

**TENNESSEE PUBLIC SERVICE COMMISSION**

460 JAMES ROBERTSON PARKWAY  
NASHVILLE, TENNESSEE 37243-0505

KEITH BISSELL, CHAIRMAN  
STEVE HEWLETT, COMMISSIONER  
SARA KYLE, COMMISSIONER



PAUL ALLEN, EXECUTIVE DIRECTOR

Company ID: 00112247  
Budget Call Long Distance, Inc.  
180 South Clinton Ave.  
Rochester, NY 14646

BEFORE THE TENNESSEE PUBLIC SERVICE COMMISSION  
Nashville, Tennessee August 2, 1995

IN RE: CASE NUMBER: 95-02731

Application for Authority for Operator Services and/or Resell Interexchange (Long Distance) Telecommunications Service and/or Telecommunications Operator Services in Tennessee Pursuant to Rule 1220-4-2-.57.

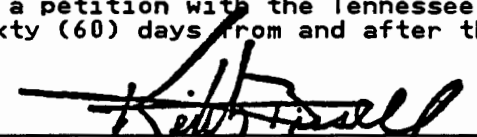


---ORDER---

This matter is before the Tennessee Public Service Commission upon the application of the above-mentioned company for certification as a long distance/interexchange reseller or telecommunication operator service provider in Tennessee. The Commission considered this application at its regularly scheduled Commission Conference held on August 1, 1995 and concluded that the applicant has met all the requirements for certification and should be authorized to provide the resell of interexchange telecommunications service and/or an operator service on an intrastate basis.

IT IS THEREFORE ORDERED:

1. That the above-mentioned company is issued a Certificate of Convenience and Necessity as an interexchange telecommunications reseller and/or an operator service provider for state-wide service in Tennessee as specified in its application on file with the Commission.
2. That said company shall comply with all applicable Commission rules and regulations.
3. That this order shall be retained as proof of certification with this Commission, and may be used to obtain appropriately tariffed access service and billing arrangements from Commission authorized telecommunications service providers.
4. That any party aggrieved with the Commission's decision in this matter may file a Petition for Reconsideration with the Commission within ten (10) days from and after the date of this Order.
5. That any Party aggrieved with the Commission's decision in this matter has the right of judicial review by filing a petition with the Tennessee Court of Appeals, Middle Section within sixty (60) days from and after the date of this Order.

  
Executive Director

  
  
Commissioner  
  
Commissioner

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APPLICATION FOR CERTIFICATE  
TO PROVIDE OPERATOR SERVICES AND/OR  
RESELL INTEREXCHANGE  
TELECOMMUNICATION SERVICES IN TENNESSEE  
[RULE 1220-4-2-.57]

SECTION A

Part 1: General Information

A. Name of Applicant: Budget Call Long Distance, Inc.  
Address 180 South Clinton Avenue, Rochester  
State: New York Zip Code: 14646 Phone No. (818)787-6279

B. Owner, Partners, or Corporate Officer

NAME	ADDRESS	CITY	STATE	ZIP CODE
Dale M. Gregory, President and CEO	180 S. Clinton Avenue	Rochester	NY	14646
James F. Mulcahy, Secretary and Treasurer	Same as above.			
James G. Dole, Vice President				
Richard K. Coleman, Vice President	Same as above.			
Valerie A. Iman, Asst. Secretary and Asst. Treasurer	Same as above.			
Barbara J. LaVerdi Asst. Secretary	Same as above.			

C. Name and telephone number of Tennessee contact person authorized to respond to Commission inquiries Monday through Friday.

*MDS*  
Name Michael Nighan  
Tennessee Phone No. (716) 777-8456 Fax No. (716) 232-3646

D. List a toll-free telephone number that consumers can call to report service problems and/or request refunds or adjustments.

(800) 393-7300

(To be filled out by PSC)  
Company ID Number 112247/B-2B1  
Date Approved \_\_\_\_\_  
Evaluator \_\_\_\_\_

Mail the completed application and a check for \$50.00 to: Tennessee Public Service Commission, P.O. Box 3412, Nashville, TN 37219-0412. Should you have any questions, call (615) 741-3939.

