

BEFORE THE TENNESSEE REGULATORY AUTHORITY
January 23, 2001 **Nashville, Tennessee**

In Re: **Efficy Group, Inc.**)
 for Cancellation of Authority to Provide) Docket No. 97-01436
 Resold Telecommunication) Co. ID: 126454
 Services In Tennessee)

ORDER GRANTING CANCELLATION OF AUTHORITY TO PROVIDE RESOLD TELECOMMUNICATION SERVICES

This matter is before the Tennessee **Efficy Group, Inc.** 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 January 23, 2001.

WHEREFORE, having considered the request of **Efficy Group, Inc.** to cancel their authority, the Authority finds that such a cancellation should be granted.

IT IS THEREFORE ORDERED: **Efficy Group, Inc.** to cancel their authority to provide Resold Telecommunication services in Tennessee, Docket No. 97-01436, is hereby granted; and

- 2) That this docket is herewith closed.

Chairman Sara Kyle

Director Lynn Greer

Director Melvin Malone

ATTEST:

K. David Waddell

Company ID: 00126545
Efficacy Group, Inc.
403 Woods Lake Road
Suite 140
Greenville, SC 29607

BEFORE THE TENNESSEE REGULATORY AUTHORITY
Nashville, TN January 14, 1998

IN RE: CASE NUMBER: 97-01436

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 January 6, 1998, 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:

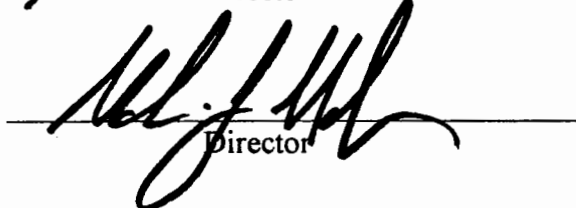
1. That the above-mentioned company is issued a Certificate of Convenience and Necessity as an operator service provider and/or reseller of telecommunications services for state-wide service in Tennessee as specified in its application on file with the Authority.
2. That said company shall comply with 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

ORIGINAL

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 Efficy Group, Inc.
Address 403 Woods Lake Road, Suite 140 City Greenville
State South Carolina Zip Code 29607 Phone No. (864) 675 - 1125

B. Owner, Partners, or Corporate Officer See Exhibit C.

NAME	ADDRESS	CITY	STATE	ZIP CODE

C. Name and telephone number of contact person authorized to respond to Authority inquiries Monday through Friday.
Kaye Davis (864) 675-1125 (864) 675-5817
Name Phone No. Fax Number

D. List a toll-free telephone that consumers can call to report service problems and/or request refunds or adjustments. 888-233-3429

E. Check the type of telecommunication services you plan to provide in Tennessee.
☒ Resell Interexchange long distance services
☐ Operator Services
☒ Other (describe below) Efficy proposes to offer a full range of interexchange services, including MTS, WATS, 800, calling card and debit card services. Operator services will be will be provided by Efficy's underlying carrier to its presubscribed customers only.

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. Efficy is authorized to provide telecommunications services on an unregulated basis in Michigan, Utah and Virginia. Efficy has applications pending in California, Connecticut, Georgia, Indiana, Nebraska, New York, North Carolina and South Carolina.

(To be filled out by TRA)
Company ID Number 126345
Date Approved _____
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 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 you, specify amount. No.
- L. Are your prices for intrastate services plus any PIF equal to or less than the dominant carriers price for similar services? Yes _____ No _____ **Not applicable.**
- 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. **See Exhibit E.**
- N. What is the applicant's 10XXX or 800 access code? 10 488
- O. Does the applicant now have or plan to have any telecommunications facilities (e.g. switches, fiber lines) in Tennessee? No
- P. What facility-based network will the applicant be reselling? Efficy will resell telecommunications services provided by Sprint and WorldCom.
- Q. Will the applicant be utilizing the local telephone company's billing system or billing customers direct?²² Efficy will be billing customers direct. Optimation Services, Inc., located at 403 Woods Lake Road, Suite 201, Greenville, South Carolina 29607, will be the billing agent. As a newly-formed company, Efficy does not yet have a copy of a bill to attach.
- 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.
Efficy plans to offer various sales incentives, including a distributor/shareholder equity program. In addition to a commission, a distributor will have the opportunity to own a percentage of shares in the company. The distributor will receive shares based upon the amount of billed long distance revenue attained within specified time periods.
See Exhibit F.
- S. Describe the procedures the applicant will use to switch a consumer's preferred interexchange service. Efficy will verify PIC changes in accordance with applicable state and federal laws using a Letter of Agency.

