BEFORE THE TENNESSEE REGULATORY AUTHORITY November 7, 2000 Nashville, Tennessee

In Re:

Atlas Communications, Ltd.

for Cancellation of Authority to Provide

Resold Telecommunication Services In Tennessee

) Docket No. 97-00244

) Co. ID: 119806

ORDER GRANTING CANCELLATION OF AUTHORITY TO PROVIDE RESOLD TELECOMMUNICATION SERVICES

This matter is before the Tennessee Regulatory Authority (hereafter "Authority") upon the request of Atlas Communications, Ltd. 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 November 7, 2000.

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

IT IS THEREFORE ORDERED:

- 1) That the request of Atlas Communications, Ltd. to cancel their authority to provide Resold Telecommunication services in Tennessee, Docket No. 97-00244, is hereby granted; and
 - 2) That this docket is herewith closed.

ATTEST:

TENNESSEE PUBLIC SERVICE COMMISSION

460 JAMES ROBERTSON PARKWAY NASHVILLE, TENNESSEE 37243-0505

KEITH BISSELL, CHAIRMAN STEVE HEWLETT, COMMISSIONER SARA KYLE, COMMISSIONER



Company ID: 00119806 Atlas Communications, Ltd. 482 Norristown Rd. Ste. 200 Blue Bell, PA 19422

BEFORE THE TENNESSEE PUBLIC SERVICE COMMISSION Nashville, Tennessee February 29, 1996

IN RE: CASE NUMBER: 96-00132

Application for Authority for Operator Services and/or Resell Interexchange (Long Distance) Telecommunications Service and/or Telecommunications Operator 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 long distance/interexchange reseller or telecommunication operator service provider in Tennessee. The Commission considered this application at its regularly scheduled Commission Conference held on February 20, 1996 and concluded that the applicant has met all the requirements for certification and should be authorized to provide the resell of interexchange 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 an interexchange telecommuications 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 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.

Commission

Executive Director

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RILEY DARNELL SECRETARY OF STATEM MONWEALTH OF PENNSYLS PARTERS OF STATE

DEPARTMENT OF STATE

SEPTEMBER 22, 1995

TO ALL WHOM THESE PRESENTS SHALL COME, GREETING:

I DO HEREBY CERTIFY THAT.

ATLAS COMMUNICATIONS, LTD.

is duly incorporated under the laws of the Commonwealth of Pennsylvania and remains a subsisting corporation so far as the records of this office show, as of the date herein.



IN TESTIMONY WHEREOF. I have hereunto set my hand and caused the Seal of the Secretary's Office to be affixed, the day and year above written.

Secretary of the Commonwealth

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APPLICATION FOR CERTIFICATE OF AUTHORITY FOR

ATLAS COMM Possible Secretary of State of the State of Tenness Representation of propredictions of Section 48-25-1 Atlas Communications of Section 48-25-1 Atlas Communication is Atlas Communication is Atlas Communications, Ltd., Inc. [NOTE: The Secretary of State of the State of Tention for profit if its name does not comply with the poration Act. If obtaining a certificate of authoric pursuant to Section 48-14-101(d).] 2. The state or country under whose law it is incompared to the state of the state of duration, if other than perpetual, is 4. The complete street address (including zip codes Suite 200, Blue Be Street City 5. The complete street address (including the country Street City/State The name of its registered agent at that office Joseph Martin, Jr.	MMUNICATIONS e of authority is messee may not it e requirements of ty under an assur- corporated is e) e) of its princip late of its princip nuty and the zip Nashvill	see Business Cusiness in the S., LTD. to be obtain issue a certific of Section 48-1 med corporate pennsylvar (must be mal office is 48 PA State/Count code) of its recode)	SIAT 95 RIL Corposition State of Ten ned is cate of author 14-101 of the te name, an a nia nonth, day, a 82 Norrist try registered off idson,	rity to a foreig Tennessee Bu application mand and year), and town Road, 1942 Zip Co	gn corpora- siness Cor- ust be filed the period
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The name of its registered agent at that office	is	Coun		~: 0	<u> </u>
	is		nty	Zip Co	de
Joseph Martin, Jr.					
 The names and complete business addresses (inc incressary.) 	luding zip code)	of its current	officers are:	(Attach sep	arate sheet
Frank G. Scardino, Partiest, Sec	retary, Trea		482 Norris Blue Bell,	town Road PA 1942	
John C Fudesco F	resident			ristoun K	SG SF
		<u>F</u>	Blue Bel	1, PA 1	9422
7. The names and complete business addresses (in eparate sheet if necessary.)	acluding zip code	e) of its curre	ent board of	directors are:	(Attach
Frank G. Scardino, Director 482	Norristown	Road, Sui	ite 200, B	Blue Bell,	PA
Anne C. Scardino, Director 483	Norristown	Road, Sui	ite 200, B	lue Bell,	PA

