

Company ID: 126287
UTC Long Distance, LLC
120 Taylor Street
Chapel Hill, TN 37034

BEFORE THE TENNESSEE REGULATORY AUTHORITY
Nashville, TN

July 9, 1997

IN RE: CASE NUMBER: 97-1027

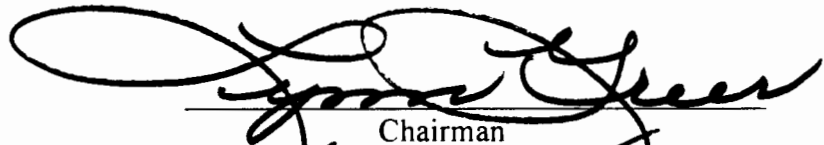
Application for Authority to Provide Operator Services and/or Resell
Telecommunications Services in Tennessee Pursuant to Rule 1220-4-2-.57.

---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.

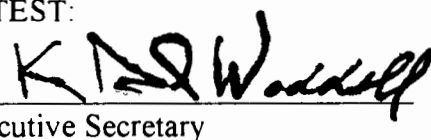
IT IS THEREFORE ORDERED:

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.


Chairman


Director

ATTEST:


Executive Secretary


Director



UTC
Long Distance

P. O. BOX 207 • CHAPEL HILL, TENNESSEE 37034 • 364-2289

April 25, 1997

Mr. Scott Trout
Tennessee Regulatory Authority
460 James Robertson Parkway
Nashville, Tennessee 37243

Dear Mr. Trout,

Enclosed you will find the original and one copy of the UTC Long Distance, L. L. C. Application for Certificate to Provide Operator Services and/or Resell Telecommunications Services in Tennessee and a check for the \$50.00 application fee.

Mr. Jim Cherry at 770-446-7242 is familiar with the content of the application and is available if you have any questions, or you may call me at 615-364-2289.

Sincerely,

Herbert R. Bivens
Manager

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 UTC Long Distance, L. L. C.
Address 120 Taylor Street, Chapel Hill
State TN Zip Code 37034 Phone No. (615) 941-9400

B. Owner, Partners, or Corporate Officer See Attachment A

NAME	ADDRESS	CITY	STATE	ZIP CODE

C. Name and telephone number of contact person authorized to respond to Authority inquiries Monday through Friday.
Herbert R. Bivens (615) 941-9400 (615) 364-7202
Name 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. 800-779-2227

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

☒ 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 I.

G. List the state(s) you are authorized to operate in at this time. NONE

(To be filled out by TRA)

Company ID Number _____

Date Approved _____

Evaluator _____

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

NONE

I. Areas in Tennessee to be served. Williamson, Davidson, Rutherford, Marshall, Bedford, Franklin counties and surrounding areas.

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. N/A

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? 6853

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 direct²? Local Telephone Company's billing system

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.

See Attachment B

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

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 _____

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.

nce

NUMBER

April 25,

19

97

87-811
641

Mississippi Regulatory Authority

\$**50.00

/100-

DOLLARS



FIRST FARMERS & MERCHANTS
NATIONAL BANK
Chapel Hill, TN 37034

on Fee

⑆064108113⑆

97 18966⑈

Marian H. Henshaw
Robert H. Bivens



Calvey, Hutton & Associates, Inc.
Telecommunications Management Consulting

June 12, 1997

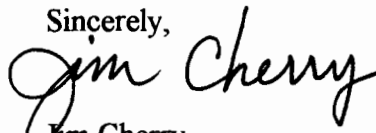
Mr. Scott Trout
Tennessee Regulatory Authority
460 James Robertson Parkway
Nashville, Tennessee 37243-0505

Re: UTC Long Distance, LLC Application for Certificate

Dear Mr. Trout:

Enclosed you will find, for inclusion in the UTC Long Distance application package, a hard copy of the three pages I faxed to you yesterday. I understand with the inclusion of these pages the application will be complete and will be considered at the July 1, 1997 session of the Tennessee Regulatory Authority. I will call you on Monday to insure that you did receive this information.

If you have any further questions or comments regarding this application, please call me at 770-446-7242.

Sincerely,

Jim Cherry
Senior Project Manager

cc: Mr. Herbert R. Bivens

Enclosure

3300 Holcomb Bridge Road
Suite 286
Norcross, Georgia 30092-3238
Voice (770) 446-7242
Facsimile (770) 446-7243

2711 IBJ Freeway
Suite 560
Dallas, Texas 75234-7321
Voice (214) 484-2323
Facsimile (214) 243-6139

3721 Executive Center Drive
Suite 200
Austin, Texas 78731-1639
Voice (512) 343-2544
Facsimile (512) 343-0119

429 Gammon Place
Madison, Wisconsin 53719-1053
Voice (608) 833-8515
Facsimile (608) 833-6525



UTC
Long Distance

P. O. BOX 207 • CHAPEL HILL, TENNESSEE 37034 • 888-870-5882

December 18, 1998

Mr. David Waddell
Executive Secretary
Tennessee Regulatory Authority
460 James Robertson Parkway
Nashville, TN 37243-0505

Dear Mr. Waddell:

[REDACTED] is authorized to provide intrastate long distance resale services, within the state of Tennessee. A copy of our certificate of Convenience and Necessity, dated July 9, 1997, is attached.

