#### TENNESSEE PUBLIC SERVICE COMMISSION

460 JAMES ROBERTSON PARKWAY NASHVILLE, TENNESSEE 37243-0505

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



Company ID: 00121426 WorldLink Communications, Inc. 4360 Chamblee Dunwoody Rd. Ste. 430 Atlanta, GA 30341

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

IN RE: CASE NUMBER: 96-00797

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 telecommuications reseller and/or an operator service provider for state-wide service in Tennessee as specified in it 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 telecommuications 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.

Commissioner

ommissionek

Executive Director

#### **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]

		S	ECTION A		the same of the sa
Part 1	: General Inform	mation			
A.	Name of Applicant WorldLink Communications, Inc.  Address 4360 Chamblee Dunwoody Rd., Suite 430, Atlanta  State GA Zip Code 30341 Phone No. 800) 546-1778				
В.		rs, or Corporate Office		<u> </u>	<u></u>
	NAME	ADDRESS	CITY	STATE	ZIP CODE
	ng Cho, Pr.	4360 Chamblee Y same	Atlanta	GA	30341
Fred	Nort	same			
C.		iquiries Monday throu 80	nnessee contact perso gh Friday. 0) 546- 1778 nnessee Phone No.		crized to respond to 404 455 4007 Fax No.
D.			nt consumers can call nts. <u>1-800-546-17</u>		rt service problems
E.	Check the type of telecommunication services you plan to provide in Tennessee.  X 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. FL, GA, TX				
				Date A	filled out by PSC) 94-79 Iny ID Number 121426 pproved tor

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. BusinessX  b. ResidentialX_  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 $\rm II^3$ .
N.	What is the applicant's 10XXX or 800 access code?N/A
Ο.	Does the applicant now have or plan to have any telecommunication's facilities (e.g. switches, fiber lines) in Tennessee? No
Ρ.	What facility-based network will the applicant be reselling?N/A
Q.	Will the applicant be utilizing the local telephone company's billing system or billing customers direct <sup>2</sup> ? NO
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.  Pre-paid long distance telephone cards will be sold through distributorships.
S.	Describe the procedures the applicant will use to switch a consumer's preferred interexchange service.  N/A

<sup>&</sup>lt;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.

Τ.	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
<u>Pa</u>	rt II: Organization Structure
A.	Type of Organization
	IndividualX_Corporation .
	PartnershipOther (Explain on separate sheet)
B.	<ul> <li>If partnership and/or Non-resident</li> <li>(1) Attach a copy of Articles of Incorporation and current by-laws.</li> <li>(2) Attach a copy of Certification of Authority issued by Tennessee Secretary of State showing corporation's authority to engage in business in Tennessee.</li> </ul>
Pa	rt 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

#### Part IV: Display Card

company's 10K and/or stockholder reports.

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.

<sup>&</sup>lt;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.

WorldLink

Communications. Inc.

Company Name

Date

Company Official

Title

Fred Nort

Subscribed and sworn before me this <u>25</u> day

of Jan, 1995

Notary Public

Notary Public, Dekalb County, Georgia My Commission Expires January 26, 1999 seal

## Secretary of State Business Information and Services Suite 3.5, West Tower

2 Martin Tuther King Ir. Ar. Atlanta, Georgia 30334-1530 DOCKET NUMBER : 952350047
CONTROL NUMBER : 9211571
DATE INC/AUTH/FILED: 06/10/1992
JURISDICTION : GEORGIA
PRINT DATE : 08/23/1995

FORM NUMBER : 215

PRENTICE HALL CORPORATE SERVICES ELLEN MELNICK 66 LUCKIE STREET ATLANTA GA 30303

#### CERTIFIED COPY

I, MAX CLELAND, Secretary of State of the State of Georgia, do hereby certify under the seal of my office that the attached documents are true and correct copies of documents filed under the name of

# WORLD LINK COMMUNICATIONS, INC. A DOMESTIC PROFIT CORPORATION

Said entity was formed in the jurisdiction set forth above and has filed in the office of the Secretary of State on the date set forth above the original document of which copies are attached.

This certificate is issued pursuant to the Official Code of Georgia Annotated and is prima-facie evidence of the existence or nonexistence of the facts stated herein.

