

TENNESSEE REGULATORY AUTHORITY

460 JAMES ROBERTSON PARKWAY
NASHVILLE, TENNESSEE 37243-0505

H. LYNN GREER, JR., CHAIRMAN
SARA KYLE, DIRECTOR
MELVIN J. MALONE, DIRECTOR



DAVID WADDELL, EXECUTIVE SECRETARY

Company ID: 00122030
IDT Corporation
294 State St.
Hackensack, NJ 07601

BEFORE THE TENNESSEE REGULATORY AUTHORITY
Nashville, Tennessee April 17, 1997

IN RE: CASE NUMBER: 96-00975

Application for Authority to Provide Operator Services and/or Resell
Telecommunications Services in Tennessee Pursuant to Rule 1220-4-2-.57.

--ORDER--

This matter is before the Tennessee Regulatory Authority upon the application of the above-mentioned company for certification as a reseller of telecommunications / operator service provider in Tennessee. The TRA considered this application at a Conference held on April 15, 1997 and concluded that the applicant has met all the requirements for certification and should be authorized to provide operator services and/or resell telecommunications services on an intrastate basis.

IT IS THEREFORE ORDERED:

1. That the above-mentioned company is issued a Certificate of Convenience and Necessity as an operator service provider and/or reseller of telecommunications services for state-wide service in Tennessee as specified in its application on file with the Authority.
2. That said company shall comply with all applicable state laws and TRA rules and regulations.
3. That this order shall be retained as proof of certification with this Authority, and may be used to obtain appropriately tariffed service and billing arrangements from Authority authorized telecommunications service providers.

Chairman

Director

ATTEST:

Executive Secretary

Director

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 IDT America, Corp.
Address 294 State Street, Hackensack,
State NJ Zip Code 07601 Phone No. (201) 928-1000

B. Owner, Partners, or Corporate Officer

	NAME	ADDRESS	CITY	STATE	ZIP CODE
	See Attachment				
Pres.	Howard Jonas	294 State St.	Hackensack	NJ	07601
Secty	Joyce Mason	294 State St.	Hackensack	NJ	07601
Treas.	Howard Jonas	294 State St.	Hackensack	NJ	07601

C. Name and telephone number of Tennessee contact person authorized to respond to Commission inquiries Monday through Friday.
Lance J.M. Steinhart, Esq. (770) 698 - 9200 (770) 698 - 9202
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. 800-221-0756

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. All states except
Maine, Tennessee, Alaska, Rhode Island, New Mexico, Wyoming, and North
Carolina

(To be filled out by PSO)
Company ID Number 96-975
Date Approved 122030
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.
The entire state
- 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. 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 II¹.
- N. What is the applicant's 10XXX or 800 access code? 10555
- 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? LDDS
- Q. Will the applicant be utilizing the local telephone company's billing system or billing customers direct²? Direct 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.
The company will market its services in the State of Tennessee through its sales department. No sales office will be opened in the State of Tennessee.
The company will follow leads from its existing customers.
- S. Describe the procedures the applicant will use to switch a consumer's preferred interexchange service. All customers are required to execute a letter of agency authorizing applicant to switch service.

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 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

(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.

IDT America, Corp.
Company Name Date

[Signature] Regional Counsel
Company Official Title

Subscribed and sworn
before me this 24 day
of May, 1996

Notary Public, Cobb County, Georgia
My Commission Expires On January 18th, 2000

[Signature]
Notary Public

seal

Lance J.M. Steinhart

Attorney At Law
6455 East Johns Crossing
Suite 285
Duluth, Georgia 30155

Also Admitted in New York
and Maryland

Telephone: (770) 232-9200
Facsimile: (770) 232-9208

April 2, 1997

VIA OVERNIGHT MAIL

Mr. Scott Trout
Tennessee Public Service Commission
460 James Robertson Parkway
Second Floor
Nashville, TN 32743-0505

Re: IDT America Corp.
Public Service Commission ("PSC") Docket No. 96-0975

Dear Scott:

Pursuant to our telephone conversation this morning, Applicant's name should be changed to IDT Corporation, a Delaware corporation. IDT America, Corp. is a wholly-owned subsidiary of IDT Corporation. IDT Corporation's address and telephone number are the same as IDT America, Corp. Please note that my address, telephone number and fax number have changed as indicated above. The executive officers of IDT Corporation are set forth on Exhibit A.

