

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: 00115444
ATS Network Communications, Inc.
3965 Mendenhall Rd., South
Memphis, TN 38115

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

IN RE: CASE NUMBER: 95-03168

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.


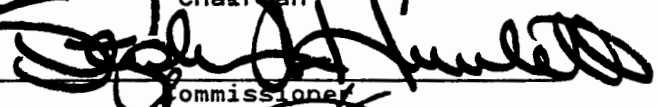

---ORDER---

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

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KEITH BISSELL, CHAIRMAN
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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 ATS Network Communications, Inc.
Address 3965 Mendenhall Rd., South Memphis
State TN Zip Code 38115 Phone No. (901) 542-2200
- B. Owner, Partners, or Corporate Officer

NAME	ADDRESS	CITY	STATE	ZIP CODE
Timothy Whitehorn	3915 Mendenhall Rd., S. #1	Memphis	TN	38115
David P. Haynes	same			
Richard Janis	same			

- C. Name and telephone number of Tennessee contact person authorized to respond to Commission inquiries Monday through Friday.
Timothy Whitehorn (901) 542-2200 (901) 542-2292
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) 968-1287
- E. Check the type of telecommunication services you plan to provide in Tennessee.
☒ Resell Interexchange long distance services
☐ Operator Services
☒ Other (describe below) prepaid calling cards
- 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 ^{N/A} state(s) you are authorized to operate in at this time. applications pending in numerous states

(To be filled out by PSC)
Company ID Number 115444
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 _____
(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. n/a
- 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 II¹. TAriff Attached
- N. What is the applicant's 10XXX or 800 access code? n/a
- O. Does the applicant now have or plan to have any telecommunication's facilities (e.g. switches, fiber lines) in Tennessee? yes
- P. What facility-based network will the applicant be reselling? Wiltel, Sprint and Allnet
- Q. Will the applicant be utilizing the local telephone company's billing system or billing customers direct²? local telephone company
- 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.
Direct sales. Agent sales.
- S. Describe the procedures the applicant will use to switch a consumer's preferred interexchange service. Letter of Agency/Authorization (LOA with authorized signature required).

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 ☒ 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 ☒ No ☐

Part II: Organization Structure

A. Type of Organization

☐ Individual ☒ 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.

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.

ATS Network Communications, Inc.

Company Name Date

Timothy White President

Company Official Title

Subscribed and sworn
before me this 24th day
of August, 1995

[Signature]

Notary Public

seal

**Secretary of State
Corporations Section****James K. Polk Building, Suite 1800
Nashville, Tennessee 37243-0306****GU 1066****DATE: 07/22/97
REQUEST NUMBER: 3363-2396
TELEPHONE CONTACT: (615) 741-0537
FILE DATE/TIME: 07/22/97 1420
EFFECTIVE DATE/TIME: 07/22/97 1420
CONTROL NUMBER: 0257619****TO:
TSIO
P.O. BOX 120598
NASHVILLE, TN 37212****RE:
ATS NETWORK COMMUNICATIONS, INC.
ARTICLES OF DISSOLUTION****THIS WILL ACKNOWLEDGE THE FILING OF THE ARTICLES OF DISSOLUTION
WITH AN EFFECTIVE DATE AS INDICATED ABOVE.****PLEASE BE ADVISED THAT YOUR CORPORATION WILL REMAIN IN AN ACTIVE
STATUS AND WILL BE REQUIRED TO FILE ANY AND ALL ANNUAL REPORTS THAT BECOME
DUE PRIOR TO THE FILING OF THE ARTICLES OF TERMINATION IN OUR OFFICE.****THE TENNESSEE DEPARTMENT OF REVENUE HAS BEEN NOTIFIED OF THE FILING OF
THIS DOCUMENT IN THAT TAX CLEARANCE MUST BE RECEIVED PRIOR TO TERMINATING
CORPORATE EXISTENCE. THAT DEPARTMENT WILL CONTACT YOUR CORPORATION
REGARDING REQUIREMENTS.****WHEN THE CORPORATION HAS DISTRIBUTED ALL OF ITS ASSETS IT MUST FILE
ARTICLES OF TERMINATION OF CORPORATE EXISTENCE WITH THE SECRETARY OF STATE.
THE ARTICLES OF TERMINATION MUST BE ACCOMPANIED BY A TAX CLEARANCE
CERTIFICATE FROM THE TENNESSEE DEPARTMENT OF REVENUE WITH THE APPROPRIATE
FILING FEE.****WHEN CORRESPONDING WITH THIS OFFICE OR SUBMITTING DOCUMENTS FOR
FILING, PLEASE REFER TO THE CORPORATION BY THE CORPORATE NAME AND CONTROL
NUMBER GIVEN.****PLEASE BE ADVISED THAT THIS DOCUMENT MUST ALSO BE FILED IN THE OFFICE
OF THE REGISTER OF DEEDS IN THE COUNTY WHEREIN A CORPORATION HAS ITS
PRINCIPAL OFFICE IF SUCH PRINCIPAL OFFICE IS IN TENNESSEE.****FOR: ARTICLES OF DISSOLUTION****ON DATE: 07/22/97****FROM:
TSIO (BOX 120598)
P.O. BOX 120598****NASHVILLE, TN 37212-0000****RECEIVED: FEES \$20.00 \$20.00
TOTAL PAYMENT RECEIVED: \$40.00****RECEIPT NUMBER: 00002160374
ACCOUNT NUMBER: 00000499***Riley C. Darnell***RILEY C. DARNELL
SECRETARY OF STATE**

