

Company ID: 128242

Ernest Communications, Inc.
6475 Jimmy Carter Blvd., Suite 300
Norcross, GA 30071

BEFORE THE TENNESSEE REGULATORY AUTHORITY
Nashville, TN March 16, 1999

IN RE: CASE NUMBER: 98-00649


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 March 16, 1999 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



210 N. Park Ave.
Winter Park, FL
32789

P.O. Drawer 200
Winter Park, FL
32790-0200

Tel: 407-740-8575
Fax: 407-740-0613
tmi@tminc.com

Tennessee Regulatory Authority
460 James Robertson Parkway
Nashville, TN 37219-0412
(615) 741-3939

RE: Local Telecommunications Resale Application of Ernest Communications, Inc. *JR*

Dear Sir or Madame:

Enclosed for filing are the original and ten copies of the above-referenced application of Ernest Communications, Inc. for authority to resell local service in Tennessee.

Also enclosed is our check in the amount of \$50.00 for the application filing fee.

Please acknowledge receipt of this filing by returning, date-stamped, the extra copy of this cover letter in the self-addressed stamped envelope enclosed for this purpose.

If any questions arise regarding this filing, please do not hesitate to call me at (407) 740-3001 or (407) 740-8575, Technologies Management, Inc.'s main number. Thank you for your assistance.

Sincerely,

Louise Beale

Louise Beale
Consultant to
Ernest Communications, Inc.

Enclosure

cc: Paul Masters
File Ernest Communications, Inc. - TN Local
TMX #TNL9800

August 17, 1998
Overnight

RECEIVED
ADMINISTRATIVE

AUG 18 1998

TN REGULATORY AUTHORITY

128242
98-00649

VOUCHER NO. 777-101192
C# 20618 SRC. 281.03
AMT. REC. 50.⁰⁰
DEPOSIT DATE 8/19/98

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: **Ernest Communications, Inc.**
Address: **6475 Jimmy Carter Blvd., Suite 300** City: **Norcross** ✓
State: **Georgia** Zip Code: **30071** Phone No.: **(770) 448-7788**

B. Owner, Partners, or Corporate Officer

NAME	ADDRESS	CITY	STATE	ZIP CODE
Joseph J. Ernest, President, CEO, Chairman	6475 Jimmy Carter Blvd., Suite 300	Norcross	GA	30071
J. Paul Masters, Vice President	6475 Jimmy Carter Blvd., Suite 300	Norcross	GA	30071
Jeffrey D. Smock, Secretary	6475 Jimmy Carter Blvd., Suite 300	Norcross	GA	30071

C. Name and telephone number of contact person authorized to respond to Authority inquiries Monday through Friday.

Name **Jeff Smock** Phone No. **(770) 448-7788** Fax No. **(770) 448-5482**

or

Name **Louise Beale** Phone No. **(407) 740-8575** Fax No. **(407) 740-0613**

D. List a toll-free telephone number that consumers can call to report service problems and/or request refunds or adjustments. (800) 456-8353 ✓

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. N/A

G. List the state(s) you are authorized to operate in at this time.

Ernest Communications, Inc. is currently authorized to provide service within the State of New Jersey. The Company anticipates filing applications in 30 states by September 15, 1998.

(To be filled out by TRA)

Company ID Number _____

Date Approved _____

Evaluator _____

128242
98-00649

- H. List any states that you have been denied authority to provide service.
None
- I. Areas in Tennessee to be served.
Entire State
- 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 telecommunications facilities (e.g. switches, fiber lines) in Tennessee? No
- P. What facility-based network will the applicant be reselling? _____
- Q. Will the applicant be utilizing the local telephone company's billing system or billing Customers direct²?
Ernest Communications, Inc. utilizes Macrologic as its billing agent.
- 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.
Ernest Communications, Inc. intends to market through agents and printed advertising.
- S. Describe the procedures the applicant will use to switch a consumer's preferred interexchange service.
Ernest Communications, Inc. obtains a written letter of agency from its Customers and submits PIC changes to the LEC from these letters of agency.

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 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 (Limited Liability Company)

 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.

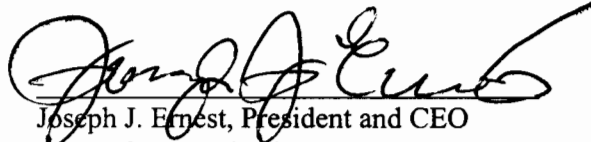
Part IV: Display Card

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.

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

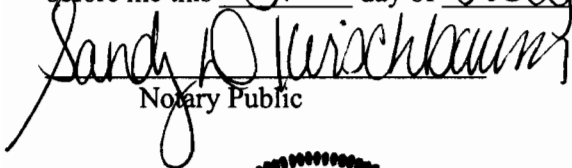
- A. The Interexchange Reseller or Operator Service Provider applicant, hereby, affirms the following:
- Has received, read, and understands the Tennessee Regulatory Authority (TRA; formerly TPSC) Interexchange Reseller Rules and Regulations, (Appendix III)
 - Understands the penalties for non-compliance, 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.



