Company ID: 126070

CIMCO Communications, Inc. 18 West 100 22nd Street, Suite 109 Oakbrook Terrace, IL 60181

BEFORE THE TENNESSEE REGULATORY AUTHORITY Nashville, TN July 9, 1997

IN RE: CASE NUMBER: 97-0462

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.

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Director

ATTEST:

Executive Secretary

BEFORE THE TENNESSEE REGULATORY AUTHORITY

In the Matter of the Application of)	02 11/2
CIMCO Communications, Inc. for Certificate)	Docket No. 97-462
to Resell Interexchange Telecommunications)	
Services in Tennessee.	_)	

APPLICATION

CIMCO Communications, Inc. ("Applicant"), pursuant to Rule 1220-4-2.57 of the Tennessee Regulatory Authority ("TRA"), makes this Application to the TRA for a Certificate to Resell Interexchange Telecommunications Services in Tennessee. In support of its Application,

Applicant states as follows:

Part 1: General Information

A. Applicant's name, address and telephone number are:

CIMCO Communications, Inc. 18 West 100 22nd Street, Suite 109 Oakbrook Terrace, Illinois 60181 Telephone: 630.691.8080

B. The names and addresses of Applicant's officers are:

Mr. William A. Capraro, Sr. President 18 West 100 22nd Street, Suite 109 Oakbrook Terrace, Illinois 60181

Mr. William A. Capraro, Jr. Chief Executive Officer 18 West 100 22nd Street, Suite 109 Oakbrook Terrace, Illinois 60181

Mr. William Dvorak Vice President and General Manager 18 West 100 22nd Street, Suite 109 Oakbrook Terrace, Illinois 60181 126070

C. The names, telephone numbers and facsimile numbers of the contact persons authorized to respond to TRA inquiries Monday through Friday are:

Mr. Mark Nyhus c/o HARBOR CONSULTING GROUP INC. P.O. Box 2461 Gig Harbor, Washington 98335 Telephone: 206.265.3910

Facsimile: 206.265.3912

Applicant's Regulatory Consultant

and

Mr. Thad Goretski
CIMCO Communications, Inc.
18 West 100 22nd Street, Suite 109
Oakbrook Terrace, Illinois 60181
Telephone: 630.691.8080

Facsimile: 630

630.691.8788

- D. Applicant's toll-free customer service number is 800.922.4626.
- E. Applicant proposes to resell interexchange long distance services in the State of Tennessee.
 - F. Applicant will not provide operator services to the transient public.
- G. Applicant has received authority to offer resold interexchange telecommunications service in California (March 18, 1997), Florida (November 26, 1996), Illinois (September 4, 1992), Indiana (March 29, 1994), Iowa (January 28, 1997), Massachusetts (June 24, 1993), Michigan (June 1, 1994), New Jersey (June 20, 1996), New York (August 1, 1993), Ohio (November 19, 1996), Pennsylvania (December 19, 1996), Texas (March 3, 1993) and Wisconsin (September 16, 1993).

Furthermore, Applicant has applications for resold interexchange telecommunications service authority pending in Kansas, Minnesota and North Carolina.

H. In no instance has any application been suspended or rejected.

- I. Applicant proposes to offer its services throughout the State of Tennessee.
- J. Applicant proposes to serve both business and residential customers.
- K. As a non-facilities-based reseller, Applicant does not impose property imposed fees (PIF).
- L. As demonstrated by Applicant's attached **Exhibit A: Informational Tariff Sheets**,

 Applicants rates are competitive with those of the dominant carrier.
 - M. <u>See Applicant's Informational Tariff Sheets.</u>
 - N. Applicant does not have a Carrier Identification Code (CIC).
- O. Applicant does not presently have, and does not plan to construct, any telecommunications facilities in the State of Tennessee.
- P. Applicant will resell the interexchange services of Frontier, Allnet, LCI, Sprint and AT&T.
 - Q. Applicant will bill customers directly for its services.
- R. Applicant will utilize its own sales representatives to market its services in the State of Tennessee.
- S. Applicant will rely on letters of agency to switch a consumer's preferred interexchange service.
- T. Applicant agrees to honor the form of call blocking that the consumer has subscribed to with their local exchange company.

