

TENNESSEE REGULATORY AUTHORITY

460 JAMES ROBERTSON PARKWAY
NASHVILLE, TENNESSEE 37243-0505

H. LYNN GREER, JR., CHAIRMAN
SARA KYLE, DIRECTOR
MELVIN J. MALONE, DIRECTOR



Company ID: 00113867
SNET America, Inc.
127 Washington Ave. 5th Floor
North Haven, CT 06473

BEFORE THE TENNESSEE REGULATORY AUTHORITY
Nashville, Tennessee September 19, 1996

IN RE: CASE NUMBER: 95-02946

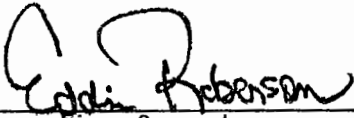
Application for Authority for Operator Services and/or Resell
Telecommunications Service and/or Telecommunications Operator Services
Services in Tennessee Pursuant to Rule 1220-4-2-.57.




---ORDER---

This matter is before the Tennessee Regulatory Authority upon the application of the above-mentioned company for certification as a reseller or telecommunication operator service provider in Tennessee. The TRA considered this application at its regularly scheduled Commission Conference held on September 17, 1996 and concluded that the applicant has met all the requirements for certification and should be authorized to provide the resell of 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 a 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 TRA 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 TRA'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 TRA'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 Secretary


Chairman

Director

Director



210 N. Park Ave.
P.O. Drawer 200
Winter Park, FL
32790-0200

Tel: 407-740-8575
Fax: 407-740-0613

August 4, 1995
OVERNIGHT

Mr. Keith Bissell, Chairman
Tennessee Public Service Commission
460 James Robertson Parkway
Nashville, Tennessee 37243-0505

Reference: SNET America, Inc., Application for Certificate to Resell
Interexchange Telecommunication Services in Tennessee, Rule 1220-4-
2-.57

Dear Mr. Bissell,

Enclosed you will find the application for SNET America, Inc., ("SNET") for Certificate to Resell Interexchange Telecommunications Services in the State of Tennessee in accordance with Rule 1220-4-2-.57 and their Certificate of Authority to transact business in the State of Tennessee. Technologies Management, Inc., includes a check in the amount of \$50.00, to cover the application fee.

Please acknowledge receipt of this filing by returning the extra copy of this cover letter with your date of receipt stamp, in the self addressed, stamped envelope provided.

Questions pertaining to this filing should be addressed to my attention at (407) 740-8575. Thank you for your assistance.

Sincerely,

Thomas Forte
Consultant to SNET America, Inc.
TECHNOLOGIES MANAGEMENT, INC.

Enclosures

cc:
Alan G. Mayhew, SNET
File - SNET, TN
TMS: TN95000

TENNESSEE PUBLIC SERVICE COMMISSION

460 JAMES ROBERTSON PARKWAY
NASHVILLE, TENNESSEE 37243-0505

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

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: SNET America, Inc.
Address 127 Washington Avenue, 5th Floor, North Haven
State: Connecticut Zip Code: 06473
Telephone: (800) 808-7638 Facsimile: (203) 239-6433

B. Owner, Partners, or Corporate Officer

NAME	ADDRESS	CITY	STATE	ZIP CODE
Southern New England Telecommunications Corporation	227 Church Street	New Haven	CT	06510

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

May Name Alan G. Mayhew, Regulatory Manager of SNET America, Inc.
Telephone: (203) 985-5215 Facsimile: (203) 239-6433

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

(800) 808-7638

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

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

(To be filled out by PSC)
Company ID Number 113867/95/2946
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.

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

SNET will utilize Sprint as its underlying carrier.

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

SNET will be billing customers directly for Tennessee usage and services.

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.

SNET uses telemarketing agents to sell its services. These agents are not involved in billing or Customer Service. SNET is the entity referred to in the Letter of Agency. The agent utilized is:

Sprint / United Telecenter
2301 Lucien Way
Maitland Colommandes Building
Suites 168 and 400
Maitland, Florida 32751
Telephone: (407) 661-0201

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

SNET utilizes a Letter of Agency.

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

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

Office of the Secretary of the State of Connecticut

RECEIVED
STATE OF TENNESSEE

I, the Connecticut Secretary of the State,
and Keeper of the seal thereof, DO HEREBY CERTIFY, that

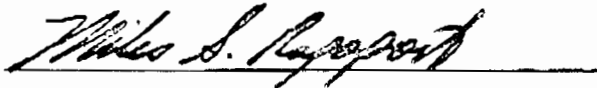
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RILEY DARNELL
SECRETARY OF STATE

SNET AMERICA, INC.

a STOCK corporation under the Connecticut General Statutes was filed
in this office on May 21, 1993.

Insofar as the records of this office reveal, the corporation is in
existence and in good standing.



Secretary of the State

Date Issued: July 7, 1995

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. See **Exhibit III**.
- (2) Attach a copy of Certification of Authority issued by Tennessee Secretary of State showing corporation's authority to engage in business in Tennessee. See **Exhibit II**.

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. See **Exhibit IV**.

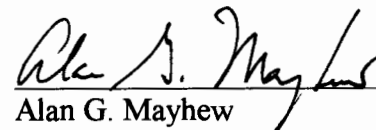
Part IV: Display Card

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. Not applicable.

Part V: Rule Compliance Agreement

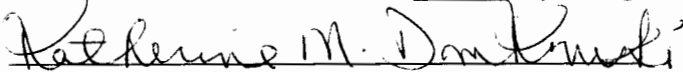
- A. The Interexchange Reseller or Operator Service Provider applicant, hereby, affirms the following
- Has received, read, and understand the Tennessee Public Service Commission's (TPSC) interexchange Reseller Rules and Regulations, (Appendix III)
 - Understands the penalties for noncompliance, and 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.

