

**BEFORE THE TENNESSEE REGULATORY AUTHORITY**  
**February 15, 2000** **Nashville, Tennessee**

**In Re:**            **Hebron Communications Corporation**            )  
                  **for Cancellation of Authority to Provide**            ) **Docket No. 96-01649**  
                  **Resold Telecommunication**                        ) **Co. ID: 125019**  
                  **Services In Tennessee**                            )

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**ORDER GRANTING CANCELLATION OF  
AUTHORITY TO PROVIDE RESOLD TELECOMMUNICATION SERVICES**

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This matter is before the Tennessee Regulatory Authority (hereafter "Authority") upon the request **Hebron Communications Corporation** to cancel their authority to provide Resold Telecommunications services in Tennessee. This matter was considered by the Authority at a regularly scheduled Authority Conference held on February 15, 2000.

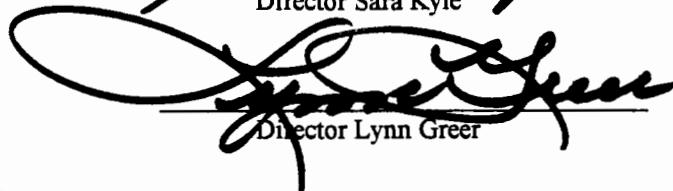
WHEREFORE, having considered the request of **Hebron Communications Corporation** to cancel their authority, the Authority finds that such a cancellation should be granted.

**IT IS THEREFORE ORDERED:**

- 1)        That the request of **Hebron Communications Corporation** to cancel their authority to provide Resold Telecommunication services in Tennessee, Docket No. 96-01649 is hereby granted; and
  
- 2)        That this docket is herewith closed.

  
Chairman Melvin Malone

  
Director Sara Kyle

  
Director Lynn Greer

**ATTEST:**

  
K. David Waddell

Company ID: 125019  
Hebron Communications Corporation  
3141 N.W. Expressway, 9th Floor  
Oklahoma City, OK 73112

BEFORE THE TENNESSEE REGULATORY AUTHORITY  
Nashville, TN

July 9, 1997

IN RE: CASE NUMBER: 96-1649

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

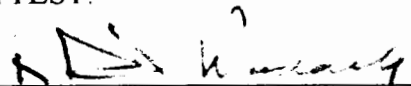
---ORDER---

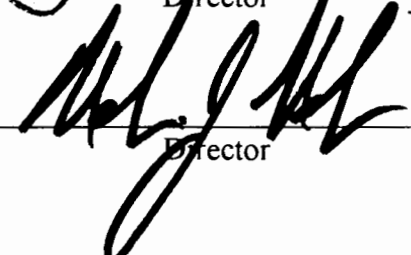
This matter is before the Tennessee Regulatory Authority upon the application of the above-mentioned company for certification as a reseller or telecommunication operator service provider in Tennessee. The TRA considered this application at a Conference held on 7/1/97, and concluded that the applicant 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.

ATTEST:

  
Executive Secretary

  
Chairman  
  
Director  
  
Director

**TENNESSEE REGULATORY AUTHORITY**  
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]

SECTION A

Part 1: General Information

A. Name of Applicant: Hebron Communications Corporation  
Address: 3141 N.W. Expressway, 9th Floor  
City: Oklahoma City  
State: Oklahoma Zip Code: 73112  
Telephone: (405) 879-0555 Facsimile: (405) 879-0552

B. Owner, Partners, or Corporate Officer

NAME	ADDRESS	CITY	STATE	ZIP CODE
Mr. John Telling	3141 N.W. Expressway, 9th Floor	Oklahoma City	OK	73112
Mr. Carl Thompson	3141 N.W. Expressway, 9th Floor	Oklahoma City	OK	73112
Mr. Tracey Freeny	3141 N.W. Expressway, 9th Floor	Oklahoma City	OK	73112
Mr. Pierre DeBuys	3141 N.W. Expressway, 9th Floor	Oklahoma City	OK	73112

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

Name: Pierre DeBuys, Vice President  
Telephone: (405) 879-0555 Facsimile: (405) 879-0552

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

Customer Service Number: (800) 800-7550

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

☒ Resell Interexchange long distance services  
☐ Operator Services  
☐ Other (describe below)

(To be filled out by PSC)  
Company ID Number 96-1649  
Date Approved 125019  
Evaluator \_\_\_\_\_

Mail the completed application and a check for \$50.00 to: Tennessee Regulatory Authority, P.O. Box 3412, Nashville, TN 37219-0412. Should you have any questions, call (615) 741-3939.