- X   Resell Interexchange long distance services  
      Operator Services  
      Other (describe below)

- Budget Call does not provide operator services.

- Budget Call is authorized to operate in all states except Georgia, Kentucky, Maine, Nevada, New Mexico, North Carolina, North Dakota, South Carolina and Rhode Island where authorization is pending. No certification is required in Montana, Michigan, Utah or Virginia. Budget Call is not authorized in Oklahoma.

- None.

- Entire State \_\_\_\_\_

- a. Business X  
b. Residential X  
c. Aggregators \_\_\_\_\_  
(e.g. Hotels, Payphones)  
d. Other (specify) \_\_\_\_\_

- Currently Budget Call only offers casual calling services and as such has no presubscribed customers, therefor no PIF is added.

- Yes   X   No

*Revised*

M. Describe the type of services and price that the applicant will be offering in Tennessee on the Informational Tariff Form found in Appendix II<sup>1</sup>

N. What is the applicant's 10XXX or 800 access code?

Budget Call's 10XXX code is: 10386

O. Does the applicant now have or plan to have any telecommunications facilities (e.g. switches, fiber lines) in Tennessee?

No. All routing, switching and transmission functions are handled by Budget Call's designated underlying carrier.

P. What facility-based network will the applicant be reselling?

Frontier Communications International Inc.

Q. Will the applicant be utilizing the local telephone company's billing system or billing customers direct<sup>2</sup>?

The local telephone company's billing system will be utalized in areas where a billing and collection agreement exists between Budget Call and the local exchange carrier. Budget Call also utalizes a different billing and collection provider.

R. Describe briefly how the applicant plans to market their services in Tennessee. If an independent telemarketer is going to be used, state company name and address.

Budget Call markets its services by direct mail.

S. Describe the procedures the applicant will use to switch a consumer's preferred interexchange service.

Budget Call's customers do not need to have their preferred interexchange service switched. Access to Budget Call's network is obtained when the customer dial either the 800 or 10XXX access code.

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<sup>1</sup>Applicant is required to fill out an Informational Tariff form. Failure to fill out this form will cause the applicant's request to be rejected.

<sup>2</sup>A copy of a bill is required if the applicant is going to bill the customer direct.

T. Applicant has the ability and agrees to honor the form of call blocking that the consumer has subscribed to with their local telephone company.

Yes   X   No       

U. Applicant gives permission to the local telephone company to provide the Commission a periodic sample of the reseller's intrastate toll calls. The purpose of this analysis is to audit the reseller's rates to assure they are at or below the dominant carrier's tariffed rates.

Yes   X   No       

## 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 a copy of Certification of Authority issued by Tennessee Secretary of State showing corporation's authority to engage in business in Tennessee.

## Part III: Financial Information

A. Attach a current financial statement showing in detail the applicant's financial condition, including balance sheet and income statement, or a copy of IRS form 1120 or 1065 filed by your business for the previous year. Attach, if available, a copy of your company's 10K and/or stockholder reports.

## Part IV: Display Card

Attach a copy of the display card to be placed on the aggregators telephone which shows what operator services are to be provided. The card must contain all required information listed in the attached Rule (1220-4-2-.57,B)<sup>3</sup>, which includes a toll-free number consumers can call for service problems and refunds.

Not applicable. Budget Call does not provide operator services through aggregator locations.

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<sup>3</sup>It is the responsibility of the reseller or operator service provider to assure that the appropriate display card is affixed to the aggregates telephones.

Part V: Rule Compliance Agreement

- A. The Interexchange Reseller or Operator Service Provider applicant, hereby, affirms the following:
- Has received, read, and understand the Tennessee Public Service Commission's (TPSC) interexchange Reseller Rules and Regulations.
  - Understands the penalties for non-compliance, and all associated fees to provide such service.
  - Will comply with the TPSC Interexchange Reseller Rules and all other applicable Commission Rules and state laws, including T.C.A. Section 65-5-206.
  - That all information provided in the attached registration document is true to the best of my knowledge.

Budget Call Long Distance, Inc.