¹Applicant is required to fill out an Information Tariff form. Failure to fill out this form will cause the applicant's request to be rejected.

²²A 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 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 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 A.**
- (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 B.**

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 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)³, which includes a toll-free number consumers can call for service problems and refunds.

Not applicable.

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.

Efficy Group Inc 9/4/97
Company Name Date

Kaye Davis Secretary
Company Official Title

Subscribed and sworn
before me this 4 day
of Sept, 1997

James E. Burson
Notary Public

seal

VERIFICATION

I am authorized to represent Efficacy Group, Inc. and to make this verification on its behalf. The statements in the foregoing document are true of my own knowledge, except as to matters which are therein stated on information and belief, and as to those matters, I believe them to be true. I declare under penalty of perjury that the foregoing is true and correct.

By: Barney R. Shorter

Name: Barney R. Shorter

Title: President

Date: 6-18-97


Sworn and subscribed to
before me this 18
day of June, 1997.

John Power Hubert
Notary Public

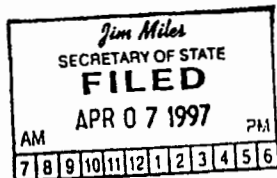
My Commission expires: 6-17-2001

CERTIFIED TO BE A TRUE AND CORRECT COPY
AS TAKEN FROM AND COMPARED WITH THE
ORIGINAL ON FILE IN THIS OFFICE.

MAY 28 1997



SECRETARY OF STATE OF SOUTH CAROLINA



STATE OF SOUTH CAROLINA
SECRETARY OF STATE

ARTICLES OF INCORPORATION
FOR

EFFICY GROUP, INC.

1. The name of the corporation is **EFFICY GROUP, INC.**
2. The initial registered office of the corporation is **75 Beattie Place, 2 Insignia Financial Plaza, Greenville, Greenville County** and the initial registered agent at such address is **Frank T. Davis, III.**
3. The corporation is authorized to issue a single class of shares, and the total number of shares authorized is **10,000,000, no par value.**
4. The existence of the corporation shall begin when these articles are filed with the Secretary of State. (Unless a delayed date is indicated [See Section 33-1-230(b)]).
5. The optional provisions which the corporation elects to include in the articles of incorporation are as follows: (See Section 33-2-102 and the applicable comments thereto; and Section 35-2-105 and 35-2-221 of the 1976 South Carolina Code).
6. The name and address of each incorporator is as follows:

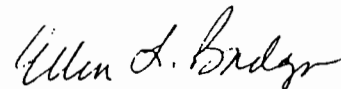
Name

Address

Ellen L. Badger

Haynsworth, Marion, McKay & Guerard, LLP
75 Beattie Pl., 2 Insignia Financial Plz.
Greenville, South Carolina 29602

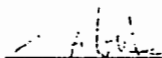
Signature



Ellen L. Badger

7. I, Frank T. Davis, III, an attorney licensed to practice in the State of South Carolina, certify that the corporation, to whose articles of incorporation this certificate is attached, has complied with the requirements of Section 33-12-102 of the 1976 Code of Laws of South Carolina, as amended.

Date: April , 1997


Signature

Frank T. Davis, III
Name Typed

Secretary of State

Corporations Section

James K. Polk Building, Suite 1800
Nashville, Tennessee 37243-0306

DATE: 07/24/97
REQUEST NUMBER: 3368-2484
TELEPHONE CONTACT: (615) 741-0537
FILE DATE/TIME: 07/24/97 1355
EFFECTIVE DATE/TIME: 07/24/97 1355
CONTROL NUMBER: 0334800

TO:
EFFICY GROUP
403 WOODS LAKE RD
GREENVILLE, SC 29607

RE:
EFFICY GROUP, 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

ON DATE: 07/24/97

FROM:
EFFICY GROUP
403 WOODS LAKE RD
GREENVILLE, SC 29607-0000

	FEE	
RECEIVED:	\$300.00	\$300.00
TOTAL PAYMENT RECEIVED:		\$600.00
RECEIPT NUMBER:	00002161825	
ACCOUNT NUMBER:	00265849	



Riley C. Darnell

RILEY C. DARNELL
SECRETARY OF STATE