(date).

(time)

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 Atlas Communications, Ltd.

 Address 482 Norristown Road, Suite 200

 State PA Zip Code 19422 Phone No. (610) 940-9040
- B. Corporate Officers:

John Fudesco - President Scott McBride, Jr. - Vice President of Marketing Neil D. Sollinger - Vice President of Sales Frank G. Scardino - Secretary/Treasurer

C. Name and telephone number of Tennessee Contact Person authorized to respond to Commission inquiries Monday through Friday.

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Patrick D. Crocker EARLY, LENNON, PETERS & CROCKER, P.C. 900 Comerica Building Kalamazoo, MI 49007-4752 (616) 381-8844

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

1-800-883-8775

(To be filled out by PSC) Company ID Number

Date Approved_

Evaluator

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REC'D TH. PUBLIC"

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.
	Not Applicable
G.	List the state(s) you are authorized to operate in at this time.
	Please see Exhibit A.
н.	List any states that you have been denied authority to provide service.
	Applicant has not been denied authority to operate in any state.
ı.	Areas in Tennessee to be served.
	Applicant will provide service in all equal access areas within Tennessee.
J.	What type of customers will the company serve?
	 a. Business X b. Residential X c. Aggregators
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 and PIF equal to or less than the dominant carriers price for similar services?
	Not Applicable
М.	Describe the type of services and prices that Applicant will be offering in Tennessee on the International Tariff found in Appendix II.

N.	What is the applicant's 10XXX or 800 access code?
	Applicant utilities the carrier identification code of the underlying network provider Sprint.
0.	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?
	Applicant will utilize the underlying networks provided by Sprint.
Q.	Will the applicant be utilizing the local telephone company's billing system or billing customers direct?
	Applicant will bill customers directly.
R.	Describe briefly how the applicant plans to market their service in Tennessee? If an independent telemarketer is going to be used state company name and address.
	Applicant will market services through independent agents.
s.	Describe the procedures the applicant will use to switch a consumer's preferred interexchange service.
	Applicant will confirm the order to change long distance services by following one of the four confirmation procedures followed by the FCC.
т.	Applicant has the ability and agrees to honor the form of call blocking that the consumer has subscribed to with their local telephone company?
	_X_YesNo
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.
	No

PART II: Organization Structure

A. Type of Organization

Individual	Corporation X
Partnership	Other (Explain on separate sheet)

B. (1) Attach a copy of Articles of Incorporation and current by-laws.

Please see Exhibit B.

(2) Attach a copy of Certification of Authority issued by Tennessee Secretary of State showing corporation's authority to engage in business in Tennessee.

Please see Exhibit C.

PART III: Financial Information

Applicant attaches a copy of its most recent financial statements as Exhibit 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.

Not Applicable

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.

Date

Atlas Communications, Ltd.

Patrick D. Crecker

Atterney for Atlas Communications, Ltd.