Dale M. Gregory, President

Date: July 14, 1995

Subscribed and sworn  
before me this 11<sup>th</sup> day  
of July, 1995

Carol A. Personte  
Notary Public

CAROL A. PERSONTE  
Notary Public, State of New York  
Qualified in Monroe County  
Commission Expires 12/8/96

SEAL

Appendix I

Reseller Name	Address	Contact Person
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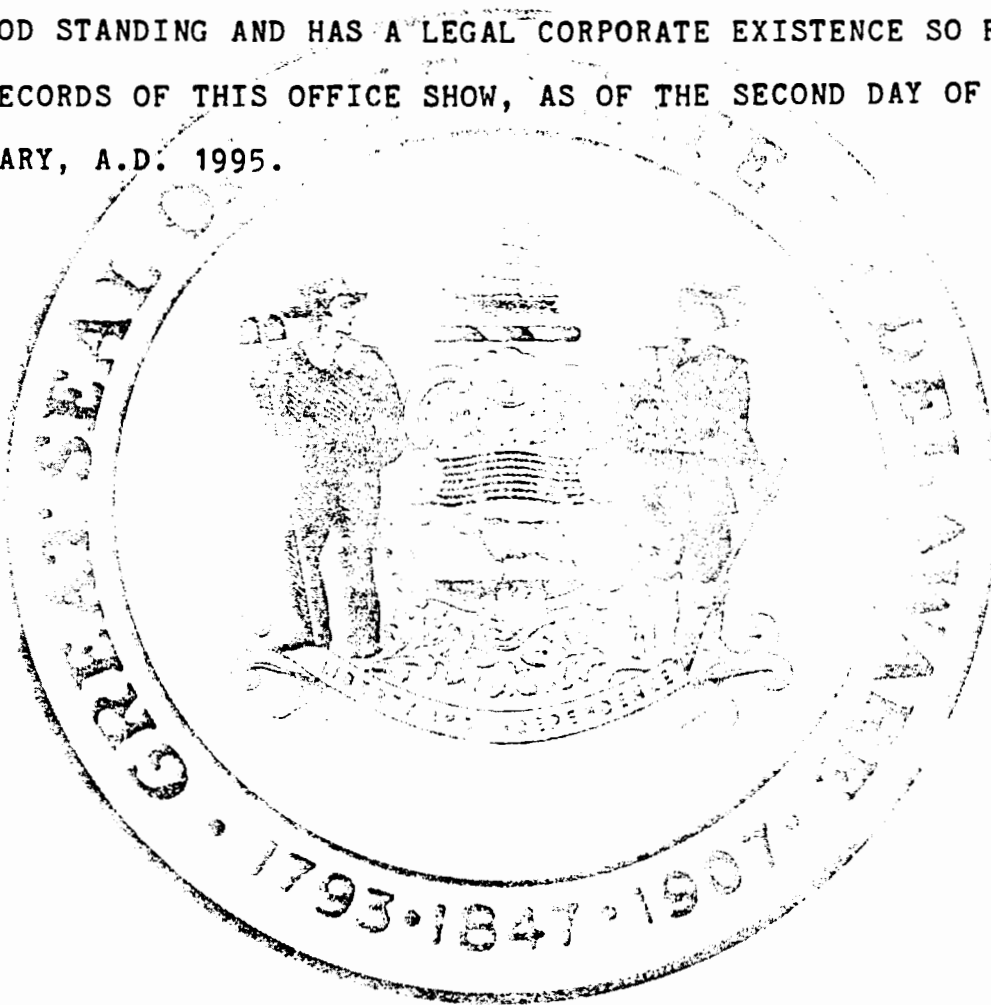
N/A

Budget Call Long Distance, Inc. does not provide Operator Services.

## Office of the Secretary of State

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I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "BUDGET CALL LONG DISTANCE, INC." IS DULY INCORPORATED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL CORPORATE EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE SECOND DAY OF FEBRUARY, A.D. 1995.



*Edward J. Freel*

Edward J. Freel, Secretary of State

2294230 8300

950025538

AUTHENTICATION: 7395188

DATE: 02-02-95



CERTIFICATE OF INCORPORATION

OF

BUDGET CALL LONG DISTANCE, INC.

