

BEFORE THE TENNESSEE REGULATORY AUTHORITY
March 12, 1998 **Nashville, Tennessee**

IN RE:	Destiny Telecomm International, Inc.) Request for Cancellation of) Authority to Resell) Telecommunications Services) in Tennessee)	Docket No. 96-01705
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**ORDER GRANTING CANCELLATION
OF AUTHORITY TO PROVIDE OPERATOR SERVICES/
RESELL TELECOMMUNICATIONS SERVICES**

This matter is before the Tennessee Regulatory Authority (hereafter "Authority") upon the request of Destiny Telecomm International, Inc., (hereafter "Destiny") to cancel its authority to resell telecommunications services in Tennessee. This matter was considered by the Authority at a regularly scheduled Authority Conference held on March 10, 1998.

WHEREFORE, having considered the request of Destiny to cancel its authority, the Authority finds that such a cancellation should be granted.

IT IS THEREFORE ORDERED:

1) That the request of Destiny Telecomm International, Inc. to cancel its authority to resell telecommunications services in Tennessee, Docket No. 96-01705, is hereby granted; and

- 2) That this docket is herewith closed.

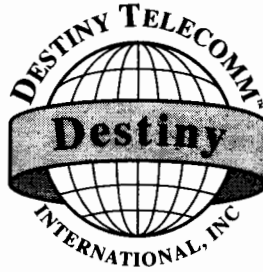

CHAIRMAN


DIRECTOR


DIRECTOR

ATTEST:


EXECUTIVE SECRETARY



Scott

January 31, 1998

125143
96-1705

Melvin Malone
Director
Public Service Commission
Dept. of Regulatory Authority
460 James Robertson Pkwy.
Nashville, TN 37243

Re: Certificate of Authority

Dear Sir:

This is to inform you that we hereby wish to surrender our Certificate of Authority to offer telecommunications services as our company has been out of business since June of 1997 and is insolvent.

Please have the Commission revoke our authority effective immediately.

If you need to have further communications with us, please contact us at:

Destiny Issues
P.O. Box 1757
San Leandro, CA 94577

Sincerely,

Randy Jeffers
President

RJ:rdm

RECEIVED
MELVIN MALONE

FEB 17 1998

TN REGULATORY AUTHORITY

TENNESSEE REGULATORY AUTHORITY

Lynn Greer, Chairman
Sara Kyle, Director
Melvin Malone, Director

460 James Robertson Parkway
Nashville, Tennessee 37243-0505

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

SECTION A

Part 1: General Information

A. Name of Applicant Destiny Telecomm International, Inc.
Address 100 Hegenberger Road, Suite 200
City Oakland State California Zip Code 92461 Phone No. (510) 563-3000

B. Owner, Partners, or Corporate Officer

NAME	ADDRESS	CITY	STATE	ZIP CODE
Randall D. Jeffers	100 Hegenberger Rd., Sute 200	Oakland	California	92461

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

Michael W. Mlinar
Name

(805) 565-3338
Phone No.

(805) 565-3338
Fax No.

D. List a toll-free telephone number that consumers can call to report service problems and/or request refunds or adjustments. (800) 833-5042

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

XXX Resell Interexchange long distance services
Resell Local Exchange 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 1.

G. List the state(s) you are authorized to operate in at this time. Texas, Colorado, Michigan, Virginia

(To be filled out by TRA)
Company ID Number 96-1705
Date Approved 125143
Evaluator _____

- 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. Business XXX
 b. Residential XXX
 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.
- L. Are your prices for intrastate services plus any PIF equal to or less than the dominant carriers price for similar services? Yes _____ 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. Applicant will be offering presubscribed, travel card and prepaid calling card services
- N. What is the applicant's 10XXX or 800 access code? None
- 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? MCI
- Q. Will the applicant be utilizing the local telephone company's billing system or billing customers direct?² Applicant will utilize the telephone company's billing system until Applicant's billing system is in place. Thereafter, Applicant will bill direct and will provide the TRA with a copy of a bill.
- 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. Applicant will first market its prepaid calling card via its network marketing channel and through independent agents not within the network marketing channel. Presubscribed services will then be offered to holders of the calling cards via the same marketing channels and announcements appended the 800 access number.
- S. Describe the procedures the applicant will use to switch a consumer's preferred interexchange service. Customers will sign both a service agreement and Letter of Authorization (copy attached) prior to switching carriers.
- 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 XXX No _____

¹ 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.

