

TENNESSEE PUBLIC SERVICE COMMISSION

460 JAMES ROBERTSON PARKWAY
NASHVILLE, TENNESSEE 37243-0505

STEVE HEWLETT, CHAIRMAN
SARA KYLE, COMMISSIONER
MELVIN J. MALONE, COMMISSIONER



Company ID: 00121415
Value Added Communications, Inc.
800 N. Jupiter
Ste. 200
Plano, TX 75074

BEFORE THE TENNESSEE PUBLIC SERVICE COMMISSION
Nashville, Tennessee June 26, 1996

IN RE: CASE NUMBER: 96-00795

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---

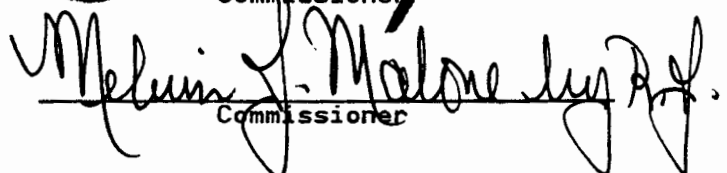
This matter is before the Tennessee Public Service Commission upon the application of the above-mentioned company for certification as a reseller or telecommunication operator service provider in Tennessee. The Commission considered this application at its regularly scheduled Commission Conference held on June 25, 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 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.


Chairman


Commissioner


Commissioner

Executive Director

VAC

VALUE-ADDED

COMMUNICATIONS

800 North Jupiter, Suite 200

Plano, Texas 75074

REC'D TN. PUBLIC
SERVICE COMM.
APR 19 PM 2 35
OFFICE OF THE
EXECUTIVE DIRECTOR
Telephone: 214-422-1848

April 18, 1996

VIA OVERNIGHT DELIVERY

Mr. Scott Trout
Tennessee Public Service Commission
460 James Robertson Parkway
Nashville, Tennessee 37243-0505

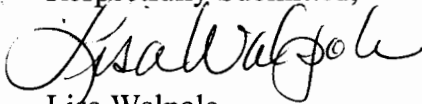
Dear Mr. Trout:

Enclosed for filing is an original and one (1) copy of Value-Added Communications, Inc.'s Application for Certificate to Provide Operator Services and/or Resell Interexchange Telecommunication Services in Tennessee.

Please acknowledge receipt of this filing by returning a date stamped copy of this cover letter in the enclosed self-addressed, stamped envelope. *ACKN - 4/19/96*

Should you have any questions or need additional information, please call me at 214/422-1848.

Respectfully Submitted,



Lisa Walpole
Legal Assistant

Enclosure

TENNESSEE PUBLIC SERVICE COMMISSION
APPLICATION FOR CERTIFICATE
TO PROVIDE OPERATOR SERVICES AND/OR
RESELL INTEREXCHANGE
TELECOMMUNICATION SERVICES IN TENNESSEE
[RULE 1220-4-2-.57]

OFFICE OF THE
EXECUTIVE DIRECTOR

56 APR 19 PM 2 35

REC'D TEL. PUBLIC
SERVICE COMM.

SECTION A

Part 1 General Information

- A. Name of Applicant, Address, and Phone Number.

Value Added Communications, Inc.
800 N. Jupiter, Suite 200
Plano, Texas 75074
214/422-1848

- B. Owner, Partners or Corporate Officer.

Brendan Philbin, Chief Executive Officer
800 N. Jupiter, Suite 200
Plano, Texas 75074

Michael Wallace, Chief Financial Officer
800 N. Jupiter, Suite 200
Plano, Texas 75074

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

Not Applicable

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

800/777-2522

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

____ Resell Interexchange long distance services
 X Operator Services
____ Other

96-795
121415

- 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.

Not Applicable - VAC does not serve reseller carriers in Tennessee.

- G. List the states(s) you are authorized to operate in at this time.

See Attachment A

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

None

- I. What type of customers will the company serve?

- a. Business _____
- b. Residential _____
- 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 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 Attached Rate Sheets (Attachment B)

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

Not Applicable

- 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.

VAC processes 0+ calls over 1+ lines. Sprint is the primary 1+ carrier utilized by VAC.

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

VAC will utilize the local telephone company's billing system.

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.

VAC services are marketed by independent distributors.

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

VAC only provides services to hotels in Tennessee. The method in which the calls are processed do not require a PIC change at the LEC level. Therefore, VAC does not switch the interexchange service at each hotel.

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
_____ Partnership

 X Corporation
_____ 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.

See Attachment C

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 Attachment D

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

See Attachment E

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.

Value-Added Communications, Inc. 4/18/96
Company Name Date

Brandon Miller CEO
Company Official Title

Subscribed and sworn
before me this 18th day
of April, 1996

Melissa Walpole
Notary Public



Secretary of State

Corporations Section

James K. Polk Building, Suite 1800

Nashville, Tennessee 37243-0306

ISSUANCE DATE: 04/17/1996
REQUEST NUMBER: 3160-1609
TELEPHONE CONTACT: (615) 741-6488

CHARTER/QUALIFICATION DATE: 04/19/1991
STATUS: ACTIVE
CORPORATE EXPIRATION DATE: PERPETUAL
CONTROL NUMBER: 0239686
JURISDICTION: DELAWARE

TO:
VALUE-ADDED COMMUNICATIONS, INC.
LISA WALPOLE
800 N. JUPITER #200
PLANO, TX 75074

REQUESTED BY:
VALUE-ADDED COMMUNICATIONS, INC.
LISA WALPOLE
800 N. JUPITER #200
PLANO, TX 75074

CERTIFICATE OF AUTHORIZATION

I, RILEY C DARNELL, SECRETARY OF STATE OF THE STATE OF TENNESSEE DO HEREBY CERTIFY THAT

"VALUE-ADDED COMMUNICATIONS, INC.",

A CORPORATION FORMED IN THE JURISDICTION SET FORTH ABOVE, IS AUTHORIZED TO
TRANSACTION BUSINESS IN THIS STATE;
THAT ALL FEES, TAXES, AND PENALTIES OWED TO THIS STATE WHICH AFFECT THE
AUTHORIZATION OF THE CORPORATION HAVE BEEN PAID;
THAT THE MOST RECENT CORPORATION ANNUAL REPORT REQUIRED HAS BEEN FILED
WITH THIS OFFICE, AND
THAT AN APPLICATION FOR CERTIFICATE OF WITHDRAWAL HAS NOT BEEN FILED.

FOR: REQUEST FOR CERTIFICATE

ON DATE: 04/17/96

FROM:
VALUE-ADDED COMMUNICATIONS, INC.
800 NO JUPITER RD
SUITE 200
PLANO, TX 75074-0000

	FEES	
RECEIVED:	\$10.00	\$10.00
TOTAL PAYMENT RECEIVED:		\$20.00

RECEIPT NUMBER: 00001953726
ACCOUNT NUMBER: 00156298



Riley C Darnell

RILEY C. DARNELL
SECRETARY OF STATE