

TENN **SEE 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: 00112647
Network Operator Services, Inc.
119 W. Tyler
Ste. 260
Longview, TX 75601

BEFORE THE TENNESSEE PUBLIC SERVICE COMMISSION
Nashville, Tennessee August 23, 1995

IN RE: CASE NUMBER: 95-02786

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 22, 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

Chairman

Commissioner

Commissioner

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PAUL ALLEN, EXECUTIVE DIRECTOR

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 Network Operator Services, Inc.
Address 119 W. Tyler, Ste 260
State TX Zip Code 75601 Phone No. (903) 958-9350

Longview

B. Owner, Partners, or Corporate Officer

NAME	ADDRESS	CITY	STATE	ZIP CODE
Tim Martin	P.O. Box 3529	Longview	TX	75606
Ron Martin	P.O. Box 3529	Longview	TX	75606
Linda Martin	P.O. Box 3529	Longview	TX	75606
Ron Hutchison	P.O. Box 3529	Longview	TX	75606

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

SUSAN FABER (903) 958-9350 (903) 958-9372
Name Tennessee Phone No. Fax No.

D. List a toll-free telephone number that consumers can call to report service problems and/or request refunds or adjustments. 800-474-6674

E. Check the type of telecommunication services you plan to provide in Tennessee.

☒ Resell Interexchange long distance services

☒ Operator Services

☐ Other (describe below) _____

F. If providing operator services, list company name, address and contact person for all reseller carriers you serve in Tennessee. Provide the above information on Appendix I.

G. List the state(s) you are authorized to operate in at this time. AZ, AR, CO, GA, IA, LA, MO, MT, NM, OK, SD, TN, TX, UT, VA

(To be filled out by PSC) 95-2786
Company ID Number 112647
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.

H. List any states that you have been denied authority to provide service.

none

I. Areas in Tennessee to be served.

Statewide

J. What type of customers will the company serve?

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

K. Do you allow a property imposed fee (PIF) to be added to the price of intrastate telephone calls over your network? If yes, specify amount. NO

L. Are your prices for intrastate services plus any PIF equal to or less than the dominant carriers price for similar services? Yes YES No _____

M. Describe the type of services and price that the applicant will be offering in Tennessee on the Informational Tariff Form found in Appendix II¹.

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

O. Does the applicant now have or plan to have any telecommunication's facilities (e.g. switches, fiber lines) in Tennessee? NO

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

Q. Will the applicant be utilizing the local telephone company's billing system or billing customers direct²? Both

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.

We have no immediate plans to market in Tennessee. However, Network generally markets through direct contact. We do not telemarket.

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

Service Agreements + Letters of Agency are Authorized by applicant before PIC's submitted to LEC.

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

²A 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 tarified 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)³, which includes a toll-free number consumers can call for service problems and refunds.



Local Calls - Deposit coin before dialing

For Operator Assisted Calls Dial 0 To access the Local Exchange Operator, Dial "0" and ask for a local operator
RATES FOR NETWORK OPERATOR SERVICES, INC. (NOS) are available from the operator upon request at all times at no charge

The Long Distance Company providing Operator Services for this phone is
NETWORK OPERATOR SERVICES, INC.
119 W. Tyler Ste. 260 • Longview, TX 75801 • 1-800-530-4899
You may use another Long Distance Carrier. Follow your carrier's instructions or contact the Local Exchange Operator for assistance
FCC ADDRESS FOR OSP COMPLAINTS:
Federal Communications Commission Common Carrier
bureau enforcement division, Washington D.C. 20554

This is a sample only. Network currently has NO customers in Tennessee for which it provides faceplates.

³It 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 understands the Tennessee Public Service Commission's (TPSC) Interexchange Reseller Rules and Regulations, (Appendix III)
- 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 (Appendix IV),
- That all information provided in the attached registration document is true to the best of my knowledge.

Network Operator Services, Inc.
Company Name

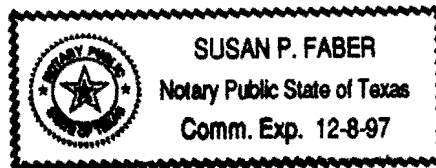
Date

R. H. H. H.
Company Official

Chief Operating & Financial Office
Title

Subscribed and sworn
before me this 20th day
of July, 1995

Susan P. Faber
Notary Public



seal



The State of Texas
Secretary of State

CERTIFICATE OF INCORPORATION

OF

NETWORK OPERATOR SERVICES, INC.
CHARTER NUMBER 01070426

THE UNDERSIGNED, AS SECRETARY OF STATE OF THE STATE OF TEXAS,
HEREBY CERTIFIES THAT ARTICLES OF INCORPORATION FOR THE ABOVE
CORPORATION, DULY SIGNED AND VERIFIED HAVE BEEN RECEIVED IN THIS
OFFICE AND ARE FOUND TO CONFORM TO LAW.