\* \* \* \* \*

1. The name of the corporation is  
BUDGET CALL LONG DISTANCE, INC.

2. The address of its registered office in the State of Delaware is Corporation Trust Center, 1209 Orange Street, in the City of Wilmington, County of New Castle. The name of its registered agent at such address is The Corporation Trust Company.

3. The nature of the business or purposes to be conducted or promoted is:

To engage in any lawful act or activity for which corporations may be organized under the General Corporation Law of Delaware.

To provide long distance telephone or other communication services to users, and to engage in all activities necessary or incidental thereto.

4. The total number of shares of stock which the corporation shall have authority to issue is One Thousand (1,000 ); all of such shares shall be without par value, and all of one class.

At all elections of directors of the corporation, each stockholder shall be entitled to as many votes as shall equal the number of votes which (except for such provision as

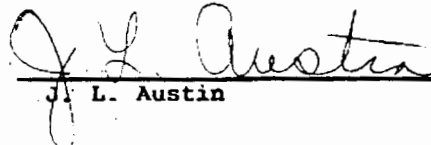
WE, THE UNDERSIGNED, being each of the incorporators hereinbefore named, for the purpose of forming a corporation pursuant to the General Corporation Law of the State of Delaware, do make this certificate, hereby declaring and certifying that this is our act and deed and the facts herein stated are true, and accordingly have hereunto set our hands this 10th day of April , 1992 .



T. L. Ford



M. C. Kinnamon



J. L. Austin

**Secretary of State**

**Corporations Section**

**James K. Polk Building, Suite 1800**

**Nashville, Tennessee 37243-0306**

DATE: 02/07/95  
REQUEST NUMBER: 2953-1417  
TELEPHONE CONTACT: (615) 741-0537  
FILE DATE/TIME: 02/07/95 0942  
EFFECTIVE DATE/TIME: 02/07/95 0942  
CONTROL NUMBER: 0290276

TO:  
PRENTICE HALL L & F SERVICES  
500 CENTRAL AVE

ALBANY, NY 12206

RE:  
BUDGET CALL LONG DISTANCE, INC.  
APPLICATION FOR CERTIFICATE OF  
AUTHORITY - FOR PROFIT

WELCOME TO THE STATE OF TENNESSEE. THE ATTACHED CERTIFICATE OF  
AUTHORITY HAS BEEN FILED WITH AN EFFECTIVE DATE AS INDICATED ABOVE.

A CORPORATION ANNUAL REPORT MUST BE FILED WITH THE SECRETARY OF STATE  
ON OR BEFORE THE FIRST DATE OF THE FOURTH MONTH FOLLOWING THE CLOSE OF THE  
CORPORATION'S FISCAL YEAR. PLEASE PROVIDE THIS OFFICE WITH WRITTEN  
NOTIFICATION OF THE CORPORATION'S FISCAL YEAR. THIS OFFICE WILL MAIL THE  
REPORT DURING THE LAST MONTH OF SAID FISCAL YEAR TO THE CORPORATION AT THE  
ADDRESS OF ITS PRINCIPAL OFFICE OR TO A MAILING ADDRESS PROVIDED TO THIS  
OFFICE IN WRITING. FAILURE TO FILE THIS REPORT OR TO MAINTAIN A REGISTERED  
AGENT AND OFFICE WILL SUBJECT THE CORPORATION TO ADMINISTRATIVE REVOCATION  
OF ITS CERTIFICATE OF AUTHORITY.

WHEN CORRESPONDING WITH THIS OFFICE OR SUBMITTING DOCUMENTS FOR  
FILING, PLEASE REFER TO THE CORPORATION CONTROL NUMBER GIVEN ABOVE.

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FOR: APPLICATION FOR CERTIFICATE OF  
AUTHORITY - FOR PROFIT

ON DATE: 02/07/95

FROM:  
PRENTICE HALL LEGAL & FIN (ALBANY, NY)  
500 CENTRAL AVENUE

ALBANY, NY 12206-0000

RECEIVED: FEES \$300.00 \$300.00

TOTAL PAYMENT RECEIVED: \$600.00

RECEIPT NUMBER: 00001749885  
ACCOUNT NUMBER: 00054845



*Riley C. Darnell*

RILEY C. DARNELL  
SECRETARY OF STATE