MAX CLELAND SECRETARY OF STATE



Secretary of State Business Services and Regulation Suite 315, West Tower 2 Martin Tuther King Ir. Ar. Atlanta, Georgia 30334-1530

CONTROL NUMBER: 9211571
EFFECTIVE DATE: 06/10/1992
COUNTY: GWINNETT
REFERENCE: 0072

PRINT DATE : 06/12/1992

FORM NUMBER : 311

E. THOMAS BRANCH, JR.
999 PEACHTREE STREET, SUITE 2080
ATLANTA GA 30309

#### CERTIFICATE OF INCORPORATION

I, MAX CLELAND, Secretary of State and the Corporation Commissioner of the State of Georgia, do hereby certify under the seal of my office that

#### WORLD LINK COMMUNICATIONS, INC.

has been duly incorporated under the laws of the State of Georgia on the effective date stated above by the filing of articles of incorporation in the office of the Secretary of State and by the paying of fees as provided by Title 14 of the Official Code of Georgia Annotated.

WITNESS my hand and official seal in the City of Atlanta and the State of Georgia on the date set forth above.

Max Clelan

MAX CLELAND

SECRETARY OF STATE

VERLEY J. SPIVEY

DEPUTY SECRETARY OF STATE

SECURITIES 656+2894

CEMETERIES

CORPORATIONS 656-2817 CORPORATIONS HOT LINE 404-656-2222

# ARTICLES OF INCORPORATION OF WORLD LINK COMMUNICATIONS, INC.

I.

The name of the corporation is:

World Link Communications, Inc.

II.

The corporation shall have authority to issue not more than 100,000 shares of common voting stock.

III.

The initial registered office of the corporation shall be 5445 Spalding Drive, Norcross, Georgia 30092, Gwinnett County. The registered agent for the corporation shall be J. Fred Nort, Jr.

IV.

The name and address of the incorporator is:

J. Fred Nort, Jr. 5445 Spalding Drive Norcross, Georgia 30092

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The initial Board of Directors shall consist of three members whose names and addresses are:

Myeng Cho 669 West Paces Ferry Road Atlanta, Georgia 30027

J. Fred Nort, Jr. 5445 Spalding Drive Norcross, Georgia 30092

Larry Lu 5445 Spalding Drive Norcross, Georgia 30092 The mailing address of the initial principal office of the corporation is:

#### 5445 Spalding Drive Norcross, Georgia 30092

VII.

The directors of the corporation shall not be personally liable to the corporation or its shareholders for monetary damages for breach of duty of care or other duty as a director, however, this protection shall not eliminate or limit the liability of a director:

- (a) for any appropriation, in violation of his duties, of any pusiness opportunity of the corporation;
- (b) for acts or omissions not in good faith or which involve intentional misconduct or a knowing violation of the law;
- (c) for the types of liability set forth in O.C.G.A. Section 14-2-831; or
- (d) for any transaction from which the director derived an improper personal benefit.

IN WITNESS WHEREOF, the undersigned executes these Articles of Incorporation.

E. Thomas Branch, Jr. \
Attorney for Incorporator

999 Peachtree Street Suite 2080 Atlanta, Georgia 30309

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SECRETARY OF STATE

Secretary of State Business Services and Regulation Suite 315, West Tower 2 Martin Tuther King Ir. Ar. Atlanta, Georgia 30334-1530

RESERVATION NUMBER: 921470104 EFFECTIVE DATE : 05/26/1992

EXPIRATION DATE

41.44

LICENSE NO.

N/A

CONSENT ON FILE PRINT DATE

N/A 05/27/1992

FORM NUMBER

506

TOM BRANCH
999 PEACHTREE STREET
SUITE 2080
ATLANTA GA 30309

#### NAME RESERVATION CERTIFICATE

I, MAX CLELAND, Secretary of State and the Comporation Commissioner of the State of Georgia, do hereby certify under the seal of my office that the records of the Secretary of State have been reviewed and the name

#### WORLD LINK COMMUNICATIONS, INC.

is not identical to, and appears to be distinguishable from, the name of any other existing corporation, i mited partnership or professional association on file pursuant to Title 14 of the Official Code of Georgia Annotated.

Inis certificate shall be valid for a nonrenewable period of ninety days from the date of this certificate for profit and numprofit corporations, professional associations or limited partnerships. Please submit this original certificate with any subsequent formation filing for a corporation, limited partnership or professional association.

Name reservations are not renemable after expiration of the statutory reservation period stated above.