ACCORDINGLY THE UNDERSIGNED, AS SUCH SECRETARY OF STATE, AND BY
VIRTUE OF THE AUTHORITY VESTED IN THE SECRETARY BY LAW, HEREBY ISSUES
THIS CERTIFICATE OF INCORPORATION AND ATTACHES HERETO A COPY OF THE
ARTICLES OF INCORPORATION.

ISSUANCE OF THIS CERTIFICATE OF INCORPORATION DOES NOT AUTHORIZE THE
USE OF A CORPORATE NAME IN THIS STATE IN VIOLATION OF THE RIGHTS OF ANOTHER
UNDER THE FEDERAL TRADEMARK ACT OF 1946, THE TEXAS TRADEMARK LAW, THE
ASSUMED BUSINESS OR PROFESSIONAL NAME ACT OR THE COMMON LAW.

DATED MAR. 11, 1988




Secretary of State



The State of Texas

Secretary of State

MAR. 11, 1988

KENTON L. WILSON--LABANDOWSKI WILSON & JOHNS
1300 MAIN STREET SUITE 1100
HOUSTON ,TX 77002

RE:
NETWORK OPERATOR SERVICES, INC.
CHARTER NUMBER 01070426-00

IT HAS BEEN OUR PLEASURE TO APPROVE AND PLACE ON RECORD THE ARTICLES OF INCORPORATION THAT CREATED YOUR CORPORATION. WE EXTEND OUR BEST WISHES FOR SUCCESS IN YOUR NEW VENTURE.

AS A CORPORATION, YOU ARE SUBJECT TO STATE TAX LAWS. SOME NON-PROFIT CORPORATIONS ARE EXEMPT FROM THE PAYMENT OF FRANCHISE TAXES AND MAY ALSO BE EXEMPT FROM THE PAYMENT OF SALES AND USE TAX ON THE PURCHASE OF TAXABLE ITEMS. IF YOU FEEL THAT UNDER THE LAW YOUR CORPORATION IS ENTITLED TO BE EXEMPT YOU MUST APPLY TO THE COMPTROLLER OF PUBLIC ACCOUNTS FOR THE EXEMPTION. THE SECRETARY OF STATE CANNOT MAKE SUCH DETERMINATION FOR YOUR CORPORATION.

IF WE CAN BE OF FURTHER SERVICE AT ANY TIME, PLEASE LET US KNOW.



VERY TRULY YOURS,

Carl M. Reins

Secretary of State

ARTICLES OF INCORPORATION
OF
NETWORK OPERATOR SERVICES, INC.

FILED
In the Office of the
Secretary of State of Texas
MAR 11 1988

I, the undersigned natural person of the age of at least eighteen (18) years who is a citizen of the State of Texas, acting as incorporator of a corporation (the "Corporation") under the Texas Business Corporation Act (the "Act"), do hereby adopt the following Articles of Incorporation for the Corporation.

Clerk I-B
Corporation Section

ARTICLE ONE

Name

The name of the Corporation is NETWORK OPERATOR SERVICES, INC.

ARTICLE TWO

Duration

The period of its duration is perpetual.

ARTICLE THREE

Purpose

The purpose for which the Corporation is organized is to transact all or any lawful business for which corporations may be incorporated under the Act, but nothing in this article is to be construed as authorizing the Corporation to transact any business in the State of Texas expressly prohibited by any law of the State of Texas, or to engage in any activity in the State of Texas which cannot lawfully be engaged in by a corporation incorporated under the laws of the State of Texas and which license cannot be granted to a corporation organized under the Act.

ARTICLE FOUR

Authorized Shares

The aggregate number of shares which the Corporation shall have authority to issue is 10,000 shares of common stock having One No/100 Dollar (\$1.00) par value.

ARTICLE FIVE

Restriction on Commencement of Business

The Corporation will not commence business until it has received for the issuance of shares consideration of the value of at least \$1,000.00, consisting of money, labor done or property actually received.

