

# HELEIN & ASSOCIATES, P. C.

ATTORNEYS AT LAW

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WRITER'S DIRECT DIAL NUMBER:

(703) 714-1306

October 3, 1995

RECEIVED  
CONSUMER SERVICES DIV.

OCT 04 1995

**VIA FEDERAL EXPRESS**

Tennessee Public Service Commission

460 James Robertson Parkway

P.O. Box 3412

Nashville, TN 37243-0506

TN PUBLIC SERVICE COMM

**Re: America's Tele-Network Corp.  
Application for Certificate to Resell Interexchange  
Telecommunications Services In Tennessee**

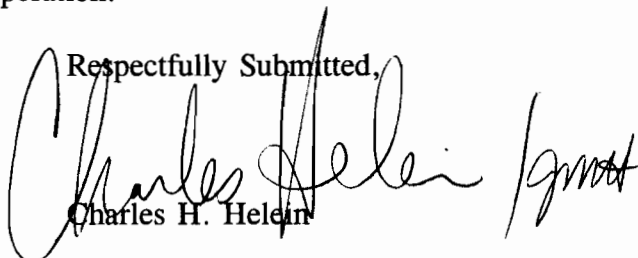
Ladies & Gentlemen:

On behalf of America's Tele-Network Corp. ("ATN"), we transmit herewith a completed application for a certificate to provide resale services in the State of Tennessee. Also enclosed herewith is a check in the amount of \$50.00 made payable to the Tennessee Public Service Commission, to cover the filing fee associated with this application.

Please date stamp and return the extra copy of this application in the self-addressed, postage pre-paid envelope provided.

Should there be any questions with respect to this application, please contact the undersigned. Thank you for your cooperation.

Respectfully Submitted,

  
Charles H. Helein

Enclosures

# 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



## 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 America's Tele-Network Corp.  
Address 720 Hembree Place, Alpharetta  
State GA Zip Code 30076 Phone No. (770) 751-1820

B. Owner, Partners, or Corporate Officer

NAME	ADDRESS	CITY	STATE	ZIP CODE
SEE EXHIBIT 1				

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

Charles H. Helein (703) 714-1300 (703) 714-1330  
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. 1-800-842-1435

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. SEE EXHIBIT 3

(To be filled out by PSC)  
Company ID Number 95-3701  
Date Approved 11/7/12  
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.

ALL AREAS

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 \_\_\_\_\_ No N/A

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>. 1+ Equal Access service at .29¢ a minute flat rate, or at .27¢ peak and .21¢ off

N. What is the applicant's 10XXX or 800 access code? See Exhibit 4 peak for eligible customers.

O. Does the applicant now have or plan to have any telecommunication's facilities (e.g. switches, fiber lines) in Tennessee? NONE

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

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

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.

SEE EXHIBIT 5

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

SEE EXHIBIT 5

<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 ☒ 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. SEE EXHIBIT 6

(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 8

## 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

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. N/A

<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.

SEE ATTACHMENT

\_\_\_\_\_  
Company Name Date

\_\_\_\_\_  
Company Official Title

Subscribed and sworn  
before me this \_\_\_\_ day  
of \_\_\_\_\_, 19\_\_

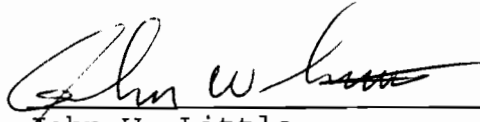
\_\_\_\_\_  
Notary Public

seal

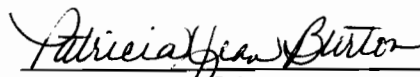
STATE OF GEORGIA

COUNTY OF FULTON

John W. Little, being duly sworn, deposes and says: That he is the President of America's Tele-Network Corp.; that he has read the foregoing petition and knows the contents thereof, and that the same is true of his own knowledge except as to the matters therein stated upon information and belief; and as to those matters he believes them to be true; that he consents to the verified affidavit being used as evidence in this proceeding.

  
\_\_\_\_\_  
John W. Little

Subscribed and sworn to before me this the 7 day of  
September, 1995.

  
\_\_\_\_\_  
Notary Public

My commission expires:

\_\_\_\_\_  
Notary Public, Fulton County, Georgia  
My Commission Expires August 22, 1999

Response to  
Part 1

EXHIBIT 2

Applicant America's Tele-Network Corp. ("ATN") operates on a switchless resale basis. Accordingly, ATN does not own or operate any facilities or equipment in the state. ATN therefore does not need to maintain, and will not maintain, any office in the state of Tennessee. ATN's Tennessee operations are conducted from its headquarters offices in Alpharetta, Georgia. Customers and/or the PSC may contact the Company at all times by dialing, toll-free, 1-800-842-1435. ATN's President, John W. Little, and Vice-President, Robert F. Schneberger, are in charge of its Tennessee operations.