GU 1066

ARTICLES OF DISSOLUTION - FOR PROFIT CORPORATION

RECEIVED
FILED
97 JUL 22 PM 2:20
SECRETARY OF STATE

Pursuant to the provisions of Section 48-24-103 of the Tennessee Business Corporation Act, the undersigned corporation submits the following Articles of Dissolution:

1. The name of the corporation is ATS NETWORK COMMUNICATIONS, INC.

2. The dissolution was authorized on March 31, 1997.

3. The resolution was duly adopted by the shareholders.

4. The written consent or a copy of the resolution authorizing the dissolution is attached.

5. 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.]

3/31/97

Signature Date

President

Signer's Capacity

ATS NETWORK COMMUNICATIONS, INC.

Name of Corporation

Signature

TIMOTHY A. WHITEHORN

Name (typed or printed)



GU 1066

**UNANIMOUS CONSENT OF SHAREHOLDERS
OF
ATS NETWORK COMMUNICATIONS, INC.**

RECEIVED
SECRETARY OF STATE
97 JUL 22 PM 2:20

WHEREAS, Tennessee Code Annotated Sec. 48-17-104 permits shareholder action without a meeting, and

WHEREAS, proper notice to non-voting shareholders that such action is to be taken has been given.

NOW, THEREFORE, we, the undersigned, being all of the shareholders of ATS Network Communications, Inc. who would be entitled to vote submit the following as their written consent authorizing the dissolution and liquidation of ATS Network Communications, Inc. as recommended by the Board of Directors.

1. The name of the corporation is ATS NETWORK COMMUNICATIONS, INC.
2. The names and addresses of all stockholders are:

Ronald H. VanderPol
c/o Castle Rock Communications
20 Monroe Avenue N.W., Suite 450
Grand Rapids, MI 49503

Timothy A. Whitehorn
258 Summerfield Lane
Cordova, TN 38018

David C. Perdue, Jr.
7563 East Cordova Club Drive
Cordova, TN 38018

Virginia P. Whitehorn
258 Summerfield Lane
Cordova, TN 38018

Alexis P. Brown
4947 Parkside Avenue
Memphis, TN 38117

3. The name and addresses of all members of the Board of Directors are:

David C. Perdue
3915 Mendenhall Road South
Memphis, TN 38115

12.3.97 12.3.97

GU 1066

Ronald H. VanderPol
c/o Castle Rock Communications
20 Monroe Avenue N.W., Suite 450
Grand Rapids, MI 49503

Timothy A. Whitehorn
258 Summerfield Lane
Cordova, TN 38018

RECEIVED
SECRETARY OF STATE
97 JUL 22 PM 2:20
ALEXIS P. BROWN
SECRETARY OF STATE

4. As evidenced by their signature lines below, the shareholders of ATS Network Communications, Inc. do hereby consent to the liquidation and dissolution of the corporation.

DATED, this 31st day of March, 1997.

DAVID C. PERDUE, Shareholder and Director

RONALD H. VANDERPOL, Shareholder
and Director

TIMOTHY A. WHITEHORN, Shareholder and
Director

DAVID C. PERDUE, JR., Shareholder

VIRGINIA P. WHITEHORN, Shareholder

ALEXIS P. BROWN, Shareholder

GU 1066

STATE OF TENNESSEE
COUNTY OF SHELBY

RECEIVED
CLERK OF STATE

97 JUL 22 PM 2:20

Before me, the undersigned Notary Public in and for said state and county, personally appeared DAVID C. PERDUE, to me known to be the person described in and who executed the foregoing instrument, and acknowledged that he executed the same as his free act and deed.

WITNESS my hand and Notarial Seal at office, this 18th day of April, 1997.

Sharon P. Gardner
NOTARY PUBLIC

My Commission Expires:

June 9, 1997

STATE OF MICHIGAN
COUNTY OF KENT

Before me, the undersigned Notary Public in and for said state and county, personally appeared, RONALD H. VANDERPOL, to me known to be the person described in and who executed the foregoing instrument, and acknowledged that he executed the same as his free act and deed.

WITNESS my hand and Notarial Seal at office, this 15th day of May, 1997.

Lisa M. Sefton
NOTARY PUBLIC

LISA M. SEFTON

Notary Public, Kent County, MI

My Commission Expires Aug. 25, 1998

My Commission Expires:

8/25/98

GU 1066

STATE OF TENNESSEE
COUNTY OF SHELBY

Before me, the undersigned Notary Public in and for said state and county, personally appeared TIMOTHY A. WHITEHORN, to me known to be the person described on and who executed the foregoing instrument, and acknowledged that he executed the same as his free act and deed.

