

Company ID: 00126549
Cellular Concepts, & Paging, Inc.
4109 Elvis Presley Blvd.
Memphis, TN 38116

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

IN RE: CASE NUMBER: 97-01445

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

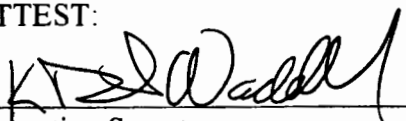
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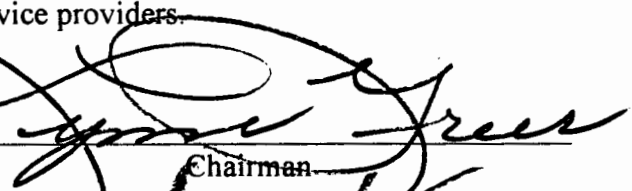
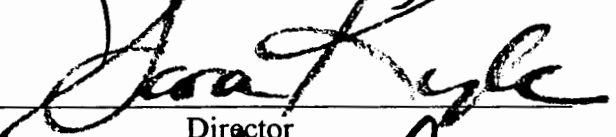

This matter is before the Tennessee Regulatory Authority upon the application of the above-mentioned company for certification as a reseller or telecommunication operator service provider in Tennessee. The TRA considered this application at a Conference held on December 2, 1997 and concluded that the 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.

ATTEST:


Executive Secretary


Chairman

Director

Director

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 Cellular Concepts + Paging Inc.
Address 4109 Elvis Presley Blvd City Mem
State Tn. Zip Code 38116 Phone No. (901) 345-0100

B. Owner, Partners, or Corporate Officer

NAME	ADDRESS	CITY	STATE	ZIP CODE
Dan McGill	3835 Gopher Ridge	Mem	Tn	38135
Melvin White	2964 Ridgeway	Mem	Tn	38115
			Tn	38116

http://www.unionplanters.com

MELVIN G WHITE
3172 SAX RD PH 483-0139
MEMPHIS, TN 38109

1846

Date 9/22/97 26-8/840
BRANCH 36

Pay to the Order of Tenn Regulatory Authority \$ 50.00
fifty dollars 9/00

UNION PLANTERS BANK MEMPHIS, TENNESSEE

For Cellular Concepts (License)

⑆084000084⑆ 1846 ⑈37433⑈7⑈

1 license issue letter

Thank
Scott

Date Approved _____
Evaluator _____

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

NONE

I. Areas in Tennessee to be served.

Shelby County; Fayette County; Tipton County; Madison County

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. NO

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? N/A

O. Does the applicant now have or plan to have any telecommunication's facilities (e.g. switches, fiber lines) in Tennessee? yes

P. What facility-based network will the applicant be reselling? Bell South (South Central Bell)

Q. Will the applicant be utilizing the local telephone company's billing system or billing customers direct²? Billing will be direct

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.

Main source Media Ads: Newspaper Television, Radio

S. Describe the procedures the applicant will use to switch a consumer's preferred interexchange service. Signed Letter of Authorization

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.

- 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.
- (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

- 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.

Appendix II
Informational Tariff Sheet

<u>Description of Service</u>	<u>Applicant proposed Price change to consumer</u>	<u>Dominant Carriers⁴ Price for similar service</u>
1. Local Phone Service (Prepaid Dail Tone)	\$ 47 <u>95</u>	\$ 27 <u>95</u> (Package)
2. Call waiting	3 <u>35</u>	3 <u>00</u>
3. Three way Calling	3 <u>25</u>	2 <u>75</u>

⁴Dominant Carrier (South Central Bell or AT&T, whichever is appropriate). A copy of these companies' rates are found on Appendix V.

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.

Company Name

Date

John A. White

Company Official

Title

Subscribed and sworn
before me this 10 day
of September 1997

Marilyn M. Cauley

Notary Public



FILED

NOV 13 1997

RECEIVED
CLERK OF THE COURT**ARTICLES OF INCORPORATION**

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OFCELLULAR CONCEPTS & PAGING, INCORPORATED
SECRETARY OF STATE

Pursuant to the provisions of the Tennessee Business Corporation Act, the undersigned corporation hereby submits the following Articles of Incorporation of the Charter and state as follows:

1. The name of the corporation is Cellular Concepts & Paging, Incorporated.

2. The number of shares of stock the corporation is authorized to issue is 100,000.

3. The complete address of the corporation initial registered office in Tennessee is 26 North Second Street, Memphis, Tennessee 38103 in Shelby County.

4. The name of the initial registered agent, to be located at the address listed above is Robert A. Cox, Attorney at Law.

5. The name and complete address of each incorporator is:

(a) Anthony Currie, 1254 Lamar Avenue, Suite 301, Memphis, Tennessee 38104;

(b) Dan McGill, 1254 Lamar Avenue, Suite 301, Memphis, Tennessee 38104;

(c) Melvin White, 1254 Lamar Avenue, Suite 301, Memphis, Tennessee 38104;

31953 2193

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STATE OF TENNESSEE

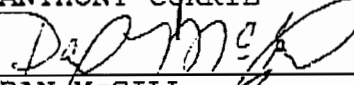
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The complete address of the corporation's principal office
is 1254 Lamar Avenue, Suite 301, Memphis, Tennessee 38104.RILEY DARNELL
SECRETARY OF STATERECEIVED
STATE OF TENNESSEE
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RILEY DARNELL
SECRETARY OF STATE

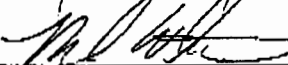
7. The corporation is for profit.



ANTHONY CURRIE



DAN MCGILL



MELVIN WHITE

C:\PDB\CELLULAR.ART