MAX CLELAND

MAX CLELAND SECRETARY OF STATE

1)1/10:

VERLEY J. SPIVEY

DEPUTY SECRETARY OF STATE

SECURITIES 656-2894 CEMETERIES 656-3079 CORPORATIONS 656-2817 CORPORATIONS HOT LINE 404-656-2222

-02 n2'



# BUSINESS SERVICES AND REGULATION

Suite 315, West Tower 2 Martin Luther King 5., Drive Atlanta, Georgia 30334-1530 (404) 656-2817

## TRANSMITAL INFORMATION FOR GEORGIA PROFIT OR NONPROFIT CORPORATIONS

J. F. GULLION Director

PROFIT OR MUNPROFIT CORPORATIONS	
DO NOT WRITE IN SHADED AREA - SOS USE ONLY	
DOCKET #92 1020526 PENDING CONTROL # P011975 CONTR	OL # 92 1157/
Docket Code Corporation Type	e e esta esta esta esta esta esta esta e
Date Filed 6-10-9- Amount Received \$ 60 Check	/Receipt #1 <u>323</u>
Jurisdiction (County) Code	·
Examiner 13 Bate Complete	d
NOTICE TO APPLICANT: PRINT PLAINLY OR TYPE REMAINDER OF INSTRUCTIONS ARE ON THE BACK OF THIS FORM.	THIS FORM.
1. 921470104	
Corporate Name Reservation Number	·
World Link Communications, Inc. Corporate Name (exactly as appears on name reservation)	
2. E. Thomas Branch, Jr.	876-5730
Applicant/Attorney	Telephone Number
999 Peachtree Street, Suite 2080	•
Atlanta Georgia	30309
City	Zip Code
3. NOTICE: THIS FORM DOES NOT REPLACE THE ARTICLES OF INCORPORAT DOCUMENTS AND THE SECRETARY OF STATE FILING FEE TO THE ABOVE SHOULD BE SUBMITTED IN THE FOLLOWING ORDER. (A COVER LETTER IS NOT THIS FORM)  2. ORIGINAL ARTICLES OF INCORPORATION	ADDRESS. DOCUMENTS OT REQUIRED.)
3. ONE COPY OF ARTICLES OF INCORPORATION	
I understand that the information on this form will be entered State business registration database. I certify that a Incorporate and a publishing fee of \$40.00 has been mailed authorized newspaper as required by law.	Notice of Intent to
Authorized Signature Date	2
	•

`State rtion uite 1800 **1306** 

DATE: 04/10/96 REQUEST NUMBER: 3151-3267 TELEPHONE CONTACT: (615) 741-0537 FILE DATE/TIME: 04/02/96 1053 EFFECTIVE DATE/TIME: 04/02/96 1053 CONTROL NUMBER: 0310268

ARONSTON, L.L.P. ⊥Ē, LA 70002

WORLD LINK COMMUNICATIONS, INC APPLICATION FOR CERTIFICATE OF AUTHORITY - FOR PROFIT INC.

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: 09/25/95

FROM: WORLDLINK COMMUNICATIONS, INC. SU-430,4360 CHAMBLEE DUNWOODY ROAD ATLANTA, GA 30341-0000 RECEIVED:

FEES \$300.00

\$300.00

TOTAL PAYMENT RECEIVED:

\$600.00

RECEIPT NUMBER: 00001851983 ACCOUNT NUMBER: 00223679

RILEY C. DARNELL SECRETARY OF STATE

#### APPLICATION FOR CERTIFICATE OF AUTHORITY FOR

- '295	un lead lons, inc.	Chile SSEE
of Tennessee: on 48-25-103 6fab	RILEY DARMELL	SIS SEP 25 FM 2: OU.  AGELL  Orbition Act, the undersigned co
of authority to t	ransact business in the Stat	e of Tennessee, and for that pu
World Link	Communications,	Inc.
		s
WCI.	Inc.	
of authority unde	er en assumed corporate no Georgia	
-		
ne/0,1992 perp	etual (must be mont	h, day, and year), and the perio
ing zip code) of i	ts principal office is 43	60 Chamblee Dunwood
anta	Georgia/Fult	on 30341
City	State/Country	Zip Code
ration System	, Inc., 500 Tallan	Building,
City/State	County	Zip Code
that office is		
oration Syst	em, Inc.	and the same
Chamblee D	unwoody Rd.,Ste.	430, At1., GA. 30341
ddresses (includin	g zip code) of its current b	
oo Duniica -	v Dd Cma 430 ***	1 (7) 20241
	y Rd.,STe.430,At	
ee Dunwood	y Rd., Ste.430,A	
	world Link  World Link  Exercificate of au  WCI  tate of Tennessee ply with the require of authority under  aw it is incorporate and 1992 perp  ing zip code) of it anta  City  ing the county and ration System ga, Tennessee City/State  that office is coration System cora	ing zip code) of its principal office is 43  anta Georgia/Fult  City State/Country  ing the county and the zip code) of its regis ration System, Inc., 500 Tallan ga, Tennessee Hamilto  City/State County