- 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.

Hebron Communications Corporation ("Hebron") is presently in the process of filing for certification nationwide. Presently the company has applications on file with Arkansas, Florida, Georgia, Kansas, Kentucky, Louisiana, Missouri, Mississippi, North Carolina, Ohio, Pennsylvania, South Carolina, Tennessee and Texas.

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

Not applicable.

- I. Areas in Tennessee to be served.

The entire state of Tennessee.

- 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.

Not applicable.

- 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<sup>1</sup>

N. What is the applicant's 10XXX or 800 access code? Not Applicable

O. Does the applicant now have or plan to have any telecommunications facilities (e.g. switches, fiber lines) in Tennessee?

No, the company does not plan to have any telecommunications facilities in Tennessee.

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

Hebron is a switchless reseller of interexchange telecommunications services. Hebron originates calls via feature group D purchased by Hebron from the local exchange carrier. The calls are routed over switched access facilities to the nearest Wiltel point of presence. The underlying carrier transports the calls to its switch and terminates calls over its own terminating network (feature group or leased facilities).

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

Hebron will bill customer utilizing the local telephone company's for the services Hebron will provide in Tennessee.

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.

Hebron will utilize direct mail and in-house telemarketing agents to market its services within the State of Tennessee. These employees are only involved in the initial contact and sale of Hebron's service to Tennessee customers.

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

Hebron encourages their customers to contact the customer's serving local exchange company directly to request a change of primary interexchange carrier. For customers who do not wish to make this call, Hebron either obtains a signed letters of agency from the customer or receives verbal authorization over the telephone. All verbal authorizations are recorded according the guidelines established by the Federal Communications Commission.

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<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 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. See **Exhibit I**.
- (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 II**.

## 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 III**.

The company is providing its June 1996 Year to Date statements as proof of its ability to provide service within Tennessee.

## 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.

Not applicable.

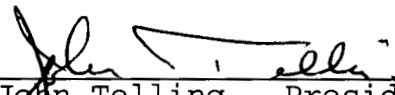
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<sup>3</sup>It is the responsibility of the reseller or operator service provider to assure that the appropriate display card is affixed to the aggregates telephones.

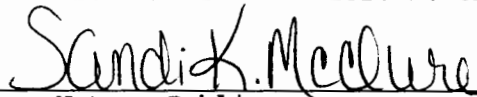
Part V: Rule Compliance Agreement

- A. The Interexchange Reseller or Operator Service Provider applicant, hereby, affirms the following:
- Has received, read, and understand the Tennessee Public Service Commission's (TPSC) interexchange Reseller Rules and Regulations, (Appendix III)
  - Understands the penalties for noncompliance, 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.

Date: 28 October 1996

  
\_\_\_\_\_  
John Telling, President  
Hebron Communications Corporation

Subscribed and sworn before me this 28 day of October, 1996.

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

[seal]

1963 SEP 26 AM 9:51  
TALCOTT, FLORIDA

ARTICLES OF INCORPORATION  
OF  
HEBRON COMMUNICATIONS CORPORATION

The undersigned, acting as incorporator of the captioned corporation under the Florida Business Corporation Act, adopts the following Articles of Incorporation:

9-25-96

ARTICLE I

Corporate Name and Principal Office

The name of this corporation is **HEBRON COMMUNICATIONS CORPORATION** and its principal office and mailing address is 220 South Franklin Street, Tampa, Florida 33602.

ARTICLE II

Commencement of Corporate Existence

The corporation shall come into existence on the date of subscription and acknowledgment of the Articles of Incorporation.

