

# 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: 00115438  
American Tel Group, Inc.  
5850 Eubank, N.E.  
Ste. B16  
Albuquerque, NM 87111

BEFORE THE TENNESSEE PUBLIC SERVICE COMMISSION  
Nashville, Tennessee September 20, 1995

IN RE: CASE NUMBER: 95-03167

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 September 19, 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

**TENNESSEE PUBLIC SERVICE COMMISSION**460 JAMES ROBERTSON PARKWAY  
NASHVILLE, TENNESSEE 37243-0505

ORIGINAL

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

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 American Tel Group, Inc.  
Address 5850 Eubank, N.E., Suite B16, Albuquerque  
State NM Zip Code 87111 Phone No. (800) 828-2317

B. Owner, Partners, or Corporate Officer

NAME	ADDRESS	CITY	STATE	ZIP CODE
David Walker	5850 Eubank, N.E.	Albuquerque	NM	87111
John Youngblood	5850 Eubank, N.E.	Albuquerque	NM	87111

C. Name and telephone number of Tennessee contact person authorized to respond to Commission inquiries Monday through Friday. See, Exhibit 1.\_\_\_\_\_  
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. 800-828-2317

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.

N/A

G. List the state(s) you are authorized to operate in at this time. ATG is authorized to operate, on either an interstate or intrastate basis in forty-seven states across the United States. The states it is not authorized to operate in are 95-3167  
Alaska, Hawaii and South Dakota. (To be filled out by PSC)  
Company ID Number 115438  
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.  
See, Exhibit 2.
- 
- I. Areas in Tennessee to be served.  
The entire state.
- 
- J. What type of customers will the company serve?  
a. Business X  
b. Residential \_\_\_\_\_  
c. Aggregators \_\_\_\_\_  
(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 X 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 II'. See, Appendix II.
- N. What is the applicant's 10XXX or 800 access code? See, Exhibit 3.
- 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? MCI and Sprint.
- 
- Q. Will the applicant be utilizing the local telephone company's billing system or billing customers direct<sup>2</sup>? Applicant will bill its customers directly. See, Exhibit 8.
- 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.  
Telemarketing will be conducted by Applicant. See, Exhibit 4.
- 
- S. Describe the procedures the applicant will use to switch a consumer's preferred interexchange service. Applicant is a switchless reseller of long-distance services offered by facilities-based interexchange carriers. Applicant neither owns, leases nor operates any switching, transmission or other physical facilities in the state of Tennessee. The underlying facilities-based carrier will provide all switching services for Applicant's customers.

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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 See, Exhibits 5-6.**

- (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. See, Exhibit 7.**

**Part IV: Display Card      N/A**

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.

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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 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.

American Tel Group, Inc.

Company Name

Date

Company Official

Title

Subscribed and sworn  
before me this 23 day  
of Aug, 1998

Notary Public

*My commission expires 12/19/98.*

seal

STATE OF NEW MEXICO



OFFICE OF  
**THE STATE CORPORATION COMMISSION**

CERTIFICATE OF INCORPORATION

OF

AMERICAN TEL GROUP, INC.

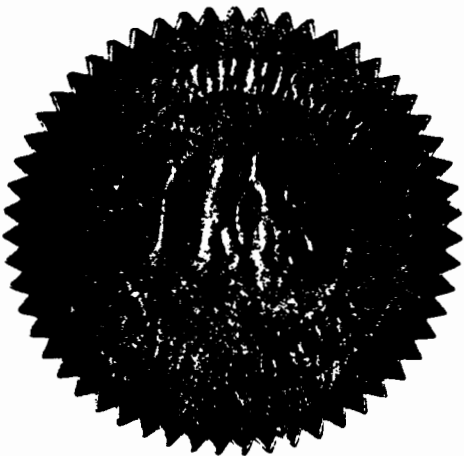
1455195

The State Corporation Commission certifies that duplicate originals of the Articles of Incorporation attached hereto, duly signed and verified pursuant to the provisions of the BUSINESS Corporation Act, have been received by it and are found to conform to law.

Accordingly, by virtue of the authority vested in it by law, the State Corporation Commission issues this Certificate of Incorporation and attaches hereto a duplicate original of the Articles of Incorporation.

Dated: OCTOBER 19, 1989

In Testimony Whereof, the State Corporation Commission of the State of New Mexico has caused this certificate to be signed by its Chairman and the Seal of said Commission to be affixed at the City of Santa Fe



*Jim P. Serna*

Chairman

*Donald R. Davis*

Director

1435195

FILED IN OFFICE OF  
STATE CORPORATION COMMISSION  
OF NEW MEXICO

OCT 19 1930.

CORPORATION DEPT.

**ARTICLES OF INCORPORATION  
OF  
AMERICAN TEL GROUP, INC.**

The undersigned, acting as incorporator of a corporation under the New Mexico Business Corporation Act, adopts the following Articles of Incorporation for such corporation.