9. If the document is not to be effective upon filing by the Secretary of State, the delayed effective date/time is

### \$4.4 P. 3 4.1945 Secretary of State Business Information and Services.

Suite 315. West Tower 2 Martin Tuther King Ir. Ar. Atlanta, Georgia 30334-1530

: 960670965 DOCKET NUMBER CONTROL NUMBER : 9211571 DATE INC/AUTH/FILED: 06/10/1992 JURISDICTION : GEORGIA PRINT DATE : 03/07/1996

FORM NUMBER : 211

CHARLES COYLE & COMPANY ATTN CHARLES COYLE 826 SHADYBROOK DRIVE, STE. B MARIETTA GA 30066-6215

#### CERTIFICATE OF EXISTENCE

I, the Secretary of State of the State of Georgia, do hereby certify under the seal of my office that

#### WORLD LINK COMMUNICATIONS, INC. A DOMESTIC PROFIT CORPORATION

was formed in the jurisdiction stated above or was authorized to transact business in Georgia on the above date. Said entity is in compliance with the applicable. filing and annual registration provisions of Title 14 of the Official Code of Georgia Annotated and has not filed articles of dissolution, certificate of cancellation, or any other similar document with the office of the Segretary of State.

This certificate relates only to the legal existence of the above-named entity as of the date issued. It does not certify whether or not a notice of intent to dissolve, an application for withdrawal, a statement of commencement of winding up, or any other similar document has been filed or is pending with the Secretary of State.

This certificate is issued pursuant to Title 14 of the Official Code of Georgia Annotated and is prima-facie evidence that said entity is in existence or is authorized to transact business in this state.

SECRETARY OF STATE

#### APPLICATION FOR CERTIFICATE OF AUTHORITY FOR

	WOITE BINK COL	mmunications, Inc,	LOF FEMALSSEE
To the Secretary of Stat	te of the State of Tennessee:		P 25 PM 2: 04
poration hereby applies f pose sets forth:	for a certificate of authority to	f the Tennessee Business Corporation of transact business in the State of T	rl Adt, the undersigned cor ennessee, and for that pur
1. The name of the corp	poration isWorld Lir	nk Communications, Inc	· .
			(a
If different, the name un	nder which the certificate of	authority is to be obtained is	
		wel Inc.	
poration Act. If obtaining pursuant to Section 48-1	ng a certificate of authority un	uirements of Section 48-14-101 of the der an assumed corporate name, a Georgia	
		(must be month, day) f its principal office is 4360	
	30, Atlanta	Georgia/Fulton	
Street	City	State/Country	Zip Code
c/o The Prentice-1	ddress (including the county Hall Corporation Syste Chattanooga, Tennesse	and the zip code) of its registered em, Inc., 500 Tallan Build ee Hamilton	office in this state is ding,
Street	City/State	County	Zip Code
The name of its regist	tered agent at that office is		
	e-Hall Corporation Sys	stem, Inc.	
The Prentice	e mail corporation by.		
6. The names and comple	ete business addresses (includir	ng zip code) of its current officers ar  Dunwoody Rd., Ste. 430,	
6. The names and comple if necessary.) Myeng Cho Pres	ete business addresses (includir	Dunwoody Rd., Ste. 430,	Atl., GA. 30341
6. The names and comple if necessary.)	ete business addresses (includir		Atl., GA. 30341
6. The names and comple if necessary.)  Myeng Cho Pres  Fred Nort SEct!  7. The names and comples separate sheet if necessary.	ete business addresses (includir 4360 Chamblee y 4360 Chamblee dete business addresses (includ	Dunwoody Rd., Ste. 430,	Atl., GA. 30341  Atl., GA. 30341  of directors are: (Attack
6. The names and comple if necessary.)  Myeng Cho Pres  Fred Nort SEct!  7. The names and comples separate sheet if necessary.	ete business addresses (includir 4360 Chamblee y 4360 Chamblee ete business addresses (includ ry.)	Dunwoody Rd., Ste. 430,  Dunwoody Rd., Ste. 430,  ting zip code) of its current board	Atl., GA. 30341  Atl., GA. 30341  of directors are: (Attack

- 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

(date).