ARTICLE III

General Nature of Business

The corporation may transact any lawful business for which corporations may be incorporated under Florida law.

ARTICLE IV

Capital Stock

The aggregate number of shares of capital stock authorized to be issued by the Corporation shall be 400,000 shares of Class A common stock, each with a par value of \$.001 (the "Class A Stock"), 10,000,000 shares of Class B common stock, each with a par value of \$.001 (the "Class B Stock") (all such common shares being hereinafter referred to collectively as the "Common Stock"), and 2,000,000 shares of preferred stock, each with a par value of \$.001 (the "Preferred Stock"). Each share of issued and outstanding Class A Stock shall entitle the holder thereof to fully participate in all shareholder meetings, to cast one vote on each matter with respect to which shareholders have the right to vote, and to share ratably in all dividends and other distributions declared and paid with respect to the Common Stock, as well as in the net assets of the Corporation upon liquidation or dissolution, but each such share shall be subject to the rights and preferences of the Preferred Stock as hereinafter set forth. Each share of issued and outstanding Class B Stock shall entitle the holder thereof to the rights identical to those granted to each share of Class A Stock, provided that no share of Class B Stock shall have



the right to vote on or consent to any matter other than as required by the Florida Business Corporation Act.

The Preferred Stock may be issued from time to time in one or more series in any manner permitted by law, as determined from time to time by the Board of Directors and stated in any resolution providing for the issuance of such shares adopted by the Board of Directors pursuant to authority hereby vested in it, each series to be appropriately designated, prior to the issuance of any shares thereof, by some distinguishing letter, number or title. All shares of each series of Preferred Stock shall be alike in every particular and of equal rank, have the same powers, preferences and rights and be subject to the same qualifications, limitations and restrictions, without distinction between the shares of different series thereof, except in regard to the following particulars, which may differ as to different series:

- (a) the periodic or other rate of dividends payable and the dates from which such dividends shall commence to accrue, if at all;
- (b) the manner in which, if at all, shares of a particular series may be redeemed and the amount payable upon a share redemption;
- (c) the amount payable upon any voluntary or involuntary liquidation, dissolution or winding up of the Corporation;
- (d) the provisions of any sinking fund established with respect to the shares of a series;
- (e) the terms and rates of conversion or exchange, if shares of a series are convertible or exchangeable; and
- (f) the provisions as to voting rights, if any, associated with shares of a series.

Before any shares of a particular series of Preferred Stock are issued, the designations of such series and its terms in respect of the foregoing particulars shall be fixed and determined by the Board of Directors in any manner permitted by law and stated in a resolution providing for the issuance of such shares adopted by the Board of Directors pursuant to authority hereby vested in it. Such designations and terms shall be set forth in full or summarized on the certificates for such series. The Board of Directors may increase the number of such shares by providing that any unissued shares of Preferred Stock shall constitute part of such series, or may decrease (but not below the number of shares thereof then outstanding) the number of shares of any series of Preferred Stock already created by providing that any unissued shares previously assigned to such series shall no longer constitute part thereof. The Board of Directors is hereby empowered to classify or reclassify any unissued shares of Preferred Stock by fixing or altering the terms thereof in respect of the above-referenced particulars and by assigning the same to an existing or newly established series from time to time before the issuance of such shares.

The holders of shares of each series shall be entitled to receive, out of any funds legally available therefor, when and as declared by the Board of Directors, cash dividends at such rate per annum as shall be fixed by resolution of the Board of Directors for such series, payable periodically on the dates fixed by the Board of Directors for the series. Such dividends may be cumulative or non-cumulative, deemed to accrue from day to day regardless of whether or not earned or declared, and may commence to accrue on each share of Preferred Stock from such date or dates, all as may be determined and stated by the Board of Directors prior to the issuance thereof. The Corporation shall make dividend payments ratably upon all outstanding shares of Preferred Stock in proportion to the amount of dividends accrued thereon to the date of such dividend payment, if any.

