

Company ID: 00128407

St. Andrews Telecommunications, L.L.C.  
1611 St. Andrews Drive, Suite D  
Lawrence, KS 66047

BEFORE THE TENNESSEE REGULATORY AUTHORITY  
Nashville, TN

September 14, 1999

IN RE: CASE NUMBER: 99-00590

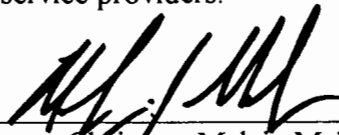
Application for Authority to Provide Operator Services and/or Resell Telecommunications Services in Tennessee Pursuant to Rule 1220-4-2-.57.

---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 September 14, 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 Melvin Malone

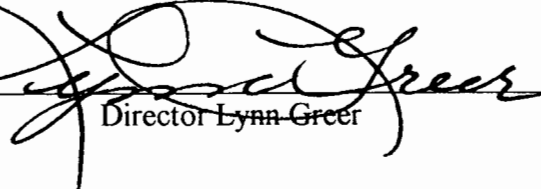


Director Sara Kyle

ATTEST:



Executive Secretary



Director Lynn Greer

BEFORE THE REGULATORY AUTHORITY OF THE STATE OF TENNESSEE

In the matter of the application of )  
St. Andrews Telecommunications, L.L.C., ) Docket No.  
for a certificate to resell interexchange )  
telecommunications services )

APPLICATION

Comes now August John LaRocca of St. Andrews Telecommunications, L.L.C., a Limited Liability Company representing its intention to engage in the business of an Interexchange Service Provider in the State of Kansas under the business name of St. Andrews Telecommunications, L.L.C., in the State of Tennessee, and making claim that public convenience will be thereby promoted. Said applicant, for purposes of verification and in evidence of fitness to operate, offer(s) the following information in support of the application:

1. The legal name and principal office or place of business of the Applicant are:

St. Andrews Telecommunications, L.L.C.  
1611 St. Andrews Drive, Suite D  
Lawrence, Kansas 66047  
(785) 832•2121

A copy of Applicant's Articles of Organization and certificate of authority from the Tennessee Secretary of State to transact business in Tennessee are attached hereto as Exhibit I.

2. The name and Address of Applicant's attorney is:

Kansas  
Scott C. Stockwell  
Stockwell & Bringus, L.C.  
1311 Wakarusa Drive, Suite 2100  
Lawrence, Kansas 66049-3830  
(785) 842•1359  
Kansas Bar # 12220

128407  
99-00590

3. Applicant is a wholesale and retail [REDACTED]  
[REDACTED] within Tennessee including [REDACTED]  
[REDACTED]. Applicant proposes  
to provide service to prospective business and residential customers throughout the  
state of Tennessee. At present, Applicant is a non-facilities based interexchange  
carrier reselling wholesale services. Applicant currently designates [REDACTED]  
[REDACTED]

4. Applicant will bill its customer directly. Attached as Exhibit II is a copy of applicant's sample bill.
5. Applicant plans to market services using Applicant's own employees to directly contact prospective customers. Applicant will not utilize telemarketing services.
6. Applicant requires a letter of authority to change a customer from his or her presubscribed carrier to Applicant. Once Applicant has received such written authorization, the request is sent to Applicant's underlying carrier, who changes the customer's presubscribed carrier to SAT.
7. Applicant has the experience in the telecommunications industry and the technical and financial resources to provide telecommunications services within Arkansas. A brief description of the qualifications and experience of the Officers is attached as Exhibit III. Applicant's balance sheet and income statement are attached as Exhibit IV.
8. Applicant's draft tariff is attached as Exhibit V. The proposed tariff contains the rules and regulations applicable to its customers, a description of the services offered, and a list of rates associated with such services.
9. Applicant is not authorized to operate in any state at this time. Applicant has never been denied authority to operate in any state.
10. Correspondence or communications pertaining to this Application should be addressed to:

Scott C. Stockwell  
Stockwell & Bringus, L.C.  
Counsel for St. Andrews Telecommunications, L.L.C.  
1311 Wakarusa Drive, Suite 2100  
Lawrence, KS 66049-3830  
(785) 842-1359

11. St. Andrews Telecommunications, L.L.C.'s members:

August John LaRocca - Manager/CEO  
1611 St. Andrews Drive, Suite D  
Lawrence, Kansas 66047