ARTICLE SIX

Registered Office and Registered Agent

The street address of the initial registered office of the Corporation is:

1603 Fowler
Longview, Texas 75603
Telephone: (214) 758-4754

and the name of its initial registered agent at such address is:

Tim Martin

ARTICLE SEVEN

Address

The office address of the principal place of business of the Corporation is:

P. O. Box 9725
Longview, Texas 75608
Telephone: (214) 758-4754

ARTICLE EIGHT

Board of Directors

Section 1. Initial Board of Directors. The number of directors constituting the Initial Board of Directors of the Corporation is two (2). No director need be a resident of the State of Texas or a shareholder of the Corporation.

Section 2. Name and Address. The names and addresses of the persons who are elected to serve as directors of the Corporation until the first annual meeting of the shareholders, or until their successors shall have been elected and qualified, are:

<u>Name</u>	<u>Address</u>
Tim Martin	P. O. Box 9725 Longview, Texas 75608
Ronnie Martin	P. O. Box 9725 Longview, Texas 75608

ARTICLE NINE

Incorporator

The name and address of the incorporator of the Corporation is:

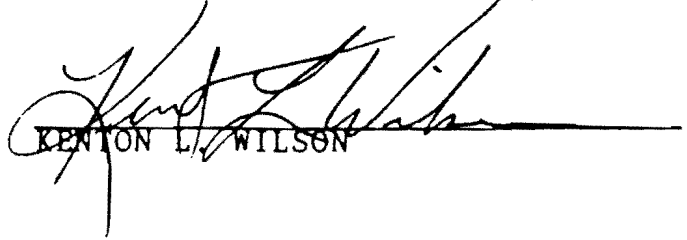
Name

Address

Kenton L. Wilson

1300 Main, Suite 1100
Houston, Texas 77002

IN WITNESS WHEREOF, I have hereunto set my hand on this the 7th of March, 1988.


KENTON L. WILSON

STATE OF TEXAS

§

COUNTY OF HARRIS

§

§

BEFORE ME, the undersigned authority, on this day personally appeared KENTON L. WILSON under oath, known to me to be the person whose name is subscribed to the foregoing document and being first duly sworn, declared that the statements therein contained are true and correct.

GIVEN UNDER MY HAND AND SEAL OF OFFICE this 7th day of March, 1988.

Rebecca S. Mathias
Notary Public in and for the State
of Texas. My commission expires

Rebecca S. Mathias
Printed Name of Notary Public



**Secretary of State
Corporations Section**

**James K. Polk Building, Suite 1800
Nashville, Tennessee 37219**

DATE: 02/15/90
REQUEST NUMBER: 1638-0579
TELEPHONE CONTACT: (615) 741-0537
FILE DATE/TIME: 02/14/90 1104
EFFECTIVE DATE/TIME: 02/14/90 1104
CONTROL NUMBER: 0225352

TO:
NETWORK OPERATOR SERVICES, INC.
P.O. BOX 3529

LONGVIEW, TX 75606

RE:
NETWORK OPERATOR SERVICES, INC.
APPLICATION FOR CERTIFICATE OF
AUTHORITY - FOR PROFIT

WELCOME TO THE STATE OF TENNESSEE. THE CERTIFICATE OF AUTHORITY FOR THE ABOVE CORPORATION IS VALID AS OF THE EFFECTIVE DATE INDICATED ABOVE.

A CORPORATION ANNUAL REPORT MUST BE FILED WITH THE SECRETARY OF STATE ON OR BEFORE THE FIRST DAY OF THE FOURTH MONTH FOLLOWING EACH ANNIVERSARY DATE OF QUALIFICATION. THIS OFFICE WILL MAIL THE REPORT DURING THE ANNIVERSARY MONTH TO THE CORPORATION AT THE ADDRESS OF ITS REGISTERED OFFICE OR TO A MAILING ADDRESS PROVIDED TO THIS OFFICE IN WRITING. FAILURE TO FILE THIS REPORT OR TO MAINTAIN A PRINCIPAL 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.

FOR: APPLICATION FOR CERTIFICATE OF
AUTHORITY - FOR PROFIT

RECEIVED: \$300.00

ON DATE: 02/14/90

FROM:
NETWORK OPERATOR SERVICES, INC.
P.O. BOX 3529

RECEIPT NUMBER: 00001034244
ACCOUNT NUMBER: 00107429

LONGVIEW, TX 75606

Bryant Millsaps

BRYANT MILLSAPS

SECRETARY OF STATE

Henry Crowell
VOID
HENRY CROWELL
SECRETARY OF STATE