Finally, I have attached an original and one (1) copy of IDT Corporation's tariff, to replace the tariff previously filed.

Please note that IDT Corporation was issued a certificate of authority by the secretary of state on March 31, 1997. The SOS control number is 0328193. We will fax you a copy of the certificate upon receipt.

I have also enclosed an extra copy of this letter to be date stamped and returned to me in the enclosed, self addressed, postage prepaid envelope.

If you have any questions or if I may provide you with any additional information, please do not hesitate to contact me.

Respectfully submitted,


Lance J.M. Steinhart

Attorney for IDT Corporation

Enclosures
cc: Mr. James Courter

EXHIBIT A - EXECUTIVE OFFICERS

Howard S. Jonas, CEO/Treasurer/Director
294 State Street
Hackensack, New Jersey 07601

Mark E. Knoller, Vice President/Director
294 State Street
Hackensack, New Jersey 07601

Howard S. Balter, COO/Director
294 State Street
Hackensack, New Jersey 07601

James A. Courter, President/Director
294 State Street
Hackensack, New Jersey 07601

Stephen R. Brown, CFO/Director
294 State Street
Hackensack, New Jersey 07601

Joyce J. Mason, Secretary/Director
294 State Street
Hackensack, New Jersey 07601

Secretary of State

Corporations Section

James K. Polk Building, Suite 1800

Nashville, Tennessee 37243-0306

DATE: 03/31/97

REQUEST NUMBER: 3315-3191

TELEPHONE CONTACT: (615) 741-0537

FILE DATE/TIME: 03/31/97 1216

EFFECTIVE DATE/TIME: 03/31/97 1216

CONTROL NUMBER: 0328193

TO:

LANCE STEINBERT
6455 EAST JOHNS
CROSSING
DULUTH, GA 30155

RE:

IDT CORPOARTION
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: 03/31/97

FROM:
IDT CORP.
294 STATE ST.

RECEIVED: FEES \$300.00 \$300.00

TOTAL PAYMENT RECEIVED: \$600.00

HACKENSACK, NJ 07601-0000

RECEIPT NUMBER: 00002100380
ACCOUNT NUMBER: 00257585



Riley C. Darnell

RILEY C. DARNELL
SECRETARY OF STATE

FILED

RECEIVED
SECRETARY OF STATE

APPLICATION FOR CERTIFICATE OF AUTHORITY FOR

IDT Corporation

97 MAR 31 PM 12:16

To the Secretary of State of the State of Tennessee:

SECRETARY OF STATE

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 IDT Corporation

If different, the name under which the certificate of authority is to be obtained is _____

Delaware IDT Corporation

[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 12/22/95 (must be month, day, and year), and the period of duration, if other than perpetual, is perpetual

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

294 State Street, Hackensack, NJ 07601

Street	City	State/Country	Zip Code

5. The complete street address (including the county and the zip code) of its registered office in this state is _____

530 Gay Street, Knoxville, TN 37902

Street	City/State	County	Zip Code

The name of its registered agent at that office is _____

C T Corporation System

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

Please see attached.

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

Please see attached.

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 _____

February 14, 19 97 (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 application must be accompanied by a certificate of existence (or a document of similar import) duly authenticated by the Secretary of State or other official having custody of corporate records in the state or country under whose law it is incorporated. The certificate shall not bear a date of more than one (1) month prior to the date the application is filed in this state.]