As long as any shares of Preferred Stock shall remain outstanding, no dividend (other than a dividend payable in shares ranking junior to such Preferred Stock with respect to the payment of dividends or liquidating assets) shall be declared or paid upon, nor shall any distribution be made or ordered in respect of, shares of the Common Stock or any other class of shares ranking junior to the shares of such Preferred Stock as to the payment of dividends or liquidating assets, nor shall any monies (other than the net proceeds received from the sale of shares ranking junior to the shares of such Preferred Stock as to the payment of dividends or liquidating assets) be set aside for or applied to the purchase or redemption (through a sinking fund or otherwise) of shares of the Common Stock or of any other class of shares ranking junior to the shares of such Preferred Stock as to dividends or assets unless:

(a) all dividends accrued with respect to the shares of Preferred Stock of all series for past dividend periods shall have been paid and the full dividend on all outstanding shares of Preferred Stock of all series for the then current dividend period shall have been paid or declared and set apart for payment; and

(b) the Corporation shall have set aside all amounts, if any, required to be set aside as and for sinking funds, if any, for the shares of Preferred Stock of all series for the then current year, and all defaults, if any, in complying with any such sinking fund requirements in respect of previous years shall have been cured.

The Corporation, at the option of the Board of Directors, may at any time redeem the whole, or from time to time any part, of any series of Preferred Stock, subject to such limitations as may be adopted by the Board authorizing the issuance of such shares, by paying therefor in cash the amount which shall have been determined by the Board of Directors, in the resolution authorizing such series, to be payable upon the redemption of such shares at such time. Redemption may be made of the whole or any part of the outstanding shares of any one or more series, in the discretion of the Board of Directors; but if the redemption shall be effected only with respect to a part of a series, the shares to be redeemed may be selected by lot, or all of the shares of such series may be redeemed pro rata, in such manner as may be prescribed by resolution of the Board of Directors.

Subject to the foregoing provisions and to any qualifications, limitations or restrictions applicable to any particular series of Preferred Stock which may be stated in the resolution providing for the issuance of such series, the Board of Directors shall have authority to prescribe from time to time the manner in which any series of Preferred Stock shall be redeemed.

Upon any liquidation, dissolution or winding up of the Corporation, whether voluntary or involuntary, the shares of Preferred Stock of each series shall be entitled, before any distribution shall be made with respect to shares of Common Stock or to any other class of shares junior to the shares of Preferred Stock as to the payment of dividends or liquidating assets, to be paid the full preferential amount fixed by the Board of Directors for such series as herein authorized; and thereafter shall be entitled to such further payment, if any, as shall be specified in the Board of Director resolution establishing the series. If upon such liquidation or dissolution of the Corporation, whether voluntary or involuntary, the net assets of the Corporation shall be insufficient to permit the payment to all outstanding shares of Preferred Stock of all series of the full preferential amounts to which they are respectively entitled, the entire net assets of the Corporation shall be distributed, in the order of seniority, fully as to each series with respect to which there are adequate net assets to satisfy the preferential amount and, as to the most senior series with respect to which there are inadequate net assets, ratably in proportion to the full preferential amount to which each share of that series is entitled. Neither a consolidation nor a merger of the Corporation with or into any other entity nor the sale of all or substantially all of the assets of the Corporation shall be deemed to be a liquidation or dissolution within the meaning of this paragraph.

#### ARTICLE V

##### Initial Registered Office and Agent

The street address of the initial registered office of the corporation shall be 220 South Franklin Street, Tampa, Florida 33602, and the initial registered agent of the corporation at such address is Jeremy P. Ross.

#### ARTICLE VI

##### Incorporator

The name and address of the corporation's incorporator is:

Name

Address

Barbara A. Rowe

220 South Franklin Street  
Tampa, Florida 33602

## ARTICLE VII

### By-Laws

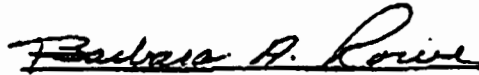
The power to adopt, alter, amend or repeal by-laws of this corporation shall be vested in its shareholders and separately in its Board of Directors, as prescribed by the by-laws of the corporation.

