

Company ID: 00128136
Phone Link, Inc.
206 West Jefferson Street
LaGrange, KY 40031

BEFORE THE TENNESSEE REGULATORY AUTHORITY
Nashville, TN July 2, 1998

IN RE: CASE NUMBER: 98-00274

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

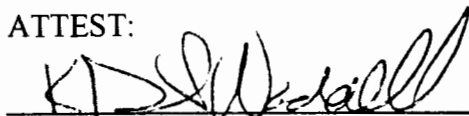
---ORDER---

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 June 30, 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.

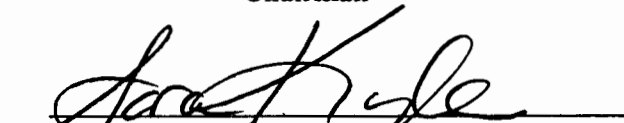
IT IS THEREFORE ORDERED:

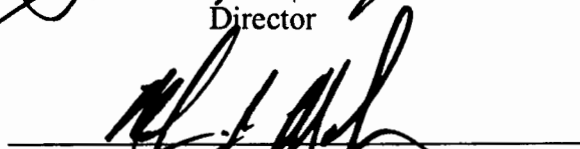
1. That the above-mentioned company is issued a Certificate of Convenience and Necessity as an operator service provider and/or reseller of telecommunications services for state-wide service in Tennessee as specified in its application on file with the Authority.
2. That said company shall comply with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

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

VOUCHER NO. 777-752,147

CC 01012 **SRC.** 281.03

AMT. REC. 50.00

DEPOSIT DATE 4/7/98

APPLICATION FOR CERTIFICATE TO PROVIDE OPERATOR SERVICES AND/OR RESELL TELECOMMUNICATION SERVICES IN TENNESSEE [RULE 1220-4-2-.57]

**RECEIVED
ADMINISTRATIVE**

APR 06 1997

SECTION A

Part 1: General Information

TN REGULATORY AUTHORITY

A. Name of Applicant Phone-Link, Inc.
Address 206 West Jefferson Street City LaGrange
State KY Zip Code 40031 Phone No. (502) 225-9100

B. Owner, Partners, or Corporate Officer

NAME	ADDRESS	CITY	STATE	ZIP CODE
Dennis Landgraf	206 W. Jefferson St.	LaGrange	KY	40031
Santiago Santa Cruz	206 W. Jefferson St.	LaGrange	KY	40031
David W. Wigginton	206 W. Jefferson St.	LaGrange	KY	40031

C. Name and telephone number of contact person authorized to respond to Authority inquiries regarding company operations Monday through Friday.
David W. Wigginton (502) 225-9100 (502) 225-9109
Name Phone No. Fax No.

Name and telephone number of contact person authorized to respond to Authority inquiries regarding this filing Monday through Friday.
Jeffrey W. Short (317) 633-4884 (317) 633-4878
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. 800-220-1377

E. Check the type of telecommunication services you plan to provide in Tennessee.
☐ Resell Interexchange long distance services
☐ Operator Services
☒ Resell local services
☐ Other (describe) _____

128136

(To be filled out by TRA)
Company ID Number _____
Date Approved _____
Evaluator _____

98-00274

Mail the completed application and a check for \$50.00 to: Tennessee Regulatory Authority, P.O. Box 198907, Nashville, TN 37219-8907. Should you have any questions, call (615)741-7489; ext. 163.

F. If providing operational 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) that the applicant is authorized to operate in at this time. Kentucky

For the above states, list the number and types of complaint(s) filed against applicant, and the complaint(s)' current status. Provide this information on a separate attachment, if necessary.

If applicant has affiliate(s) engaged in providing telecommunications services, provide the above requested information for the affiliate(s), as well as for the applicant.

H. List any states that the applicant has been denied authority to provide service. None

If applicant has affiliate(s) engaged in providing telecommunications services, provide the above requested information for the affiliate(s), as well as for the applicant.

I. Areas in Tennessee to be served. Entire State

J. What type of customers will the applicant serve?

- a. Business
- b. Residential X
- c. Aggregators
(e.g. Hotels, Payphones)
- d. Other (specify)

K. Does the applicant allow a property imposed fee (PIF) to be added to the price of intrastate telephone calls over its network? If yes, specify amount.

L. Are your prices for intrastate services plus any PIF equal to or less than the dominant carriers' price for similar services? Yes No X

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, if applicable? N/A

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(s) will the applicant be reselling? Local Telephone Services

Q. Will the applicant be utilizing the local telephone company's billing system or billing customers directly²? Billing Customers Directly

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

² A copy of a bill is required if the applicant is going to bill the customer directly.