February 14, 1997

Signature Date

CFO

Signer's Capacity

IDT CORPORATION

Name of Corporation

Signature

STEPHEN R. BROWN

Name (typed or printed)

Secretary of State

Corporations Section

James K. Polk Building, Suite 1800

Nashville, Tennessee 37243-0306

DATE: 03/31/97
REQUEST NUMBER: 3315-3195
TELEPHONE CONTACT: (615) 741-0537
FILE DATE/TIME: 03/31/97 1216
EFFECTIVE DATE/TIME:
CONTROL NUMBER: 0328193

TO:
LANCE STEINBERT
6455 EAST JOHNS
CROSSING
DULUTH, GA 30155

RE:
DELAWARE IDT CORPORATION
ASSUMED NAME REGISTRATION

THIS WILL ACKNOWLEDGE THE FILING OF THE ATTACHED ASSUMED NAME
REGISTRATION FOR A FIVE YEAR PERIOD BEGINNING WITH AN EFFECTIVE DATE AS
INDICATED ABOVE.

THE CORPORATION MAY RENEW THE RIGHT TO USE THIS NAME WITHIN TWO
(2) MONTHS PRECEDING THE EXPIRATION OF SUCH RIGHT, FOR A PERIOD OF FIVE (5)
YEARS, BY FILING AN APPLICATION WITH THE SECRETARY OF STATE.

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

FOR: ASSUMED NAME REGISTRATION

ON DATE: 03/31/97

FROM:
IDT CORP.
294 STATE ST.

HACKENSACK, NJ 07601-0000

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

RECEIPT NUMBER: 00002100387
ACCOUNT NUMBER: 00257585



Riley C. Darnell

RILEY C. DARNELL
SECRETARY OF STATE

FILEDRECEIVED
SECRETARY OF STATE

67 MAR 31 PM 12:16
 Pursuant to the provisions of Section 48-14-101(d) of the Tennessee Business Corporation Act or Section 48-54-101(d) of the Tennessee Nonprofit Corporation Act, the undersigned corporation hereby submits this application:

RILEY DARRICE
 SECRETARY OF STATE

1. The true name of the corporation is IDT Corporation
2. The state or country of incorporation is Delaware
3. The corporation intends to transact business in Tennessee under an assumed corporate name.
4. The assumed corporate name the corporation proposes to use is
Delaware IDT Corporation

[NOTE: The assumed corporate name must meet the requirements of Section 48-14-101 of the Tennessee Business Corporation Act or Section 48-54-101 of the Tennessee Nonprofit Corporation Act.]

3/28/97
 Signature Date
Cord Sery
 Signer's Capacity

IDT Corporation
 Name of Corporation
Joyce J. Mason
 Signature
Joyce J. Mason
 Name (typed or printed)

Lance J.M. Steinhart
Attorney At Law
500 Northpark Town Center - Suite 1112
1100 Abernathy Road
Atlanta, Georgia 30328

Also Admitted in New York
and Maryland

Telephone: (770) 698-9200
Facsimile: (770) 698-9202

July 25, 1996

VIA FEDERAL EXPRESS

Mr. Scott Trout
Tennessee Regulatory Authority
460 James Robertson Parkway
Second Floor
Nashville, TN 32743-0505

Re: IDT America Corp.
Public Service Commission ("PSC") Docket No. 96-0975

Dear Scott:

IDT America Corp. hereby requests that the above-referenced case be recommenced by the Tennessee Regulatory Authority ("TRA").

The Company further requests that the identifying docket number remain the same and that a credit be granted for the filing fee paid to the PSC.

Finally, since the above-referenced docket is an uncontested proceeding, the company further requests that the record before the PSC be adopted as the record before the TRA.

I have also enclosed an extra copy of this letter to be date stamped and returned to me in the enclosed, self addressed, postage prepaid envelope.

If you have any questions or if I may provide you with any additional information, please do not hesitate to contact me.

Respectfully submitted,


Lance J.M. Steinhart

Attorney for IDT America Corp.

Enclosures
cc: Ms. Joyce Mason
LJS/as