U. Applicant seeks a waiver of the requirement that Applicant authorize the local telephone company to provide the TRA with a periodic sample of the Applicant's intrastate toll calls. Applicant bases its request on the following:

- 1. As incumbent local exchange telephone companies enter the interLATA market under the provisions of Section 271 of the Telecommunications Act of 1996 (47 U.S.C. §271), such companies will become the competitors of the Applicant and other providers of interexchange telecommunications services. Accordingly, any local exchange company monitoring Applicant's calls could gain a competitive advantage unavailable to the Applicant or other similarly-situated interexchange telecommunications companies. If such intraLATA toll usage date were used by the local exchange company to develop pricing and market strategies, the information could be extremely detrimental to Applicant's long-term ability to compete in the State of Tennessee.
- 2. Morevoer, were Applicant's intrastate toll traffic monitored by local exchange telephone companies, there is an identifiable risk that such proprietary information could be used by the local exchange companies to lure customers away from the Applicant. Again, the local exchange telephone company would be in an advantageous position relative to the Applicant.
- 3. Notwithstanding the foregoing, because the Applicant is a non-facilities-based reseller of interexchange services, the local exchange telephone companies could not uniquely identify Applicant's toll calls from those of Applicant's underlying carriers, rendering such data as could be provided to the TRA of little value concerning the Applicant's toll traffic in the State of Tennessee.
- 4. Accordingly, Applicant respectfully requests a waiver of the requirement that Applicant authorize the local telephone company to provide the TRA with a periodic sample of the Applicant's intrastate toll calls. If such a waiver is granted, Applicant agrees to provide the

TRA with the relevant data concerning Applicant's Tennessee operations. If the TRA declines to waive this requirement, then, in the alternative, Applicant requests that the TRA ensure proprietary treatment of any data collected by incumbent local exchange telephone companies concerning Applicant's intrastate toll traffic.

Part II: Organization Structure

- A. Applicant is a privately-held corporation organized under the laws of the State of Illinois.
- B. Applicant's Articles of Incorporation are attached as **Exhibit B**. A copy of Applicant's Certificate of Authority to Transact Business in the State of Tennessee is attached as **Exhibit C**.

Part III: Financial Information

A. Applicant's financial statements are attached under seal as **Exhibit D**. As a privately-held corporation, Applicant does not generate 10K reports.

Part IV: Display Card

Not applicable.

Part V: Rule Compliance Agreement

Applicant hereby agrees to comply with the applicable TRA rules and state laws. Furthermore, Applicant understands that the TRA reserves the right to impose penalties for non-compliance.

WHEREFORE, CIMCO Communications, Inc. respectfully requests that the Tennessee Regulatory Authority grant it a Certificate to Resell Interexchange Telecommunications Services in Tennessee.

(Signature on Following Page)

Respectfully submitted this day of March, 1997.

CIMCO Communications, Inc.

By:

William A. Captaro, Jr.

Chief Executive Officer

18 West 100 22nd Street, Suite 109 Oakbrook Terrace, Illinois 60181

Telephone: 630.691.8080 Facsimile: 630.691.8788

HARBOR CONSULTING GROUP INC. P.O. Box 2461

Gig Harbor, Washington 98335

Telephone: 206.265.3910 Facsimile: 206.265.3912

Applicant's Regulatory Consultants

VERIFICATION OF APPLICANT

STATE OF ILLINOIS)	
COUNTY OF DU PAGE) ss	•
I, William A. Capraro, Jr., being first duly sworn of CIMCO Communications, Inc., the Ap		
make this verification; that I have read the foregoin		
and as to those matters that are therein stated on interest will be william A. Caprary, Jr. Subscribed and sworn to before me this	formation of	
residing at:	**************************************	OFFICIAL SEAL SHAUNE M JONES DITARY PUBLIC, STATE OF ILLINOIS Y COMMISSION EXPIRES:04/28/98



ARTICLES OF INCORPORATION OF

CIMCO COMMUNICATIONS, INC.

INCORPORATED UNDER THE LAWS OF THE STATE OF ILLINOIS HAVE BEEN
FILED IN THE OFFICE OF THE SECRETARY OF STATE AS PROVIDED BY THE
BUSINESS CORPORATION ACT OF ILLINOIS, IN FORCE JULY 1, A.D. 1984.

Now Therefore, I. Jim Edgor. Secretary of State of the State of State of the State of State of the Jowers vested in me by law, do hereby issue this certificate and attach hereto a copy of the Application of the aforesaid corporation.

In Costimony Whereof, Theretoset my hand and cause to be affixed the Great Lead of the State of Illinois.

at the City of Springfield, this 5TH day of SEPTEMBER AD 19 86 and of the Independence of the United States the two hundred and 11TH

SECRE ARY OF STATE

JIM EDGAR Secretary of State State of Illinois

ARTICLES OF INCORPORATION

This Space For Use By Secretary of State Date

License Fee S 50 *Franchise Tax \$ ZSUD Phing Fee 75°03 02.50

Pursuant to the provisions of "The Business Corporation Act of 1983", the undersigned incorporator(s) hereby adopt the following Articles of Incorporation.