Subscribed and sworn before me this 2000 day

of anciary, 1996

Notary Public

Lisa L. Cooper

Kalamazoo County, Michigan

My Commission Expires: 4/16/2000

Secretary of State Corporations Section James K. Polk Building, Suite 1800 Nashville, Tennessee 37243-0306

DATE: 10/25/95 REQUEST NUMBER: 3069-1302 TELEPHONE CONTACT: (615) 741-0537 FILE DATE/TIME: 10/25/95 1025 EFFECTIVE DATE/TIME: 10/25/95 1025 CONTROL NUMBER: 0302075

CORPORATION GUARANTEE & TRUST COMPANY 701 ARCHITECTS BLDG 117 S 17TH ST PHILADELPHIA, PA 19103-5090

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

PORATION GUARANTEE & TRUST CO S. 17TH ST TE 701 PHILADELPHIA, PA 19103-0000

ON DATE: 10/06/95

FEES \$300.00

\$300.00

TOTAL PAYMENT RECEIVED:

RECEIVED:

\$600.00

RECEIPT NUMBER: 00001857184 ACCOUNT NUMBER: 00073224



RILEY C. DARNELL SECRETARY OF STATE

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. The name of the corporation	is ATLAS COMMUNIC	ATIONS, LTD.	
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ATLAS COMMUNICATIONS,	LTD., INC.		
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3. The date of its incorporation i	May 25, 1995	(must be month, day	v and year) and the neriod
f duration, if other than perpet			
. The complete street address (i	ncluding zip code) of its	principal office is 482 Norr	istown Road,
Suite 200,	Blue Bell,	PA	19422
treet	City	State/Country	Zip Code
. The complete street address (i	ncluding the county and	the zip code) of its registered	office in this state is
230 Fourth Avenue, North	, 3rd Floor, Nas	shville, Davidson,	TN 37219
Street	City/State	County	Zip Code
The name of its registered age	ent at that office is		
Joseph Martin, Jr.			
i. The names and complete busine f necessary.)	ess addresses (including zi		
Frank G. Scardino,	t, Secretary,	Treasurer, 482 Nor Blue Be	ristown Road, Suite : 11, PA 19422
John C Fudesco	Presid		orrestown Rd Ste
TOWN - THE SEC	7 7 2 3, 4		Bell PA 19422
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(date).

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			Secretary of	the Commonwealth	Du	
			F INCORPORATION 5-1306(Rev 89)	ON -		
ind	dicate type of domestic corporation	(check one):				
X	Business-stock (15 Pa. C.S. § 130	6)	Profession	onai (15 Pa. C.S. § 290)3)	
	_ Business-nonstock (15 Pa. C.S. §	2102)	Manager	nent (15 Pa. C.S. § 27	01)	
_	_ Business-statutory close (15 Pa. 0 § 2304a is applicable)	:.s.	Coopera	tive (15 Pa. C.S. § 770	11)	
1.	The name of the corporation is: ATL	AS COMMUNICATI	ONS, LTD.	*		
	This corporation is incorporated under	er the provisions of the	ne Business Corpo	oration Law of 1988.		
	The (a) address of this corporation's ad the county of venue is:	initial registered office	e in this Common	wealth or (b) commerci	al registered cific	e provider
(a)) 7837 OLD YORK RD. ELKINS F	ARK PA	19027	MONTGOMERY		
•	Number and Street City	State	Zip	County		
(b)	N/A					
,-,	Name of Commercial Registered Offi	ce Provider		County		
the	For a corporation represented by a e corporation is located for venue an	commercial registere d official publication	ed office provider, t purposes.	he county in (b) shall be -	deemed the cour	πy in which
3.	The aggregate number of shares au	thorized is: 10.000		(other provisions, if a	ny, attach 8 1/2 >	(11 sheet)
4.	The name and address, including str	reet and number, if a	ny, of each incor		_	
	Name Address	YORK RD. ELKINS	. DADK DA 1903	Signature/	Date /	
	STEVEN M. ZELITCH 7837 OLD	TOTAL TID. CENTRO	- AIII. FA 1302	- 100-	/-/ /-	
5.	The specified effective date, if any, i	s: <u>N/A</u>				

