemnification or limitation of liability of an agent of this corporation relating to acts or omissions occurring prior to such repeal or modification.

Dated: September 6, 1996

  
\_\_\_\_\_  
George Grellas  
Incorporator

I declare that I am the person who executed the above Articles of Incorporation, and such instrument is my act and deed.

  
\_\_\_\_\_  
George Grellas

RECEIVED

1978573

FILED Bjm  
in the office of the Secretary of State  
of the State of California

SEP 15 1999

Bill Jones  
BILL JONES, Secretary of State

**CERTIFICATE OF AMENDMENT**

**OF**

**ARTICLES OF INCORPORATION**

**OF**

**LEGACY LONG DISTANCE INTERNATIONAL, INC.**

Curtis A. Brown and Kenneth Durante hereby certify as follows:

1. They are the President and the Secretary, respectively, of Legacy Long Distance International, Inc., a California corporation (the "Corporation").

2. The Articles of Incorporation of the Corporation are hereby amended as follows:

ARTICLE IV is amended to read in its entirety as follows:

"IV: (a) This corporation is authorized to issue two classes of shares, designated respectively "Common Stock" and "Redeemable Class A Common Stock", and referred to herein either as Common Stock or Common shares and Redeemable Stock or Redeemable shares, respectively. The number of authorized Common shares is Ten Million (10,000,000), and the number of authorized Redeemable shares is Four Hundred and Fifty Thousand (450,000).

(b) Except as otherwise provided in these Articles of Incorporation or as required by law, the rights, privileges and restrictions granted to or imposed upon the Common shares and the Redeemable shares or on their holders are identical, and both classes shall vote together as one class except as otherwise required by law, with each share of each class to have one (1) vote.

(c) At the option of its Board of Directors, the corporation may, at any time from and after the date this Certificate of Amendment is filed until on or prior to August 9, 2002 (such period, the "Redemption Period"), redeem from the shareholders of the Redeemable Stock some or all of their shares thereof on the terms set forth below (provided that during such Redemption Period, no shareholder thereof shall sell, hypothecate or otherwise in any way transfer any of his, her or its shares of such Redeemable Stock to or in favor of any third party):

(A) The corporation shall pay in cash an amount equal to fifty cents (\$0.50) per share for each share of Redeemable Stock to be

redeemed (the "Redemption Price");

(B) In the event of any redemption of only a part of the then-outstanding shares of Redeemable Stock, the corporation shall effect such redemption by allocating the total amount available for redemption pro rata among the shareholders of the Redeemable Stock according to the number of shares of such Stock held by each such shareholder, provided that, until the end of the Redemption Period, the corporation shall thereafter continue to be entitled on as many occasions as it desires to redeem some or all of the remaining outstanding shares of Redeemable Stock pursuant hereto;

(C) At least thirty (30) but no more than sixty (60) days prior to the date fixed for a redemption of Redeemable Stock pursuant to this sub-paragraph (IV)(c) (said date fixed for redemption, the "Redemption Date"), written notice shall be mailed, first class postage prepaid, to each holder of record of Redeemable Stock, at the address last shown on the records of the corporation for such holder or given by the holder to the corporation for the purpose of notice or, if no such address appears or is given, at the place where the principal executive office of the corporation is located, notifying such holder of the redemption to be effected, specifying the number of shares to be redeemed from such holder, the Redemption Date, the Redemption Price, the manner in which payment may be obtained, and further calling upon such holder to surrender to the corporation, in the manner and at the place designated, such holder's certificate or certificates representing the shares to be redeemed as hereinafter specified (the "Redemption Notice"). On or after the Redemption Date, each holder of Redeemable Stock shall surrender to the corporation the certificate or certificates representing such shares, in the manner and at the place designated in the Redemption Notice, and thereupon the Redemption Price of such shares shall be payable to the order of the person whose name appears on such certificate or certificates as the owner thereof and each surrendered certificate shall be canceled. In the event fewer than all the shares represented by any such certificate are redeemed, a new certificate will be issued representing the unredeemed shares;

(D) From and after the Redemption Date, unless there shall have been a default in payment of the applicable Redemption Price, all rights of the holders of Redeemable Stock (except the right to receive the Redemption Price without interest upon surrender of their certificate or certificates) shall cease with respect to shares thereof subject to the Redemption Notice, and such shares shall not thereafter be transferred on

the books of the corporation or be deemed to be outstanding for any purpose whatsoever. If the funds of the corporation legally available for redemption of shares of Redeemable Stock on any Redemption Date are insufficient to redeem the total number of shares of Redeemable Stock to be redeemed on such Date, those funds which are legally available will be used to redeem the maximum possible number of such shares *pro rata* (in the manner described above) among the holders of such shares to be redeemed. The shares of Redeemable Stock not redeemed shall remain outstanding and entitled to all the rights provided herein for such class."

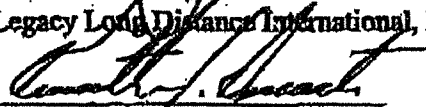
3. The foregoing Certificate of Amendment of the Articles of Incorporation was adopted and unanimously approved by the Board of Directors of the Corporation, and approved by the required vote of the shareholders of the Corporation in accordance with Section 902 of the California Corporations Code. The Corporation has one class of stock outstanding. The total number of outstanding shares entitled to vote with respect to the foregoing amendment was 5,167,584, the favorable vote of a majority of such shares was required to approve the amendment, and the number of shares voting in favor of the amendment equaled or exceeded the required vote.