The name of the corporation is CIMCO COMMUNICATIONS, INC. ARTICLE ONE (Shall contain the word "corporation", "company", "incorporated".

"limited", or an abbreviation thereof)

ARTICLE TWO The name and address of the initial registered agent and its registered office are:

Registered Agent

Louis First Name

Number

Feigenberg Middle Name

Last Name

Registered Office

221 N. LaSalle Street

Street Chicago, City

60601 Zip Code

Suite # (A P.O. Box alone is not acceptable)

Cook County

ARTICLE THREE The purpose or purposes for which the corporation is organized are:

If not sufficient space to cover this point, add one or more sheets of this size.

Selling, marketing and installing of telecommunications products and services.

ARTICLE OUR Paragraph 1: The authorized shares shall be:

*Par Value per share Class Number of shares authorized Common NPV 10,000

Paragraph 2: The preferences, qualifications, limitations, restrictions and the special or relative rights in respect of the shares of each class are: If not sufficient space to cover this point, add one or more sheets of this size.

ARTICLE FIVE

5457-243-4

The number of shares to be issued initially, and the consideration to be received by the

corporation therefor, are:

Class	*Par Value per share	Number of shares proposed to be issued		Consideration to be received therefor	
Common	NPV	1,000	\$	1,000	
			\$_		
			\$		
			\$		
		TOTAL	s	1.000	

ARTICLE SIX	OPTIONAL The number of directs constituting the initial board of directors of the corporation is, and the names and addresses of the persons who are to serve as directors until the first annual meeting of shareholders or until their successors be elected and qualify are: Name Residential Address
	Tresideritial Address
ARTICLE SE	VEN OPTIONAL (a) It is estimated that the value of all property to be owned by the corporation for \$
	the following year wherever located will be:
	(b) It is estimated that the value of the property to be located within the State of S
	(c) It is estimated that the gross amount of business which will be transacted by \$ the corporation during the following year will be:
	(d) It is estimated that the gross amount of business which will be transacted from S places of business in the State of Illinois during the following year will be:
ARTICLE EI	GHT OTHER PROVISIONS
The unc	Attach a separate sheet of this size for any other recovision to be included in the Articles of Incorporation, e.g., authorizing pre-emptive rights; denying cumulative voting; regulating internal affairs; voting majority requirements; fixing a duration other than perpetual; etc. NAMES & ADDRESSES OF INCORPORATORS dersigned incorporator(s) hereby declare(s), under penalties of perjury, that the statements
made in the	foregoing Articles of Incorporation are true.
Dated	7) 2 Signatures and Names Post Office Address
1. 77	illeans (Calley) 1. 7625 OUTIERFIELD RU
	Signature Street
66	TICK I AM A. CAPRARO CHR BRICK, ICC 6000 21
11	111111111111111111111111111111111111111
2. U	Signature 2. 4625 B. 1/1-X-1-1-12 1217
\	VILLIAM A CAPPARD JR. CAK BOOK III GESZ
Na	me (please print) City/Town State Zip
3	2
J	Signature Street
	2
	me (please print) City/Town State Zip
NOTE: It a corp	be in ink an original document. Carbon copy, xerox or rubber stamp signatures may only be used on conformed copies (poration acts as incorporator, the name of the corporation and the state of incorporation shall be shown and the If be by its President or Vice-President and verified by him, and attested by its Secretary or an Assistant
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File Prior to: 09/01/93

STATE OF ILLINOIS DOMESTIC CORPORATION ANNUAL REPORT PLEASE TYPE OR PRINT CLEARLY IN BLACK INK

CORPORATION FILE NO.

0 5437-245-4

1) CHANGES ONLY: REGISTERED AGENT WILLIAM A. CAPRARO, TR. REGISTERED OFFICE ISWICO 22 ST. SUITE 109 X CITY IL ZIP CODE OFIC BROWN TERROR , FLL GX1131XCOUNTY

2.) CORPORATE NAME, REGISTERED AGENT, REGISTERED OFFICE, CITY, IL, ZIP CODE

The names and residential addresses of ALL officers & directors MUST be listed here!

