

Company ID: 00120880

CEO Telecommunications, Inc.
13230 East Firestone Blvd.
Santa Fe Springs, CA 90670

BEFORE THE TENNESSEE REGULATORY AUTHORITY
Nashville, TN November 17, 1998

IN RE: CASE NUMBER: 98-00799

CEO Telecommunications, Inc. Name Change from L.D. Services, Inc.

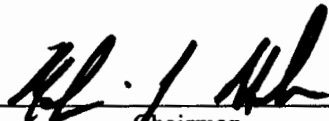
--ORDER--

This matter is before the Tennessee Regulatory Authority upon the petition of Network Long Distance, Inc. to change its company name. The TRA considered this request at their regularly scheduled Conference held on November 17, 1998 and concluded that the applicant has met all the TRA requirements for changing their name.

Pursuant to § T.C.A. 65-4-113,


IT IS THEREFORE ORDERED:

1. That the petition of L.D. Services, Inc. to change its name to CEO Telecommunications, Inc. is approved.
2. That CEO Telecommunications, Inc. is authorized 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.
3. That said company shall comply with all applicable TRA rules and regulations.
4. 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

Company ID: 1280880
CEO Telecommunications, Inc.
12440 Firestone Blvd.
Norwalk, Ca 90650

BEFORE THE TENNESSEE REGULATORY AUTHORITY
Nashville, TN May 18, 1999

IN RE: CASE NUMBER: 99-00330

CEO Telecommunications, Inc. name change from L.D. Services, Inc.

---ORDER---

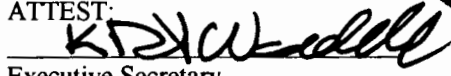
This matter is before the Tennessee Regulatory Authority upon the petition of L.D. Services, Inc. to change its company name. The TRA considered this request at their regularly scheduled Conference held on May 18, 1999 and concluded that the applicant has met all the TRA requirements for changing their name.

Pursuant to § T.C.A. 65-4-113,

IT IS THEREFORE ORDERED:

1. That the petition of L.D. Services, Inc to change its name to CEO Telecommunications, Inc. is approved.
2. That CEO Telecommunications, Inc. is authorized 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.
3. That said company shall comply with all applicable TRA rules and regulations.
4. 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 PUBLIC SERVICE COMMISSION

460 JAMES ROBERTSON PARKWAY
NASHVILLE, TENNESSEE 37243-0505

STEVE HEWLETT, CHAIRMAN
SARA KYLE, COMMISSIONER
MELVIN J. MALONE, COMMISSIONER



Company ID: 00120880
L.D. Services, Inc.
13230 East Firestone Blvd.
Ste. D-2
Santa Fe Springs, CA 90670

BEFORE THE TENNESSEE PUBLIC SERVICE COMMISSION
Nashville, Tennessee June 26, 1996

IN RE: CASE NUMBER: 96-00620

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

---ORDER---

This matter is before the Tennessee Public Service Commission upon the application of the above-mentioned company for certification as a reseller or telecommunication operator service provider in Tennessee. The Commission considered this application at its regularly scheduled Commission Conference held on June 25, 1996 and concluded that the applicant has met all the requirements for certification and should be authorized to provide the resell of telecommunications service and/or an operator service on an intrastate basis.

IT IS THEREFORE ORDERED:

1. That the above-mentioned company is issued a Certificate of Convenience and Necessity as a telecommunications reseller and/or an operator service provider for state-wide service in Tennessee as specified in its application on file with the Commission.
2. That said company shall comply with all applicable Commission rules and regulations.
3. That this order shall be retained as proof of certification with this Commission, and may be used to obtain appropriately tariffed access service and billing arrangements from Commission authorized telecommunications service providers.
4. That any party aggrieved with the Commission's decision in this matter may file a Petition for Reconsideration with the Commission within ten (10) days from and after the date of this Order.
5. That any Party aggrieved with the Commission's decision in this matter has the right of judicial review by filing a petition with the Tennessee Court of Appeals, Middle Section within sixty (60) days from and after the date of this Order.

Handwritten signature of Steve Hewlett in black ink.

Chairman

Handwritten signature of Sara Kyle in black ink.

Commissioner

Handwritten signature of Melvin J. Malone in black ink.

Commissioner

Executive Director

TENNESSEE PUBLIC SERVICE COMMISSION
460 JAMES ROBERTSON PARKWAY
NASHVILLE, TENNESSEE 37243-0505

KEITH BISSELL, CHAIRMAN
STEVE HEWLETT, COMMISSIONER
SARA KYLE, COMMISSIONER
PAUL ALLEN, EXECUTIVE DIRECTOR

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

SECTION A

Part 1: General Information

A. Name of Applicant L.D. Services, Inc.
Address 13230 East Firestone Blvd., Suite D-2, Santa Fe Springs
State California Zip Code 90670 Phone No. (310) 802-5884

B. Owner, Partners, or Corporate Officers

NAME	ADDRESS	CITY	STATE	ZIP CODE
Mr. Richard Bishop, Chief Executive Officer				
Ms. Judith Knowles Bolger, Controller/Treasury Manager				
Ms. Elizabeth Putnam Currier, Vice President, Operations				

(individuals referenced may be reached at the address listed above)

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

L.D. Services will conduct its Tennessee operations from its headquarters in Santa Fe Springs, California. The contact person is:

<u>Ms. Donna Robinson</u>	<u>(310) 802-5884</u>	<u>(310) 404-2178</u>
Name	Phone No.	Fax No.