6. Any additional provisions of the articles, if any, attach an 8 $1/2 \times 11$ sheet.

month



day

hour, if any

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Entity Number 2639165	Waster Sand
	Secretary of the Commonwealth

ARTICLES OF AMENDMENT-COMESTIC BUSINESS CORPORATION CSCENSIONS (Few 91)

isiness corporation, desiring to amend its Artic	AME AC COMMETTER			
The name of the corporation is:	ATLAS COMMUNICA	ATIONS, LTI). 	
The (a) address of this comporation's current office provider and the county of venue is (the conform to the records of the Capartment):	registered office in this C se Department is hereby a	lammonweziih or (iushorized to correc	tb) name of its the isolowing	s commercial regist g information to
a) 7837 Old York Road.		PA 190	27 Mo	ntgomery
Number and Street	C:;	State	Z:	County
Name of Commercial Pegistered Office Provide	car	· · · · · · · · · · · · · · · · · · ·		County
r a corporation recresented by a commercial registers tated for venue and official publication purposes.	ed office provider, the county is	: Demeta et kenz (d) n	ne county in whi	en the corporation :
ne statute by or under which it was incorpor	raced is: Business	. Corporati	on Law	of 1988
ne date of its incorporation is: Ma	ry 25, 1995			
is cate or its incorporation is.		·		
he date of its incorporation is: Check, and if appropriate complete, one of the complete. The americment shall be effective upon	if the following):	nendment in the Co	ecentiment of S	State.
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The amendment shall be effective upon	if the following): Iffling these Anicles of An	mendment in the Co	ecartment of S	Siate. Hour
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The amendment was adopted by the bo	Oate card of directors pursuant the following):	pursuant to 15 Pa	.C.S. § 191-(a	Hour
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Check, and if appropriate complete, one of the amendment shall be effective upon. The amendment shall be effective on: Check one of the following): The amendment was adopted by the shall be amendment was adopted by the booker, and if appropriate complete, one of the check, and if appropriate complete, one of	Date Date Oate Care discuss a function of Anna discussion of Communication of Communication of Communication, sat form in full, is a	pursuant to 15 Pa to 15 Pa.C.S. § 19	.C.S. § 1914(a	Hour

PA DEPT. OF STATE

JUN 1. 9 1995

9540-1210

OSC3:15-1915 (Rev 91)-2

8. (Check if the amendment restates the Articles):	
The restated Anides of Incorporation stratede the origin	al Anicles and all amendments thereto.
IN TESTIMONY WHEREOF, the undescribed corporation only such disconstructed officer thereof this $\underline{14}$ day of \underline{June}	t has coused these Articles of Amendment to be signed by
•	ATLAS COMMUNICATIONS, LTD.
	BY: Carperation)
	(Signatura)
	ms President

7370-141

EXHIBIT A

RESOLVED, That the Articles of Incorporation of this corporation be amended by changing Article 3 thereof so that, as amended, said Article 3 shall be and read as follows:

3. The aggregate number of shares authorized is Ten Thousand (10,000). The authorized shares shall be divided into One Thousand (1,000) shares of Class A common stock, no par value, and Nine Thousand (9,000) shares of Class B common stock, no par value. Class A common stock and Class B common stock shall have identical rights and powers, except that Class B common stock shall have no voting rights on any matter whatsoever, including the election of directors.

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ıcicate	type of entity (check one):							
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_ Fore	ign Business Corporation ((15 Pa.C.S. § 4	44)	Dome	stic Limited	i Partners	hip (15 Pa.C.S.	§ 8506)
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4. (Strike cut if a limited partnership): Such change was authorized by the Board of Directors of the corporation.

ASLAS GOMMUNICATIONS, LTD.

Name of Corporation/Limited Partnership

(Signature)

TITLS: PRESIDENT