EXHIBIT 3

ATN is authorized to operate in the following states.

New Jersey

Texas

Michigan

Ohio

Colorado

District of Columbia

Oklahoma

Utah

Virginia



EXHIBIT 4

ATN utilizes the 10XXX codes of its underlying carriers, as follows:

  X   - LDDS Worldcom

EXHIBIT 5

Applicant America's Tele-Network Corp. ("ATN") markets its services by telemarketing followed by independent third party verification plus a follow-up welcome kit which includes a request for a signed Letter of Authorization ("LOA") from each customer. Applicant does not use independent sales agents. ATN complies with all state and federal rules and regulations concerning the marketing of telecommunications.

In response to Question S, the following are the procedures that ATN uses to switch a customer's preferred interexchange service:

ATN does not switch any customer to ATN's interexchange service without independent third party verification of a telemarketed sale and further confirms such sale by attempting to obtain a signed LOA from that customer for its records maintained at ATN's headquarters in Alpharetta, Georgia. The Verifications and/or LOA that ATN use contain all required information under FCC and applicable state regulations.

ATN's procedures provide full protection against unauthorized switching of a user's interexchange carrier. ATN does not submit a PIC change order to a local exchange carrier unless it has received proper verification. ATN's policy also is to follow-up each verification with a written confirmation letter to the customer, accompanied by a "welcome package" that describes ATN's

services and requests return of a signed LOA. This package also provides the customer with a toll-free telephone number which can be used to reach ATN with any questions that the customer may have about ATN's service, or to simply decline the switch to ATN from the customer's current interexchange carrier. In this way, not only are all customers fully informed about ATN and its services, but consumers also are provided with an opportunity to change their mind and remain with their current long distance carrier.