In order to accentuate the home town nature of our services in various areas of the state, we would like to brand our long distance products under the assumed name, [REDACTED] in addition to the current certified name, [REDACTED]. A copy of the authorization from the Tennessee Secretary of State, for the use of this assumed name is attached.

Please accept this as our request to amend our certification to allow us to provide long distance resale services in Tennessee under the name Ardmore Long Distance, in addition to our current certified name, UTC Long Distance, LLC. If you have any questions or require further information regarding this request, please contact Mr. Jim Cherry at 770/446-7242. Mr. Cherry is the Senior Product Manager for Cathey, Hutton & Associates, Inc., and is authorized to speak for UTC Long Distance, LLC in this matter before the Tennessee Regulatory Authority.

Sincerely,

Herbert R. Bivens
Chief Officer

Attachments

NAME CHANGE
DOCKET

99-00014

CO.ID 126287

Secretary of State

Corporations Section

James K. Polk Building, Suite 1800

Nashville, Tennessee 37243-0306

DATE: 12/03/98
REQUEST NUMBER: 3591-0322
TELEPHONE CONTACT: (615) 741-2286
FILE DATE/TIME: 12/02/98 0931
EFFECTIVE DATE/TIME:
CONTROL NUMBER: 0321670

TO:
UTC LONG DISTANCE, LLC
PO BOX 207

CHAPEL HILL, TN 37034

RE:
ARMOR LONG DISTANCE
APPLICATION FOR REGISTRATION OF ASSUMED NAME -
LIMITED LIABILITY COMPANY

THIS WILL ACKNOWLEDGE THE FILING OF THE ATTACHED DOCUMENT WITH AN EFFECTIVE
DATE AS INDICATED ABOVE.

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

FOR: APPLICATION FOR REGISTRATION OF ASSUMED NAME - ON DATE: 12/02/98
LIMITED LIABILITY COMPANY

FROM:
UTC LONGDISTANCE
P O BOX 207

RECEIVED: FEES \$20.00 \$0.00
TOTAL PAYMENT RECEIVED: \$20.00

CHAPEL HILL, TN 37034-0000

RECEIPT NUMBER: 00002391774
ACCOUNT NUMBER: 00283847



Riley C. Darnell

RILEY C. DARNELL
SECRETARY OF STATE

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 ☒ 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 ☒ No ☐

Part II: Organization Structure

A. Type of Organization

☐ Individual ☐ Corporation

☐ Partnership ☒ Other (Explain on separate sheet) See Attachment D

B. If partnership and/or Non-resident See Attachment D

(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 See Attachment E

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.

N/A

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



UTC
Long Distance

P. O. BOX 207 • CHAPEL HILL, TENNESSEE 37034 • 364-2289

Statement of Compliance

To: Tennessee Regulatory Authority

From: Herbert R. Bivens
Manager

This is to certify that UTC Long Distance, L. L. C. (UTCLD) is operating in compliance with all applicable federal and state laws and all Federal Communications Commission and Tennessee Regulatory Authority rules.

UTCLD is not an operator services provider.

Signed: *Herbert R. Bivens*
Herbert R. Bivens - Manager

Date: 4/25/97

Maureen Northcott

Subscribed and Sworn
before me this 25 day
of April, 1997.

SEAL

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.

UTC Long Distance, L. L. C.
Company Name Date

Herb H. Birens C.O.M.
Company Official Title

Subscribed and sworn
before me this 25 day
of April, 19 97

Marian Heathcott
Notary Public

seal

GG 2343

Secretary of State

Corporations Section

James K. Polk Building, Suite 1800

Nashville, Tennessee 37243-0306

DATE: 12/05/96
REQUEST NUMBER: 3247-1441
TELEPHONE CONTACT: (615) 741-0537
FILE DATE/TIME: 12/05/96 1036
EFFECTIVE DATE/TIME: 12/05/96 1036
CONTROL NUMBER: 0321670

TO:
GLANKLER BROWN, PLLC
ONE COMMERCE SQ 1700
MEMPHIS, TN 38103

RE:
UTC LONG DISTANCE, LLC
ARTICLES OF ORGANIZATION -
LIMITED LIABILITY COMPANY

CONGRATULATIONS UPON THE FORMATION OF THE LIMITED LIABILITY COMPANY IN THE STATE OF TENNESSEE WHICH IS EFFECTIVE AS INDICATED ABOVE.