(To be filled out by PSC) 96-620

Company ID Number 120880
Date Approved _____
Evaluator _____

Mail the completed application and a check for \$50.00 to: Tennessee Public Service Commission, P.O. Box 3412, Nashville, TN 37219-0412. Should you have any questions, call (615) 741-3939.

- D. List a toll-free telephone number that consumers can call to report service problems and/or request refunds or adjustments. 1-800-576-6000
- E. Check the type of telecommunications services you plan to provide in Tennessee.
XXX Resell Interexchange long distance 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. Applicant is currently authorized to provide resold telecommunications services in the States of Arkansas, California, Florida, Idaho, Illinois, Indiana, Iowa, Kentucky, Massachusetts, Michigan, Minnesota, Missouri, Montana, New Jersey, New York, North Dakota, Oregon, Pennsylvania, Texas, Utah, Virginia, Washington, and Wisconsin .
- H. List any states that you have been denied authority to provide service.
None.
- I. Areas in Tennessee to be served.
Applicant requests statewide authority.
- J. What type of customers will the company serve?
a. Business XXX
b. Residential XXX
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 XXX 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 II.^{1/} See Appendix II.
- N. What is the applicant's 10XXX or 800 access code? 10280
- 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? Applicant proposes to provide interexchange service, utilizing resold transmission services purchased from other certificated carriers. At least initially, Applicant intends to purchase transmission service from carriers such as AT&T, LDDS WorldCom, and Frontier Communications.

^{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.

- Q. Will the applicant be utilizing the local telephone company's billing system or billing customers directly?^{2/} Applicant will be utilizing the 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.
Applicant expects that its marketing campaign initially will include in-house telemarketing.
- S. Describe the procedures the applicant will use to switch a consumer's preferred interexchange service. As noted above, L.D. Services will largely rely upon telemarketing to presubscribe clients. During this process, a Sales Representative will explain L.D. Services' services and discounts. All relevant information is collected, including the billing telephone number, name and address of the customer and length of time before the change is final. A welcome letter including a prepaid postcard which the client can use to deny or reject the Company's service is sent out within 3 days. Following a 14-day waiting period, if a negative response is not received from the Customer, L.D. Services' provisioning staff sends the PIC change request to the local exchange carrier for processing.
- 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 XXX 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 XXX No

Part II: Organization Structure

A. Type of Organization

 Individual XXX 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 C.

^{2/} A copy of a bill is required if the applicant is going to bill the customer direct.

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)^{2/}, which includes a toll-free number consumers can call for service problems and refunds.

Not applicable. Applicant does not provide operator services.

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 Public Service Commission's (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 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.

L.D. Services, Inc.

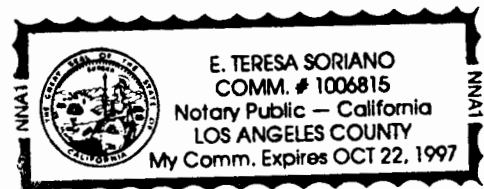
Company Name

Richard Bishop
Richard Bishop, Chief Executive Officer

Subscribed and sworn before me this 26 day of FEB., 1996.

E. Teresa Soriano
Notary Public

My Commission Expires on OCT. 22, 1997



^{2/} It is the responsibility of the reseller or operator service provider to assure that the appropriate display card is affixed to the aggregates telephones.



1670147 *per*

FILED

In the Office of the Secretary of State
of the State of California

AUG 06 1990

ARTICLES OF INCORPORATION

OF

L.D. SERVICES, INC.

I

The name of this corporation is:

L.D. SERVICES, INC.

II

The purpose of this corporation is to engage in any lawful act or activity for which a corporation may be organized under the General Corporation Law of California other than the banking business, the trust company business or the practice of a profession permitted to be incorporated by the California Corporations Code.

III

This corporation is a close corporation.

IV

The name and address in the State of California of this corporation's initial agent for service of process is:

MICHAEL T. STOLLER
10920 WILSHIRE BLVD. SUITE 1000
LOS ANGELES, CA. 90024

V

This corporation is authorized to issue only one class of shares of stock; and the total number of shares which this corporation is authorized to issue is 1000. All of the corporation's issued shares of all classes shall be held of record by not more than 35 persons.

Date: 8/8/90

Rachel Searcy
Rachel Searcy, Incorporator

Secretary of State

Corporations Section

James K. Polk Building, Suite 1800

Nashville, Tennessee 37243-0306

DATE: 10/25/95

REQUEST NUMBER: 3069-1000

TELEPHONE CONTACT: (615) 741-0537

FILE DATE/TIME: 10/24/95 1003

EFFECTIVE DATE/TIME: 10/24/95 1003

CONTROL NUMBER: 0302089

TO:
L.D. SERVICES INC
13230 N. FIRESTONE B
SUITE D-2
SANTAFE SPRINGS, CA 90670

RE:
L.D. SERVICES, 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

FROM:
L. D. SERVICES, INC.
SU-D-2, 13230 N.
FIRESTONE BLVD
SANTA FE SPGS, CA 90670-0000



Riley C. Darnell

RILEY C. DARNELL
SECRETARY OF STATE