CIMCO COMMUNICATIONS, INC. * LOUIS FEIGENMERG 51 ₩ SUPERIOR CHICAGO, IL. 60610-3324

090691

FILED

COOK COLINTY

SEP 27 1993

3.) Date Incorporated C 7/ 15/1985

GEORGE H. RYAN LECRETARY OF STATE

OFFICE NUMBER & STREET NAME President William Capraro Sr. (pi.)17 W 715 C Butterfield Oakbrook Terrace 11. 6018 (Dir)17 W 715 C Butterfield Oakbrook Terrace II. 6018 Secretary Treasurer Director Director

-	·- • ·	- maps - 1 - 100		
51	If 51% or more of the stock	is owner	t by a minority or female, please check appropriate box. Minority Owned.	☐ Female Owner

6: Number of shares authorized and issued (as of 05/30/93)

CLASS	SERIES	PAR VALUE	NUMBER AUTHORIZED	NUMBER ISSUED
HOMMOD			10000	1000.000
				+

IMPORTANT! whenever the amount in item 6 or 7a differs from the Secretary of State's records, the enclosed BCA 14.30 must be completed

7a.) The amount of paid in capital as of 06/30/93 is: s 1000.00

7b.) The Paid in Capital on record with the Secretary of State is: \$

1 000

20P 8/20/93

RETURN TO

Ouestor

cartment of Business Services retary of State inglield, IL. 62758 ephone (217) 782-7808

ITEM 8 MUST BE SIGNED!

Under the penalty of perjury and as an authorized officer. I declare that this annual report and, if applicable, the statement of change of registered agenandor office, pursuant to provisions of the Busines Corporation Act, has been examined by me and is, to the best of my knowledge and belief, true, correct, an

PLEASE COMPLETE THE REVERSE SIDE OF THIS REPOR

STATE OF ILLINOIS

Office of the Secretary of State

I hereby certify that this is a true and

correct copy, consisting of pages, as taken from the original on file in this office.

George H Ryan

George H. Ryan Secretary of State

DATED/November 12, 1996

BY Bulan Telfon

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

DATE: 01/30/97 REQUEST NUMBER: 3277-1730 TELEPHONE CONTACT: (615) 741-0537 FILE DATE/TIME: 01/30/97 1003 EFFECTIVE DATE/TIME: 01/30/97 1003 CONTROL NUMBER: 0324672

TO: TSIO P.O. BOX 120598 NASHVILLE, TN 37212

RE: CIMCO COMMUNICATIONS, INC. 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

WASHINGTON, DC 20005-0000

ON DATE: 01/30/97

FROM:
UNITED STATES CORPORATION (WASHINGTON DC
1025 VERMONT AVE NW
SU 1125

FEES \$300.00 RECEIVED:

\$300.00

TOTAL PAYMENT RECEIVED:

RECEIPT NUMBER: 00002061922 ACCOUNT NUMBER: 00000419

RILEY C. DARNELL SECRETARY OF STATE

FILED

RECEIVED COMMUNICATIONS, INC. To the Seograph 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 section and for the form of authority to transact business in the State of Tennessee, and for that purpose sets forth: CIMCO COMMUNICATIONS, INC. 1. The name of the corporation is_ If different, the name under which the certificate of authority is to be obtained is (NOTE: The Socretary 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 _____ILLINGIS 3. The date of its incorporation is SEPTEMBER 5, 1986 (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_ 18W100 22ND STREET, SUITE 109, OAKBROOK TERRACE, ILLINOIS 60181 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 500 Tallan Building, Two Union Square, Chattanooga, Tennessee 37402-2571 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.) SR., 18W100 22ND STREET. STE 109, OAKBROOK TERRACE, IL 60181 WILLIAM CAPRARO. WILLIAM CAPRARO, JR., 18W100 22ND STREET, STE 109, OAKBROOK TERRACE, IL 60181 7. The names and complete business addresses (including Zip code) if its current board of directors are: (Attach separate sheet if necessary.) WILLIAM CAPRARO, SR. 18W100 22ND STREET, STE 109, OAKBROOK TERRACE, IL 60181 WILLIAM CAPRARO, JR., 18W100 22ND STREET, STE 109, OAKBROOK TERRACE, IL 60181 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 , 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 one (1) month prior to the date the application is filed in this state.) COMMUNICATIONS 1128197 Signature Date Signer's Capacity WILLIAM CAPRARO SR., PRESIDENT Name (typed or printed)

RDA 1678

File Humber 5437-243-4



To all to whom these presents Shall Come, Greeting:

I, George H. Ryan, Secretary of State of the State of Illinois,



I herelo sel
Great Seal of
27TH
1997

George H Ryan
SECRETARY OF STATE