- 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.
Through existing businesses as agents for sales no
telemarketing will be used.
- S. Describe the procedures the applicant will use to switch a consumer's preferred interexchange service. Applicant
- 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 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. 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

If applicable, 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.

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's (TRA) 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.

<u>Phone-Link, Inc.</u>	<u>3-30-98</u>
Company Name	Date
<u>David W. Wigginton</u>	<u>Vice Pres.</u>
Company Official	Title
David W. Wigginton	

Subscribed and sworn
before me this 3RD day
of MAR., 1998

Cheryl A. Monroe
Notary Public

seal



**ARTICLES OF INCORPORATION
OF
PHONE-LINK, INC.**

RECEIVED & FILED
AUG 20 60. 00
9 51 AM '67
JOHN Y. BROWN III
SECRETARY OF STATE
BY COMM. OF KENTUCKY

The undersigned, DAVID W. WIGGINTON., acting as an incorporator of a corporation under the Kentucky Business Corporation Act, does hereby adopt the following Articles of Incorporation for such corporation:

ARTICLE I

Name

The name of the Corporation is PHONE-LINK, INC.

ARTICLE II

Duration

The duration of the corporation is perpetual.

ARTICLE III

Purposes

The purpose for which this corporation is organized is to engage in any activity within the purposes for which corporations may be organized under the Kentucky Business Corporation Act.

ARTICLE IV

Principle Office

The principle executive office of the corporation is located at, 206 West Jefferson Street, La Grange, Kentucky, 40031.

ARTICLE V

Authorized Shares

The aggregate number of shares which the corporation shall have authority to issue is two thousand (2,000) shares which shall consist of one class only, common stock, which shall be without par value and shall be defined so as to qualify under Section 1244 of the Internal Revenue Code as Section 1244 stock.

Articles of Incorporation
Phone-Link, Inc.
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ARTICLE VI

Pre-Emptive Rights

No pre-emptive rights are granted on any of the shares of stock to be issued.

ARTICLE VII

Registered Office

The address of the corporation's initial registered office is, 206 West Jefferson Street, La Grange, Kentucky, 40031, and the name of the corporation's initial registered agent at such address is David W. Wigginton.

ARTICLE VIII

Directors

The number of directors constituting the initial Board of Directors is one (1), and the name and address of the person who is to serve as director until the first annual meeting of shareholders or until successors are elected and qualify is:

David W. Wigginton 206 West Jefferson St. La Grange, KY 40031

ARTICLE IX

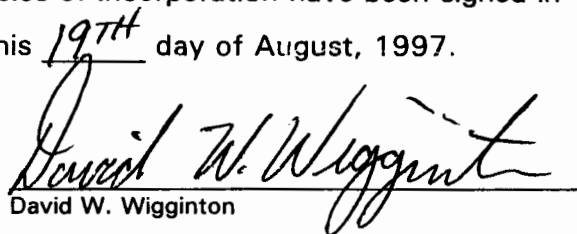
Incorporator

The name and address of the incorporator of the corporation is:

David W. Wigginton 206 West Jefferson St. La Grange, KY 40031

Articles of Incorporation
Phone-Link, Inc.
Page 3

IN WITNESS THEREOF, these Articles of Incorporation have been signed in triplicate by DAVID W. WIGGINTON on this 19TH day of August, 1997.


David W. Wigginton

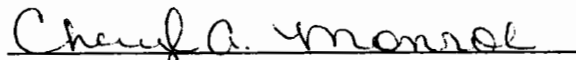
STATE OF KENTUCKY
COUNTY OF OLDHAM

I, a Notary Public in and for the State and County aforesaid, do hereby certify that on this 19TH day of August, 1997, personally appeared before me DAVID W. WIGGINTON who being first duly sworn declared that he is the incorporator of PHONE-LINK, INC. and that he did sign the foregoing Articles of Incorporation as the incorporator of the corporation and that the statements contained herein are true.

Witness my hand this 19TH day of August, 1997.

General Finance
Colo W. Jefferson




Cheryl A. Monroe
Notary Public
Kentucky State At Large

SEAL:

My commission expires: 2-21-2001

DOCUMENT NO: 168367
RECORDED ON: SEPTEMBER 23, 1997 03:33:55PM
FEE: \$9.00
COUNTY CLERK: ANN B BROWN
COUNTY: OLDHAM COUNTY
DEPUTY CLERK: NICHELE A OVERMAN