A LIMITED LIABILITY COMPANY ANNUAL REPORT MUST BE FILED WITH THE SECRETARY OF STATE ON OR BEFORE THE FIRST DAY OF THE FOURTH MONTH FOLLOWING THE CLOSE OF THE LIMITED LIABILITY COMPANY'S FISCAL YEAR. ONCE THE FISCAL YEAR HAS BEEN ESTABLISHED, PLEASE PROVIDE THIS OFFICE WITH WRITTEN NOTIFICATION. THIS OFFICE WILL MAIL THE REPORT DURING THE LAST MONTH OF SAID FISCAL YEAR TO THE LIMITED LIABILITY COMPANY 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 LIMITED LIABILITY COMPANY TO ADMINISTRATIVE DISSOLUTION.

WHEN CORRESPONDING WITH THIS OFFICE OR SUBMITTING DOCUMENTS FOR FILING, PLEASE REFER TO THE LIMITED LIABILITY COMPANY CONTROL NUMBER GIVEN ABOVE. PLEASE BE ADVISED THAT THIS DOCUMENT MUST ALSO BE FILED IN THE OFFICE OF THE REGISTER OF DEEDS IN THE COUNTY WHEREIN A LIMITED LIABILITY COMPANY HAS ITS PRINCIPAL OFFICE IF SUCH PRINCIPAL OFFICE IS IN TENNESSEE.

FOR: ARTICLES OF ORGANIZATION -
LIMITED LIABILITY COMPANY

ON DATE: 12/05/96

FROM:
GLANKLER BROWN (1 COMMERCE SQ/MEMPHIS)
1 COMMERCE SQ
SUITE 1700
MEMPHIS, TN 38103-0000

RECEIVED: FEES \$300.00 \$0.00
TOTAL PAYMENT RECEIVED: \$300.00

RECEIPT NUMBER: 00002037668
ACCOUNT NUMBER: 00024909



Riley C. Darnell

RILEY C. DARNELL
SECRETARY OF STATE

✓ **FILED**
 SECRETARY OF STATE

3247 1441

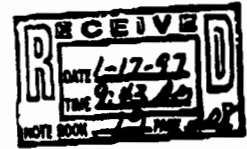
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96 DEC -5 AM 10:36

ARTICLES OF ORGANIZATION
 OF
 UTC LONG DISTANCE, LLC

RILEY DARNELL
 SECRETARY OF STATE

TENNESSEE LIMITED LIABILITY COMPANY



Encl.
 Glankler
 Brown

To the Secretary of State of Tennessee:

The undersigned, acting as the sole Organizer of a Limited Liability Company under the Tennessee Limited Liability Company Act § 48-201-101, et seq., hereby files these Articles of Organization for such Limited Liability Company:

1. The name of the limited liability company is UTC Long Distance, LLC.
2. (a) The complete address of the Company's initial registered office in Tennessee is 120 Taylor Street, Chapel Hill, Tennessee 37034, which is located in Marshall County, Tennessee.
 (b) The initial registered agent for the Company to be located at the address listed in 2(a) is Herbert Bivens.
3. The name and complete address of the sole Organizer is Cecil C. Humphreys, Jr., Suite 1700, One Commerce Square, Memphis, Shelby County, Tennessee 38103.
4. At the time and date of formation there are two (2) or more members.
5. The Company will be member-managed.
6. There are two (2) members at the date of filing of these Articles of Organization.
7. The effective date of the Company will be the date of filing.
8. The complete address of the Company's principal executive office is 120 Taylor Street, Chapel Hill, Tennessee, which is located in Marshall County, Tennessee.
9. The Company shall not have the power to expel a member of the Company.
10. The period of duration for the Company shall be indefinite unless the Company is dissolved earlier pursuant to the provisions of its Operating Agreement.

RECEIVED
SECRETARY OF STATE

3247 1442

GG 2343

The members or parties (other than the LLC) to a contribution agreement or a contribution allowance agreement may have preemptive rights.

RILEY D. BARNETT, Company is formed under Tennessee law and is not prohibited from engaging in business in Tennessee.

DATED this 3d day of December, 1996.

Cecil C. Humphreys, Jr.
Cecil C. Humphreys, Jr.
Sole Organizer

GG 2343

No.	
D/C	DR 8
Pgs.	3 itm.
Val	
STATE TAX	
REGISTER'S FEE	
RECORDING FEE	500
WT <input type="checkbox"/> MISC FEE	
TOTAL	

STATE OF TENNESSEE
SHELBY COUNTY
GUY B. RATES
REGISTER

CCH.3324

GG2343

SHELBY COUNTY
REGISTER OF DEEDS

96 DEC 11 AM 11:55

- 2 -

KAPPAHALL COUNTY, STATE OF
Recorded 17 Day of January
1997 At 1:43 Clock PM. Record
Book 224 Page 593. State Tax
\$ Recording Fee \$5.00
Total \$ 500. Receipt 1650
B. B. Bates, Register

2-8

594