We further declare under penalty of perjury that the matters set forth in the foregoing Certificate are true and correct of our own knowledge, and that this Certificate was executed on August 25, 1999 at Long Beach, California.

Dated: August 25, 1999

  
Curtis A. Brown, President  
Legacy Long Distance International, Inc.

Dated: August 25, 1999

  
Kenneth Durante, Secretary  
Legacy Long Distance International, Inc.



**Legacy Long Distance International, Inc.**

**Exhibit II**

**Tennessee Secretary of State Certification**

## APPLICATION FOR CERTIFICATE OF AUTHORITY FOR

**FILED**  
RECEIVED  
SECRETARY OF STATE

Legacy Long Distance International, Inc.

99 MAR 17 AM 10:33

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 Legacy Long Distance International, Inc.

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

[NOTE: 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 an assumed corporate name, an application must be filed pursuant to Section 48-14-101(d).]

2. The state or country under whose law it is incorporated is California3. The date of its incorporation is 9-9-96 (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 \_\_\_\_\_

<u>One World Trade Center, Ste. 1460</u>	<u>Long Beach</u>	<u>CA</u>	<u>90831-1460</u>
Street	City	State/Country	Zip Code

5. The complete street address (including the county and the zip code) of its registered office in this state is \_\_\_\_\_

<u>1912 Hayes Street</u>	<u>Nashville</u>	<u>TN</u>	<u>37203</u>
Street	City/State	County	Zip Code

The name of its registered agent at that office is  
National Registered Agents, Inc.

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

<u>Curtis A. Brown</u>	<u>One World Trade Center, Ste. 1460, Long Beach, CA 90831-1460</u>
<u>George Hansell, II</u>	<u>One World Trade Center, Ste. 1460, Long Beach, CA 90831-1460</u>
<u>Kenneth J. Durante</u>	<u>One World Trade Center, Ste. 1460, Long Beach, CA 90831-1460</u>

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

<u>Curtis A. Brown</u>	<u>One World Trade Center, Ste. 1460, Long Beach, CA 90831-1460</u>
<u>George Hansell, II</u>	<u>One World Trade Center, Ste. 1460, Long Beach, CA 90831-1460</u>
<u>Kenneth J. Durante</u>	<u>One World Trade Center, Ste. 1460, Long Beach, CA 90831-1460</u>

8. The corporation is a corporation for profit.

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

\_\_\_\_\_, 19\_\_\_\_ (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 one (1) month prior to the date the application is filed in this state.]

Signature Date

President

Signer's Capacity

Legacy Long Distance International, Inc.  
Name of Corporation

Signature

Curtis A. Brown

Name (typed or printed)

RDA 1678

**Legacy Long Distance International, Inc.**

**Exhibit III**

**Financial Information**

**Legacy Long Distance International, Inc.**

**Exhibit III**

**Financial Information**

***The Company's Financial Information is being filed under separate cover and marked as  
"Confidential"***

LEGACY LONG DISTANCE INTERNATIONAL INC.

Balance Sheet

December 31,

2015

ASSETS

Current Assets:

Cash

Accounts receivable, net

Prepayment and other current assets

Total current assets

Property and equipments, net

Total assets

LIABILITIES AND STOCKHOLDERS' EQUITY

Current Liabilities:

Checks issued in excess of bank balance

Accounts payable

Line of credit

Advance funding-BSG

Bank loan - current

Accrued liabilities and other liabilities

Total current liabilities

Total liabilities

Stockholder's Deficit:

Common stock, no par value; 10,000,000 shares authorized,  
5,962,237 shares issued and 3,395,612 shares outstanding

Accumulated deficit

Total stockholders' deficit

Total liabilities and stockholders' deficit

See accompanying notes

REDACTED

LEGACY LONG DISTANCE INTERNATIONAL INC.

Statement of Income and Accumulated Deficit

*Year Ended December 31,*

*2015*

Sales, net  
Cost of sales

Gross profit

Selling, general and administrative expenses

Income from operations

Other expense:

Interest income

Interest expense

Total other expense

Net Income

Accumulated deficit, January 1, 2015

Accumulated deficit, December 31, 2015

*See accompanying notes to fi*

REDACTED

LEGACY LONG DISTANCE INTERNATIONAL INC.

Statement of Cash Flows

Year Ended December 31,

2015

**Cash flows from operating activities:**

Net income  
Adjustments to reconcile net income to net cash used in  
operating activities:  
    Depreciation and amortization  
Changes in assets and liabilities:  
    Accounts receivable  
    Prepayment and other current assets  
    Checks issued in excess of bank balance  
    Accounts payable  
    Accrued liabilities and other liabilities

Net cash provided by operating activities

**Cash flows from investing activities:**

Acquisition of property and equipment

Net cash used in investing activities

**Cash flows from financing activities:**

Decrease in borrowing from line of credit, net  
Payments of advance funding-BSG  
Decrease in borrowing from bank loan

Net cash used in financing activities

Net increase in cash

Cash – beginning of period

Cash – end of period

**Supplemental disclosure of cash flow information:**

Cash paid during the year for:  
    Income taxes  
    Interest

See accompanying n

REDACTED