² A copy of the 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 XXX No _____
- U. Applicant gives permission to the local telephone company to provide the Authority 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 XXX No _____

Part 11: Organization Structure

A. Type of Organization

_____ Individual XXX 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. **Attachment 1**
- (2) Attach a copy of Certification of Authority issued by Tennessee Secretary of State showing corporation's authority to engage in business in Tennessee. **Attachment 2**

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 I OK and/or stockholder reports. **Attachment 3**

Part IV: Display

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 Regulatory Authority (TRA; formerly 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 TRA Interexchange Reseller Rules and all other applicable Authority 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.



Destiny Telecomm International, Inc.

Company Name

12/6/96

Date

R. Hall D. Joffe President

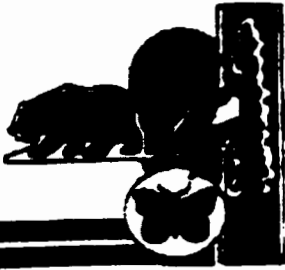
Company Official

Title

Subscribed and sworn
before me this 6th day
of December, 1996

[Signature]
Notary Public

seal



State
of
California
SECRETARY OF STATE

1898746

CORPORATION DIVISION

I, **BILL JONES**, Secretary of State of the State of California,
hereby certify:

That the annexed transcript has been compared with
the corporate record on file in this office, of which it
purports to be a copy, and that same is full, true and
correct.

IN WITNESS WHEREOF, I execute
this certificate and affix the Great
Seal of the State of California this

JULY 3 1995



Bill Jones

Secretary of State

1898746

ENDORSED
FILED

IN THE OFFICE OF THE SECRETARY OF STATE
OF THE STATE OF CALIFORNIA

ARTICLES OF INCORPORATION

OF

JUN 29 1995

TEL AMERICA INTERNATIONAL, INC.

Bill Jones
BILL JONES, Secretary of State

ONE: The name of the corporation is Tel America International, Inc.

TWO: The purpose of the corporation is to engage in any lawful act or activity for which a corporation may be organized under the General Corporation Law of California other than the banking business, the trust company business or the practice of a profession permitted to be incorporated by the California Corporations Code.

THREE: The name and address in the State of California of the corporation's initial agent for service of process is William R. Hill, Donahue, Gallagher, Woods & Wood, 300 Lakeside Drive, 19th Floor, Oakland, California 94612.

FOUR: The corporation is authorized to issue only one class of shares, which shall be designated as "common" shares. The total number of shares which this corporation is authorized to issue is One Million (1,000,000).

FIVE: The liability of the directors of the corporation for monetary damages shall be eliminated to the fullest extent permissible under California law.

SIX: The corporation is authorized to provide indemnification of agents (as defined in Section 317 of the Corporations Code) for breach of duty to the corporation and its stockholders through bylaw provisions or through agreements with the agents, or both, in excess of the indemnification otherwise permitted by Section 317 of the Corporations Code, subject to the limits on such excess indemnification set forth in Section 204 of the Corporations Code.