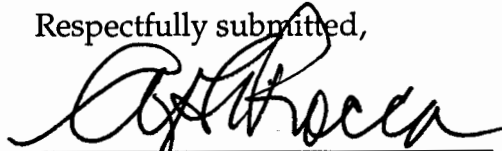
Allen T. Fender - President  
1611 St. Andrews Drive, Suite D  
Lawrence, Kansas 66047

Erin K. Marshall - Director of Operations  
1611 St. Andrews Drive, Suite D  
Lawrence, Kansas 66047

Sally J. Hershberger - Manager  
1611 St. Andrews Drive, Suite D  
Lawrence, Kansas 66047

WHEREFORE, Applicant respectfully requests that the Tennessee Regulatory Authority grant it a Certificate of Public Convenience and Necessity to provide interexchange telecommunications services within the State of Tennessee.

Respectfully submitted,

A handwritten signature in black ink, appearing to read "August John LaRocca", written over a horizontal line.

August John LaRocca  
St. Andrews Telecommunications, L.L.C.  
1611 St. Andrews Drive, Suite D  
Lawrence, Kansas 66047

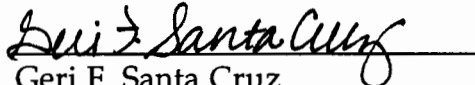
VERIFICATION

I, August John LaRocca, Manager of St. Andrews Telecommunications, L.L.C., verify that the contents of this application are true and correct to the best of my knowledge and belief.

  
August John LaRocca

Subscribed and sworn to before me the 12th day of July, 1999 by Sally J. Hershberger.



  
Geri F. Santa Cruz  
Notary Public

My appointment expires: May 3, 2003

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

DATE: 06/22/99  
REQUEST NUMBER: 3702-0265  
TELEPHONE CONTACT: (615) 741-2286  
FILE DATE/TIME: 06/22/99 0939  
EFFECTIVE DATE/TIME: 06/22/99 0939  
CONTROL NUMBER: 0372805

TO:  
STOCKWELL & BRINGUS, L.C.  
1311 WAKARUSA DR  
SUITE 2100  
LAWRENCE, KS 66049-3830

RE:  
ST. ANDREWS TELECOMMUNICATIONS, L.L.C.  
APPLICATION FOR CERTIFICATE OF AUTHORITY -  
LIMITED LIABILITY COMPANY

WELCOME TO THE STATE OF TENNESSEE. THE ATTACHED LIMITED LIABILITY COMPANY CERTIFICATE OF AUTHORITY HAS BEEN FILED WITH AN EFFECTIVE DATE AS INDICATED ABOVE.

A LIMITED LIABILITY COMPANY ANNUAL REPORT MUST BE FILED WITH THE SECRETARY OF STATE ON OR BEFORE THE FIRST DAY OF THE FOURTH MONTH FOLLOWING THE CLOSE OF THE LIMITED LIABILITY COMPANY'S FISCAL YEAR. ONCE THE FISCAL YEAR HAS BEEN ESTABLISHED, PLEASE PROVIDE THIS OFFICE WITH WRITTEN NOTIFICATION. THIS OFFICE WILL MAIL THE REPORT DURING THE LAST MONTH OF SAID FISCAL YEAR TO THE LIMITED LIABILITY COMPANY 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 LIMITED LIABILITY COMPANY TO ADMINISTRATIVE REVOCATION OF ITS CERTIFICATE OF AUTHORITY.

WHEN CORRESPONDING WITH THIS OFFICE OR SUBMITTING DOCUMENTS FOR FILING, PLEASE REFER TO THE LIMITED LIABILITY COMPANY CONTROL NUMBER GIVEN ABOVE.

FOR: APPLICATION FOR CERTIFICATE OF AUTHORITY -  
LIMITED LIABILITY COMPANY

ON DATE: 06/22/99

FROM:  
STOCKWELL & BRINGUS, L.C.  
1311 WAKARUSA DR  
SUITE 2100  
LAWRENCE, KS 66049-3830

RECEIVED: FEES \$300.00 \$0.00  
TOTAL PAYMENT RECEIVED: \$300.00

RECEIPT NUMBER: 00002512364  
ACCOUNT NUMBER: 00314830



*Riley C. Darnell*

RILEY C. DARNELL  
SECRETARY OF STATE