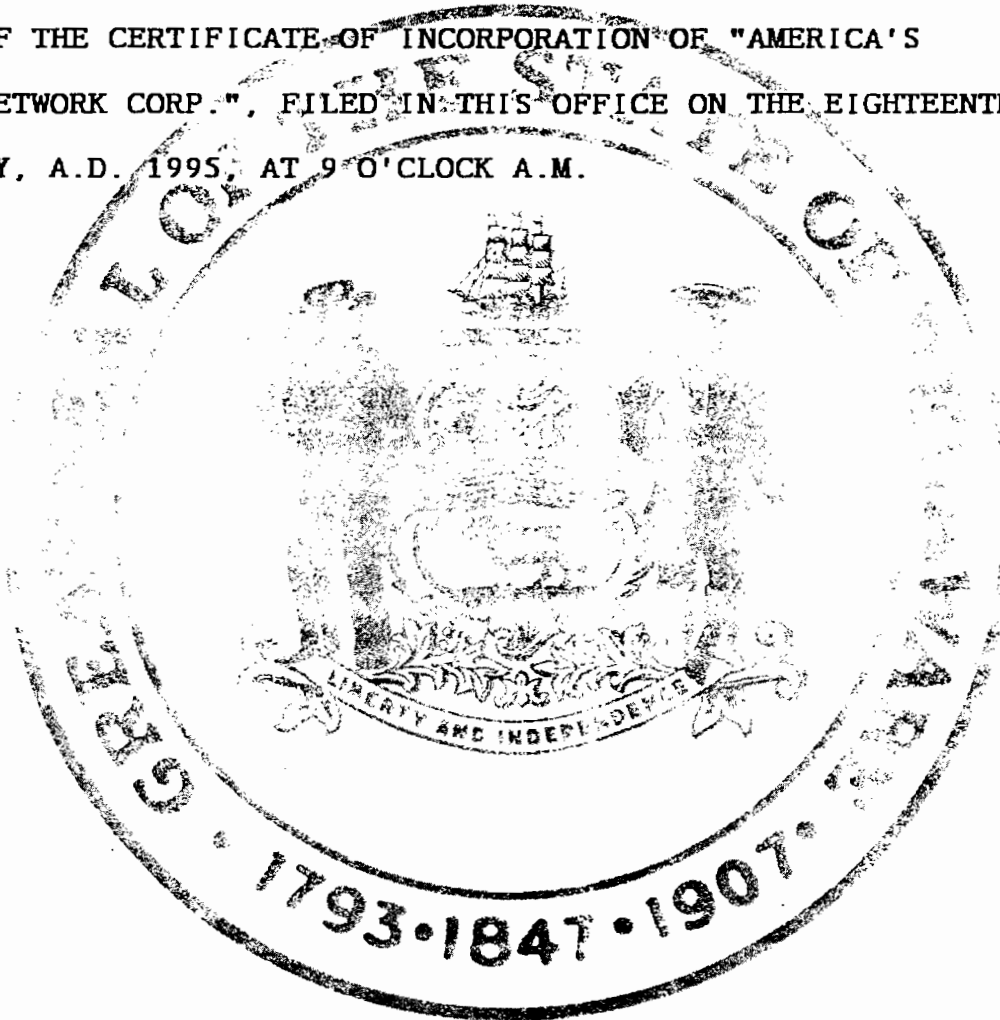
EXHIBIT 6

ARTICLES OF INCORPORATION

*State of Delaware*  
*Office of the Secretary of State* PAGE 1

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I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF INCORPORATION OF "AMERICA'S TELE-NETWORK CORP.", FILED IN THIS OFFICE ON THE EIGHTEENTH DAY OF JULY, A.D. 1995, AT 9 O'CLOCK A.M.



*Edward J. Freel*  
Edward J. Freel, Secretary of State

AUTHENTICATION:

DATE: 7601795

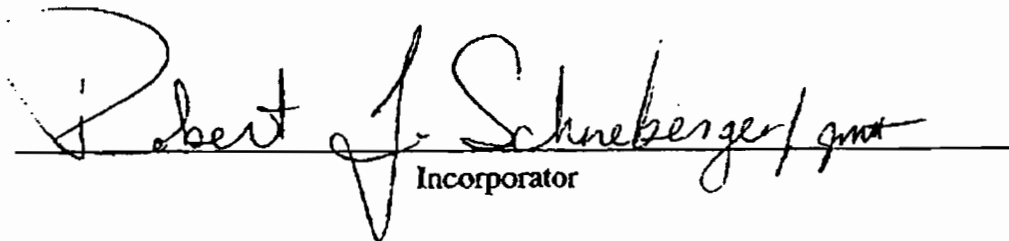
2525553 8100

950176722

08-09-95

STATE of DELAWARE  
CERTIFICATE of INCORPORATION  
A STOCK CORPORATION

- **FIRST:** The name of this Corporation is \_\_\_\_\_  
America's Tele-Network Corp.
- **SECOND:** Its Registered Office in the State of Delaware is to be located at \_\_\_\_\_  
1013 Centre Road \_\_\_\_\_ Street, in the City of \_\_\_\_\_ Wilmington  
County of \_\_\_\_\_ New Castle \_\_\_\_\_ Zip Code 19805 \_\_\_\_\_ The Registered Agent in  
charge thereof is \_\_\_\_\_ Corporation Service Company
- **THIRD:** The purpose of the corporation is to engage in any lawful act or activity for which corpo-  
rations may be organized under the General Corporation Law of Delaware.
- **FOURTH:** The amount of the total authorized capital stock of this corporation is  
One-Thousand \_\_\_\_\_ Dollars (\$ 1000.00 ) divided  
into 100,000 shares of zero & no/100 Dollars (\$ 0.01 ) each.
- **FIFTH:** The name and mailing address of the incorporator are as follows:  
Name R.F. Schneberger  
Mailing Address 4909 Woodstone, #802  
San Antonio, TX Zip Code 78230
- **I, THE UNDERSIGNED,** for the purpose of forming a corporation under the laws of the State of  
Delaware, do make, file and record this Certificate, and do certify that the facts herein stated are  
true, and I have accordingly hereunto set my hand this 17th  
day of July \_\_\_\_\_, A.D. 19 95.

  
Incorporator

STATE OF DELAWARE  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
FILED 09:00 AM 07/18/1995  
950160517 - 2525553

**Secretary of State**

**Corporations Section**

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

**Nashville, Tennessee 37243-0306**

DATE: 10/20/95

REQUEST NUMBER: 3068-0029

TELEPHONE CONTACT: (615) 741-0537

FILE DATE/TIME: 10/20/95 0959

EFFECTIVE DATE/TIME: 10/20/95 0959

CONTROL NUMBER: 0301904

TO:  
HELEIN AND ASSOCIATES  
% JANE HELEIN S700  
8180 GREENSBORO DR.  
MCLEAN, VA 22102

RE:  
AMERICA'S TELE-NETWORK CORP.  
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.

FOR: APPLICATION FOR CERTIFICATE OF  
AUTHORITY - FOR PROFIT

ON DATE: 10/20/95

FROM:  
AMERICA'S TELE-NETWORK CORP.  
720 HEMBREE PLACE

ALPHARETTA, GA 30076-0000

RECEIVED: FEES \$300.00 \$300.00

TOTAL PAYMENT RECEIVED: \$600.00

RECEIPT NUMBER: 0000186132  
ACCOUNT NUMBER: 00225085



*Riley C. Darnell*

RILEY C. DARNELL  
SECRETARY OF STATE

FILED

AMERICA'S TELE-NETWORK CORP.

APPLICATION FOR CERTIFICATE OF AUTHORITY FOR

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 America's Tele-Network Corp.