FIRST: The name of the corporation is AMERICAN TEL GROUP, INC.

SECOND: The period of its duration is perpetual.

THIRD: The purpose or purposes for which the corporation is organized are:

1. To engage primarily in the business of telephone marketing.

2. To engage in any business authorized by the New Mexico Business Corporation Act not prohibited by law or by these Articles of Incorporation.

3. To do everything necessary, proper, advisable, or convenient for the accomplishment of the foregoing purposes and to do all things incidental or connected therewith that are not forbidden by the New Mexico Business Corporation Act, by other law or by these Articles of Incorporation.

FOURTH: The corporation shall have authority to issue up to Five Hundred Thousand (500,000) shares of common stock.

# Secretary of State

## Corporations Section

James K. Polk Building, Suite 1800  
Nashville, Tennessee 37243-0306

DATE: 10/15/92  
REQUEST NUMBER: 2569-0049  
TELEPHONE CONTACT: (615) 741-0537  
FILE DATE/TIME: 10/14/92 0952  
EFFECTIVE DATE/TIME: 10/14/92 0952  
CONTROL NUMBER: 0258265

TO:  
PRENTICE HALL CORP. SYSTEM  
% KELLY A HOWLEY  
1090 VERMONT #430 N  
WASHINGTON, DC 20005

RE:  
AMERICAN TEL GROUP, 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

FROM:  
PRENTICE-HALL LEGAL & FINANCIAL (DC)  
1025 VERMONT AVE NW

WASHINGTON, DC 20005-0000



BRYANT MILLSAPS  
SECRETARY OF STATE



STATE OF NEW MEXICO

92 OCT -5 AM 9:49

SECRETARY OF STATE



92 OCT 14 AM 9:52

SECRETARY OF STATE

OFFICE OF

**THE STATE CORPORATION COMMISSION**

CERTIFICATE OF GOOD STANDING AND COMPLIANCE

IT IS HEREBY CERTIFIED that:

AMERICAN TEL GROUP, INC.

1455195

a corporation organized under the laws of  
NEW MEXICO

is duly authorized to transact business in New Mexico, as  
a Domestic Profit corporation, under the

BUSINESS CORPORATION ACT

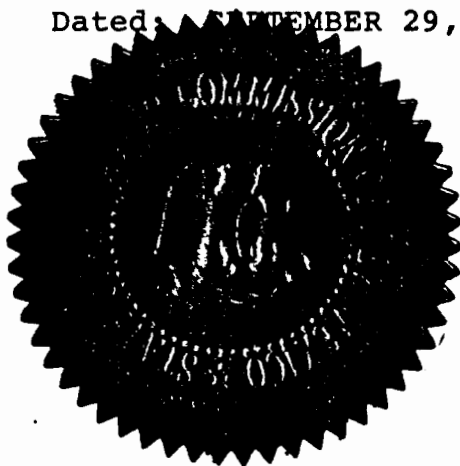
(53-11-1 to 53-18-12 NMSA 1978)

having filed its Articles of Incorporation OCTOBER 19, 1989  
and Certificate of Incorporation issued as of said date.

IT IS FURTHER CERTIFIED that the fees due the State Corporation Commission, which have been assessed against the aforesaid corporation, have been paid to date and aforesaid corporation is in corporate good standing and duly authorized to transact business as its corporate existence has not been revoked in New Mexico. This Certificate is not to be construed as an endorsement, recommendation or notice of approval of the corporation's financial condition or business activities and practices. This Certificate of Good Standing and Compliance expires MARCH 15, 1994

Dated: SEPTEMBER 29, 1992

In Testimony Whereof, the State Corporation Commission of the State of New Mexico has caused this certificate to be signed by its Chairman and the Seal of said Commission to be affixed at the City of Santa Fe



*Enrique P. Serna*

Chairman

*Alfonso R. Salas*

Director

APPLICATION FOR CERTIFICATE OF AUTHORITY FOR

FILED

92 OCT 5 AM 9:48

American Tel Group, Inc.

RECEIVED  
STAMPED

92 OCT 14 AM 9:52

TO THE SECRETARY OF STATE  
BRYAN S. SAPP  
SECRETARY OF STATE

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 American Tel Group, 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 New Mexico

3. The date of its incorporation is October 19, 1989 (must be month, day, and year), and the period of duration, if other than perpetual, is \_\_\_\_\_

4. The complete street address (including zip code) of its principal office is \_\_\_\_\_

5300 Sequoia, N.W., Albuquerque, NM 98120

Street	City	State/Country	Zip Code
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5. The complete street address (including the county and the zip code) of its registered office in this state is  
c/o The Prentice-Hall Corporation System, Inc., Maclellan Building, Third Floor,  
722 Chestnut Street, Chattanooga, Tennessee Hamilton 37402

Street	City/State	County	Zip Code
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The name of its registered agent at that office is

The Prentice-Hall Corporation System, Inc.

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

see attached rider

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

see attached rider

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