WITNESS my hand and Notarial Seal at office, this 23rd day of April, 1997.

Sharon P. Gardner
NOTARY PUBLIC

My Commission Expires:

June 9, 1997

STATE OF TENNESSEE
COUNTY OF SHELBY

Before me, the undersigned Notary Public in and for said state and county, personally appeared DAVID C. PERDUE, JR., to me known to be the person described in and who executed the foregoing instrument, and acknowledged that he executed the same as his free act and deed.

WITNESS my hand and Notarial Seal at office, this 18th day of April, 1997.

Sharon P. Gardner
NOTARY PUBLIC

My Commission Expires:

June 9, 1997

Secretary of State**Corporations Section**

James K. Polk Building, Suite 1800

Nashville, Tennessee 37243-0306

GU 10673

DATE: 07/22/97
REQUEST NUMBER: 3363-2402
TELEPHONE CONTACT: (615) 741-0537
FILE DATE/TIME: 07/22/97 1421
EFFECTIVE DATE/TIME: 07/22/97 1421
CONTROL NUMBER: 0257619

TO:
TSIO
P.O. BOX 120598
NASHVILLE, TN 37212

RE:
ATS NETWORK COMMUNICATIONS, INC.
ARTICLES OF TERMINATION OF CORPORATE EXISTENCE

THIS WILL ACKNOWLEDGE THE FILING OF THE ATTACHED DOCUMENT WITH AN EFFECTIVE DATE AS INDICATED ABOVE.

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

PLEASE BE ADVISED THAT THIS DOCUMENT MUST ALSO BE FILED IN THE OFFICE OF THE REGISTER OF DEEDS IN THE COUNTY WHEREIN A CORPORATION HAS ITS PRINCIPAL OFFICE IF SUCH PRINCIPAL OFFICE IS IN TENNESSEE.

FOR: ARTICLES OF TERMINATION OF CORPORATE EXISTENCE ON DATE: 07/22/97

FROM:
TSIO (BOX 120598)
P. O. BOX 120598

NASHVILLE, TN 37212-0000

RECEIVED: FEES \$20.00 \$20.00
TOTAL PAYMENT RECEIVED: \$40.00

RECEIPT NUMBER: 00002160374
ACCOUNT NUMBER: 00000499



RILEY C. DARNELL
SECRETARY OF STATE

GU 1067

ARTICLES OF TERMINATION OF CORPORATE EXISTENCE

FILED

97 JUL 22 PM 2:21

Pursuant to the provisions of Section 48-24-108 of the Tennessee Business Corporation Act or Section 48-64-109 of the Tennessee Nonprofit Corporation Act, the undersigned corporation submits the following Articles of Termination of Corporate Existence:

ATS NETWORK COMMUNICATIONS, INC.

1. The name of the corporation is _____

2. As a for-profit corporation, all assets of the corporation have been distributed to its creditors and shareholders.

~~As a nonprofit corporation, all assets of the corporation have been distributed to its creditors and other parties authorized by the Tennessee Nonprofit Corporation Act.~~

[NOTE: Please strike the sentence which does not apply to this corporation.]

3. The dissolution of the corporation has not been revoked.

4. 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 document must be accompanied by a certificate from the Tennessee Commissioner of Revenue stating that the corporation has properly filed all reports and paid all taxes and penalties required by revenue laws of this state.]

Signature Date

President

Signer's Capacity

ATS NETWORK COMMUNICATIONS, INC.

Name of Corporation

Signature

Timothy A. Whitehorn

Name (typed or printed)



TENNESSEE DEPARTMENT OF REVENUE

500 DEADERICK STREET
ANDREW JACKSON STATE OFFICE BUILDING
NASHVILLE, TN 37242

GU 1067

CERTIFICATE OF TAX CLEARANCE

July 22, 1997

RECEIVED
SECRETARY OF STATE
ATS NETWORK COMMUNICATIONS, INC.
3915 S MENDENHALL RD
MEMPHIS, TN 38115
SECRETARY OF STATE

RECEIVED
SECRETARY OF STATE
Notice No.: 1021110970722
Account No.: 301110045
Sec. of State Control No.: 0257619
Effective Date: December 11, 1996
SECRETARY OF STATE

Tax Clearance has been granted for:

TERMINATION

This is to certify that all applicable reports have been
filed and that fees, penalties and taxes have been paid
as required by revenue laws of this state.

Ruth E. Johnson
COMMISSIONER OF REVENUE

RV-N0004801

GU 1067	
No.	
D/C	DR # 8
Pgs.	Itm.
Val	
STATE TAX	
REGISTER'S FEE	
RECORDING FEE 500	
WT <input type="checkbox"/> (ALSO FEE)	
TOTAL	
STATE OF TENNESSEE	
COUNTY	
GUY S. MILES	
REGISTER	

GU1067

SMS
REGISTERED
97 AUG -1 AM 9:12