If different, the name under which the certificate of authority is to be obtained is \_\_\_\_\_  
Same As Above.

[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 Delaware

3. The date of its incorporation is July 18, 1995, and the period of duration, if other than perpetual, is Perpetual.

4. The complete street address (including zip code) of its principal office is 720 Hembree Place,  
Alpharetta, Georgia 30076

5. The complete street address (including zip code) of its registered office in this state and the name of its registered agent at that office is Corporation Service Company,  
306 Gay Street, Suite 200, Nashville, TN 37201

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

--SEE ATTACHMENT--

7. The names and complete business addresses (including zip code) of its \_\_\_\_\_  
separate sheet if necessary



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STATE  
1995 OCT 20 AM 9:59

RILEY GARNELL  
SECRETARY OF STATE

ATTACHMENT

Mr. John W. Little, President  
720 Hembree Place  
Alpharetta, GA 30076

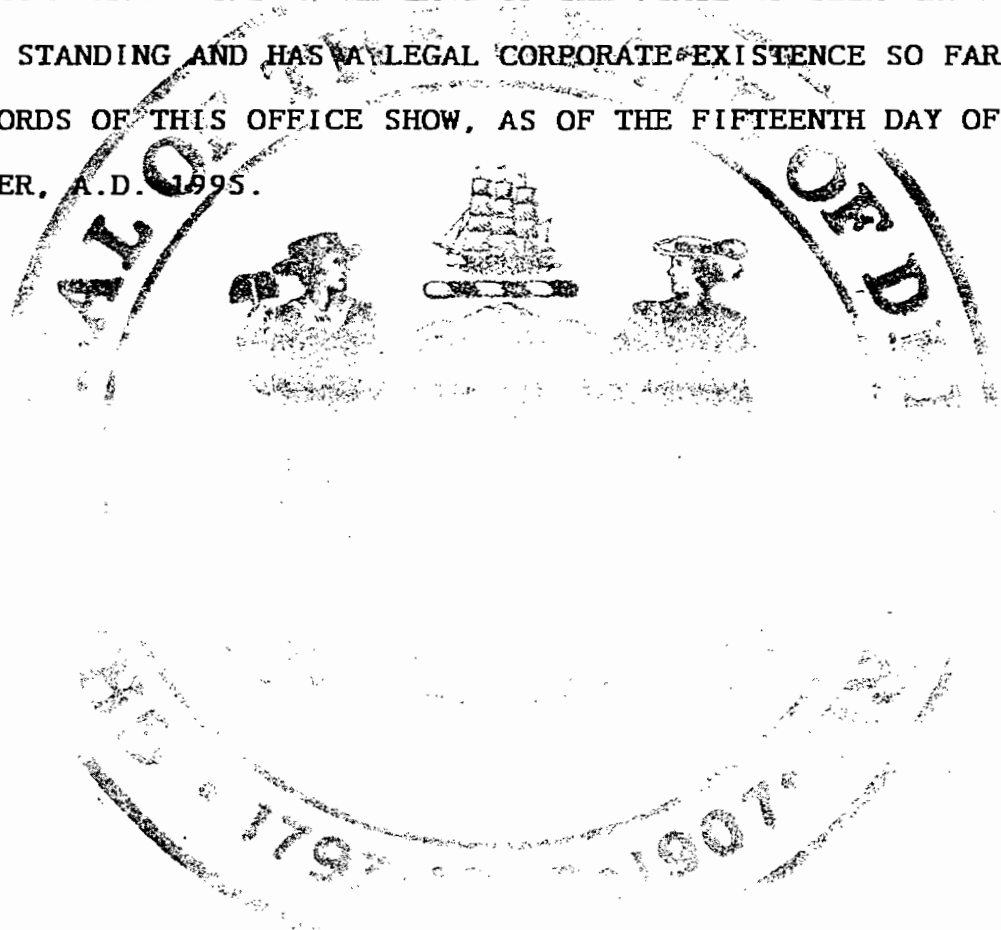
Mr. Robert F. Schneberger, Vice-President  
720 Hembree Place  
Alpharetta, GA 30076

Mr. John W. Little, Secretary & Treasurer  
720 Hembree Place  
Alpharetta, GA 30076

Mr. John W. Little, Director  
720 Hembree Place  
Alpharetta, GA 30076

RECEIVED  
1995 OCT 20 AM 10:00  
RILEY DARRILL  
SECRETARY OF STATE

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "AMERICA'S TELE-NETWORK CORP." 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 FIFTEENTH DAY OF SEPTEMBER, A.D. 1995.



*Edward J. Freel*

Edward J. Freel, Secretary of State

AUTHENTICATION:

2525553 8300

DATE: 7642090

950208387

09-15-95