Joseph J. Ernest, President and CEO
Ernest Communications, Inc.
6475 Jimmy Carter Boulevard, Suite 300
Norcross, Georgia 30071
(770) 448-5482

Date: 7-31-98

Subscribed and sworn
before me this 31st day of July, 1998



Notary Public

SEAL



Secretary of State
Corporations Division
Suite 315, West Tower
2 Martin Luther King Jr. Dr.
Atlanta, Georgia 30334-1530

DOCKET NUMBER : 981540426
CONTROL NUMBER : 9818495
DATE INC/AUTH/FILED: 05/11/1998
JURISDICTION : GEORGIA
PRINT DATE : 06/03/1998
FORM NUMBER : 215

JEFF SMOCK
6475 JIMMY CARTER BLVD.
SUITE 300
NORCROSS, GA 30071

CERTIFIED COPY

I, Lewis A. Massey, the Secretary of State of the State of Georgia, do hereby certify under the seal of my office that the attached documents are true and correct copies of documents filed under the name of

ERNEST COMMUNICATIONS, INC.
A DOMESTIC PROFIT CORPORATION

Said entity was formed in the jurisdiction set forth above and has filed in the office of Secretary of State on the date set forth above its certificate of limited partnership, articles of incorporation, articles of association, articles of organization or application for certificate of authority to transact business in Georgia.

This certificate is issued pursuant to Title 14 of the Official Code of Georgia Annotated and is prima-facie evidence of the existence or nonexistence of the facts stated herein.



Lewis A. Massey

Lewis A. Massey
Secretary of State

Secretary of State
Corporations Division
Suite 315, West Tower
2 Martin Luther King Jr. Dr.
Atlanta, Georgia - 30334-1530

CONTROL NUMBER: 9818495
EFFECTIVE DATE: 05/11/1998
COUNTY : FULTON
REFERENCE : 0044
PRINT DATE : 05/14/1998
FORM NUMBER : 311

ERICK H. ROCK
3475 LENOX RD STE 990
ATLANTA GA 30326

CERTIFICATE OF INCORPORATION

I, Lewis A. Massey, the Secretary of State and the Corporation Commissioner of the State of Georgia, do hereby certify under the seal of my office that

ERNEST COMMUNICATIONS, INC.
A DOMESTIC PROFIT CORPORATION

has been duly incorporated under the laws of the State of Georgia on the effective date stated above by the filing of articles of incorporation in the office of the Secretary of State and by the paying of fees as provided by Title 14 of the Official Code of Georgia Annotated.

WITNESS my hand and official seal in the City of Atlanta and the State of Georgia on the date set forth above.



Lewis A. Massey
LEWIS A. MASSEY
SECRETARY OF STATE

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

DATE: 07/13/98
REQUEST NUMBER: 3532-0339
TELEPHONE CONTACT: (615) 741-0537
FILE DATE/TIME: 07/13/98 0903
EFFECTIVE DATE/TIME: 07/13/98 0903
CONTROL NUMBER: 0354088

TO:
UNISEARCH INC
1295 BANDANA BLVD. N
SUITE 300
ST. PAUL, MN 55108

RE:
ERNEST 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

ON DATE: 07/13/98

FROM:
UNISEARCH, INC. (MN)
1295 BANDANA BLVD, N
SUITE 300
ST. PAUL, MN 55108-0000

	Fees	
RECEIVED:	\$600.00	\$0.00
TOTAL PAYMENT RECEIVED:		\$600.00

RECEIPT NUMBER: 00002336859
ACCOUNT NUMBER: 00202444



Riley C. Darnell

RILEY C. DARNELL
SECRETARY OF STATE

APPLICATION FOR CERTIFICATE OF AUTHORITY FOR

Ernest Communications, Inc.

FILED

To the Secretary 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 hereby applies for a certificate of authority to transact business in the State of Tennessee, and for that purpose sets forth:

1. The name of the corporation is Ernest Communications, Inc.

If different, the name under which the certificate of authority is to be obtained is _____

[NOTE: The Secretary 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) and an additional \$20.00 fee.]

2. The state or country under whose law it is incorporated is Georgia3. The date of its incorporation is 5-11-98 (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

Street	City	State/Country	Zip Code
6475 Jimmy Carter Blvd, Suite 300	Norcross	GA	30071

5. The complete street address (including the county and the zip code) of its registered office in this state is

Street	City/State	County	Zip Code
1912 Hayes Street	Nashville, TN	Davidson	37203

The name of its registered agent at that office is
National Registered Agents, Inc.

6. The names and complete business addresses (including zip code) of its current officers are: (Attach separate sheet if necessary.)

SEE ATTACHED ADDENDUM

7. The names and complete business addresses (including zip code) of its current board of directors are: (Attach separate sheet if necessary.)

SEE ATTACHED ADDENDUM

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).

NOTES: 1. This document shall not be later than the 90th day after the date this document is filed by the Secretary

X

2

19 (date), (time).
[NOTE: A delayed effective date shall not be later than the 90th day after the date 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.]

7-2-98

Signature Date

Secretary

Signer's Capacity



SS-4431 (Rev. 3/97)

Ernest Communications, Inc.

Name of Corporation

Signature

Jeff Snock

Name (typed or printed)

RDA 1678

TOTAL P. 03