Date: 1 August 1995



Alan G. Mayhew
Regulatory Manager
SNET America, Inc.

Subscribed and sworn before me this 1 day of August, 1995.



Katherine M. Donkushi
Notary Public

[seal]

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

**CERTIFICATE OF INCORPORATION
STOCK CORPORATION**

61-5 REV. 8-90

2329634004	05/21/93	R#37010	75.00
2329634004	05/21/93	R#00300	150.00
2329634004	05/21/93	R#37100	50.00
2329634004	05/21/93	R#37010	25.00

24

**STATE OF CONNECTICUT
SECRETARY OF THE STATE**

The undersigned incorporator(s) hereby form(s) a corporation under the Stock Corporation Act of the State of Connecticut:

1. The name of the corporation is SNET America, Inc.
2. The nature of the business to be transacted, or the purposes to be promoted or carried out by the corporation, are as follows:
 - (a) To provide long distance services in the State of Connecticut and beyond;
 - (b) To engage in any other lawful activity or act for which corporations may be organized under the Connecticut Stock Corporation Act, as amended, and;
 - (c) In furtherance of the above, to purchase, grant, sell, lease or service all kinds of property, real, personal or mixed, and to do and execute all acts, matters and things which may be deemed necessary or convenient.

(Continued)

The designation of each class of shares, the authorized number of shares of each such class, and the par value (if any) of each share thereof are as follows:

The total number of shares which the Corporation shall have the authority to issue is twenty-five thousand (25,000) shares of voting common stock, having a par value of one dollar (\$1.00) per share.

The terms, limitations and relative rights and preferences of each class of shares and series thereof (if any), or an express grant of authority to the board of directors pursuant to Section 33-341, 1959 Supp. Conn. G.S., are as follows:

None.

The minimum amount of stated capital with which the corporation shall commence business is

One thousand (\$1,000) ***** dollars. (Not less than one thousand dollars)

(7) - Other provisions

See attached Exhibit A hereto.

Dated this 21st day of May, 1993

I/We hereby declare, under the penalties of false statement, that the statements made in the foregoing certificate are true.

This certificate of incorporation must be signed by each incorporator.

NAME OF INCORPORATOR (Print or Type) Southern New England Telecommunications Corporation	NAME OF INCORPORATOR (Print or Type) 2.	NAME OF INCORPORATOR (Print or Type) 3.
<i>Valita H. Luckett</i> Valita H. Luckett, Asst. Secy	SIGNED (Incorporator) 2.	SIGNED (Incorporator) 3.
NAME OF INCORPORATOR (Print or Type)	NAME OF INCORPORATOR (Print or Type) 5.	NAME OF INCORPORATOR (Print or Type) 6.
SIGNED (Incorporator)	SIGNED (Incorporator) 5.	SIGNED (Incorporator) 6.

FOR OFFICE USE ONLY

Reg. CC GS:

Jean Anastasio

SNET, 227 Church St., Room 1105

New Haven, CT 06510

(Please provide filer's name and complete address for mailing receipt)

FILED
STATE OF CONNECTICUT

MAY 21 1993

SECRETARY OF THE STATE

By

MS

Time

H A.M. P.M.

FFX 175
F.F. 50
CC 25
Exp. 50
300

CERTIFICATE OF INCORPORATION

ARTICLE 1

The name of the Corporation is SNET America, Inc.

ARTICLE 2

The nature of the business to be transacted, or the purposes to be promoted or carried out by the Corporation, are as follows:

- (a) To provide long distance services in the State of Connecticut and beyond;
- (b) To engage in any other lawful activity or act for which corporations may be organized under the Connecticut Stock Corporation Act, as amended, and;
- (c) In furtherance of the above, to purchase, grant, sell, lease or service all kinds of property, real, personal or mixed, and to do and execute all acts, matters and things which may be deemed necessary or convenient.

ARTICLE 3

The authorized number of shares of each such class, and the par value (if any) of each share thereof, are as follows:

There will be one class of common stock. The total number of shares which the Corporation shall have the authority to issue is 25,000 shares having a par value of \$1.00 per share.

ARTICLE 4

The terms, limitations and relative rights and preferences of each class of shares and series thereof (if any), or an express grant of authority to the Board of Directors pursuant to Section 33-341 of the Connecticut General Statutes, are as follows:

None.

ARTICLE 5

The minimum amount of stated capital with which the Corporation shall commence business is one thousand dollars.

ARTICLE 6

No person who is or was a Director of the Corporation shall be personally liable to the Corporation or its shareholders for monetary damages for breach of duty as a Director in an amount that exceeds the compensation received by the Director for serving the Corporation during the year of the violation, if such breach did not (a) involve a knowing and culpable violation of law by the Director, (b) enable the Director or an associate, as defined in subdivision (3) of Section 33-374d of the Connecticut General Statutes, on the effective date hereof and as may be amended from time to time, to receive an improper personal economic gain, (c) show a lack of good faith and a conscious disregard for the duty of the Director to the Corporation under circumstances in which the Director was aware that his/her conduct or omission created an unjustifiable risk of serious injury to the Corporation, (d) constitute a sustained and unexcused pattern of inattention that amounted to an abdication of the Director's duty to the Corporation, or (e) create liability under Section 33-321 of the Connecticut General Statutes, on the effective date hereof and as may be amended from time to time. This Article 6 shall not limit or preclude the liability of a person who is or was a Director for any act or omission occurring prior to the effective date of this Article 6. Any lawful repeal or modification of this Article 6 shall not adversely affect any limitation of liability, right or protection of a Director of the Corporation existing hereunder with respect to any breach of duty occurring prior to the effective date of such repeal or modification.