## ARTICLE VIII

### Indemnification

If in the judgment of a majority of the entire Board of Directors, (excluding from such majority any director under consideration for indemnification), the criteria set forth in §607.0850(1) or (2), Florida Statutes, as then in effect, have been met, then the corporation shall indemnify any director, officer, employee or agent thereof, whether current or former, together with his or her personal representatives, devisees or heirs, in the manner and to the extent contemplated by §607.0850, as then in effect, or by any successor law thereto.

IN WITNESS WHEREOF, the undersigned has executed these Articles this 25th day of September 1996.

 (SEAL)  
Barbara A. Rowe

107214.01

**CERTIFICATE DESIGNATING  
REGISTERED AGENT**

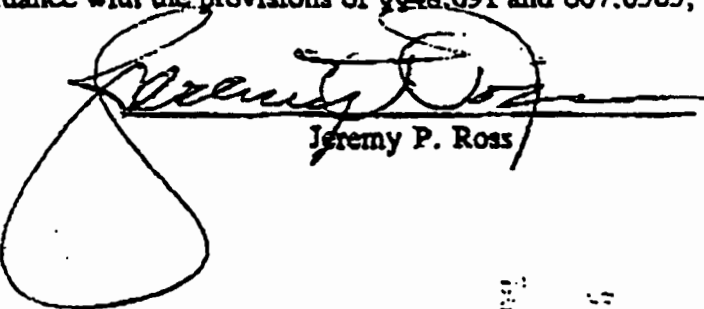
Pursuant to the provisions of §§48.091 and 607.0501, Florida Statutes, HEBRON COMMUNICATIONS CORPORATION, desiring to organize under the laws of the State of Florida, hereby designates Jeremy P. Ross, an individual resident of the State of Florida, as its Registered Agent for the purpose of accepting service of process within such State and designates 220 South Franklin Street, Tampa, Florida 33602, the business office of its Registered Agent, as its Registered Office.

**HEBRON COMMUNICATIONS  
CORPORATION**

By Barbara A. Rowe  
Barbara A. Rowe, Incorporator

**ACKNOWLEDGMENT**

I hereby accept my appointment as Registered Agent of the above named corporation, acknowledge that I am familiar with and accept the obligations imposed by Florida law upon that position, and agree to act as such in accordance with the provisions of §§48.091 and 607.0505, Florida Statutes.

  
Jeremy P. Ross

107214.01

RECEIVED  
JAN 11 1993  
TAMPA, FLORIDA  
107214.01

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## APPLICATION FOR CERTIFICATE OF AUTHORITY FOR

FILED

HEBRON COMMUNICATIONS CORPORATION

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 HEBRON COMMUNICATIONS CORPORATION

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

[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 Florida3. The date of its incorporation is September 25, 1996 (must be month, day, and year), and the period of duration, if other than perpetual, is \_\_\_\_\_

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

3141 Northwest Expressway, Suite 701, Oklahoma City, Oklahoma 73112

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 \_\_\_\_\_

c/o C T Corporation System, 530 Gay Street, Knoxville, Tennessee, County of Knox 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.)

John S. Telling, 3141 Northwest Expressway, Suite 701, Oklahoma City, Oklahoma 73112, President/TreasurerTracy Freeny, 3141 Northwest Expressway, Suite 701, Oklahoma City, Oklahoma 73112, Vice PresidentCarl Thompson, 3141 Northwest Expressway, Suite 701, Oklahoma City, Oklahoma 73112, Vice President/SecretaryPierre R. DeBuys, 3141 Northwest Expressway, Suite 701, Oklahoma City, Oklahoma 73112, Vice President

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

See attached list of directors

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 \_\_\_\_\_

N/A, 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 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 two (2) months prior to the date the application is filed in this state.]

October 22, 1996  
Signature DateHEBRON COMMUNICATIONS CORPORATION

Name of Corporation

FROM : AMERIVISION COMMUNICATION INC PHONE NO. : 405 879 0540

May. 30 1997 08:56AM P3

President

Signer's Capacity

Signature

John E. Telling

Name (typed or printed)



SS-4431 (Rev. 7/93)

(Telling - 1452 - 11/14/95)

RDA 1678