Michael J. Dalton
Michael J. Dalton, Incorporator

A473874

State of California

SECRETARY OF STATE

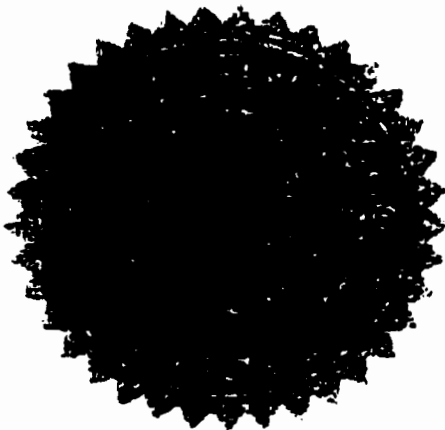
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IN WITNESS WHEREOF, I execute this certificate and affix the Great Seal of the State of California this

MAR 29 1996



Bill Jones

Secretary of State

A473874
 ENDORSED
 FILED

In the office of the Secretary of State
 of the State of California

MAR 27 1996

Bill Jones
 BILL JONES, Secretary of State

**CERTIFICATE OF AMENDMENT
 OF
 ARTICLES OF INCORPORATION**

Randall D. Jeffers certifies that:

1. He is the President and the Secretary of Tel America International, Inc., a California corporation.

2. Article One of the Articles of Incorporation of this corporation is amended to read as follows:

"The name of this corporation is Destiny Telecomm International, Inc."

3. The foregoing amendment of the Articles of Incorporation has been duly approved by the Board of Directors.

4. The foregoing amendment of the Articles of Incorporation has been duly approved by the required vote of shareholders in accordance with Section 902 of the Corporations Code. The total number of outstanding shares of the corporation is 100,000. The number of shares voting in favor of the amendments equaled or exceeded the vote required. The percentage vote required was more than 50%.

I further declare under penalty of perjury under the laws of the State of California that the matters set forth in this Certificate are true and correct of my own knowledge.

Date: March 12, 1996

Randall D. Jeffers
 Randall D. Jeffers, President

Randall D. Jeffers
 Randall D. Jeffers, Secretary

APPLICATION FOR CERTIFICATE OF AUTHORITY FOR

Destiny Telecomm International, Inc.

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 Destiny Telecomm International, Inc.

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 California

3. The date of its incorporation is June 29, 1995 (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

<u>100 Hegenberger Road, Suite 200</u>	<u>Oakland,</u>	<u>California</u>	<u>92461</u>
Street	City	State/Country	Zip Code

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

<u>500 Tallan Building, Two Union Square</u>	<u>Chattanooga, Tennessee</u>	<u>Hamilton</u>	<u>37402-2571</u>
Street	City/State	County	Zip Code

The name of its registered agent at that office is

Corporation Service Company

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

Randall D. Jeffers President 100 Hegenberger Road, Suite 200, Oakland, California 92461

Randall D. Jeffers Secretary/Treasurer 100 Hegenberger Road, Suite 200, Oakland, California 92461

State of California



SECRETARY OF STATE

DESTINY TELECOMM INTERNATIONAL, INC.

CORPORATION DIVISION

I, *BILL JONES*, Secretary of State of the State of California, hereby certify:

That the annexed transcript was prepared by and in this office from the record on file, of which it purports to be a copy, and that it is full, true and correct.

IN WITNESS WHEREOF, I execute this certificate and affix the Great Seal of the State of California this

November 18, 1996



Bill Jones

Secretary of State

1898746

ARTICLES OF INCORPORATION
OF
TEL AMERICA INTERNATIONAL, INC.

IN THE OFFICE OF THE SECRETARY OF STATE
OF THE STATE OF CALIFORNIA

JUN 29 1995

[Signature]
BILL JOHNSON, Secretary of State

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Michael J. Dalton

Michael J. Dalton, Incorporator

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A473874

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CERTIFICATE OF AMENDMENT

FILED
In the office of the Secretary of State
of the State of California

OF

MAR 27 1996

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Bill Jones
BILL JONES, Secretary of State

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Date: March 12, 1996


Randall D. Jeffers, President


Randall D. Jeffers, Secretary