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April 23, 2002

FILED³

APR 23 2002

Mr. Dale Hardy Roberts
Secretary/ Chief Regulatory Law Judge
Missouri Public Service Commission
200 Madison Street, Suite 100
P.O. Box 360
Jefferson City, Missouri 65102

Missouri Public
Service Commission

Re: Enhanced Communications Network, Inc. and
Single Billing Services, Inc. d/b/a Asian American Association

Dear Mr. Roberts,

Please find enclosed for filing on behalf of the Joint Applicants an original and eight (8) copies of: 1) An Application for Approval of Transfer of Assets; 2) Application for Cancellation of Certificate and Tariff; 3) Application for Waiver of 4 CSR 240-33.150; and 4) Motion for Expedited Treatment.

A copy of this filing have been sent to the General Counsel's Office and the Office of the Public Counsel. Thank You.

Sincerely,



John Dowe Miller

JDM/nt

Enclosure

cc: General Counsel's Office
Office of the Public Counsel
Patrick Crocker

FILED³
ORIGINAL
MAY 9 2002

BEFORE THE PUBLIC SERVICE COMMISSION
OF THE STATE OF MISSOURI

Missouri Public
Service Commission

In the Matter of the Joint Application of)
Enhanced Communications Network, Inc.)
and Single Billing Services, Inc. d/b/a)
Asian American Association for Approval)
of Transfer of Assets, for Cancellation)
of Certificate and Tariff, and for Waiver of)
4 CSR 240-33.150.)

Case No. _____

JOINT APPLICATION FOR APPROVAL OF TRANSFER OF ASSETS

COME NOW **Enhanced Communications Network, Inc. ("ECN") and Single Billing Services, Inc. d/b/a Asian American Association ("SBS")** (collectively "Joint Applicants"), by and through counsel and pursuant to the applicable provisions of Sections 392.300 and 392.410(5) RSMo 2000 and 4 CSR 240-2.060 (7) and (14), and for their Joint Application For Approval of Transfer of Assets, Cancellation of Certificate and Tariffs, and Waiver of 4 CSR 240-33.150, respectfully state as follows:

EXECUTIVE SUMMARY

This Joint Application requests Commission approval of: 1) a transfer of assets between two certificated interexchange telecommunications companies, from SBS to ECN; 2) the cancellation of SBS's existing interexchange certificate of service authority and tariffs; and 3) a wavier of the anti-slamming rule, 4 CSR 240-33.150. Both SBS and ECN, and the services they offer in Missouri, have been classified as competitive by the Commission. Upon Commission approval of this Joint Application, SBS will cease doing business in Missouri and therefore should have its existing certificate and tariffs canceled. The proposed asset transfer has been designed to be transparent to SBS's customers in that the services currently being

provided and the rates charged for those services will not change as a result of Commission approval of the asset transfer and continuing service to SBS's customers will not be disrupted. Accordingly, this Joint Application also includes a request for waiver of the Commission's anti-slamming rule, 4 CSR 240-33.150, to the extent the rule might apply. Joint Applicants also this date separately have filed a Motion For Expedited Treatment.

I. JOINT APPLICANTS

A. Enhanced Communications Network, Inc.

1. ECN is a Delaware corporation currently authorized to do business in the State of Missouri by the Missouri Secretary of State. ECN also is a competitive telecommunications company duly authorized and certificated by the Commission to provide competitive interexchange and non-switched local exchange telecommunications service throughout the State of Missouri. ECN received its certificate of service authority and tariff approval on January 29, 1999 in Case No. TA-99-253.

2. Relevant documents from the Missouri Secretary of State's Office have been provided to the Commission previously in the above-referenced case, and pursuant to 4 CSR 240-2.060(1)(G), ECN hereby incorporates same herein by reference for purposes of this Joint Application.

3. ECN's principal offices are located at 1031 South Glendora Avenue, West Covina, California 91790, telephone number (626) 445-6636, fax number (626) 356-7478.

B. Single Billing Services d/b/a Asian American Association

4. SBS is a Delaware corporation which was previously authorized to do business in the

State of Missouri by the Missouri Secretary of State.¹ SBS also is a competitive telecommunications company duly authorized and certificated by the Commission to provide competitive interexchange and non-switched local exchange telecommunications service throughout the State of Missouri. SBS received its certificate of service authority and tariff approval on September 16, 1999 in Case No. TA-2000-67.

5. Relevant documents from the Missouri Secretary of State's Office have been provided to the Commission previously in the above-referenced case, and pursuant to 4 CSR 240-2.060(1)(G), SBS hereby incorporates same by references for purposes of this Joint Application, subject to the additional explanation provided below in footnote 1.

6. SBS's principal offices are located at 9550 Flair Drive, Suite 409, El Monte, California 91731, telephone number (626) 582-1276, fax number (626) 582-1276.

II. ADDITIONAL REQUIREMENTS OF 4 CSR 240-2.060(1)

7. All correspondence, communications, notices, and orders regarding this application should be addressed to:

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STEWART & KEEVIL, L.L.C.
1001 Cherry Street
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Columbia, Missouri 65201
(573) 499-0635
(573) 499-0638 (fax)
jdowemiller@yahoo.com

Patrick D. Crocker
Early, Lennon, Crocker &
Bartosiewicz, P.L.C.
900 Comercia Building
Kalamazoo, Michigan 49007
(616) 381-8844
(616) 349-8525 (fax)

¹ SBS filed its last annual report with the Missouri Secretary of State on March 26, 2001, but due to its planned dissolution, it has not filed its subsequent annual report. As such, SBS now has been administratively dissolved by the Missouri Secretary of State. SBS previously had attempted, through different counsel who was coordinating regulatory filings in multiple jurisdictions, to seek the necessary Commission approvals for the transactions contemplated in this Joint Application *prior to* its administrative dissolution by the Missouri Secretary of State, but SBS's previous application with the Commission was ultimately rejected for certain Missouri-specific filing deficiencies. See Case No. TM-2002-180.

8. Pursuant to 4 CSR 240-2.060(1)(K), Joint Applicants state that they have no pending action or final unsatisfied judgments or decisions against them from any state or federal agency or court which involve customer service or rates, which action, judgment or decision has occurred within three (3) years of the date of this Joint Application.

9. Pursuant to 4 CSR 240-2.060(1)(L), Joint Applicants state that no annual reports or assessment fees are overdue.

10. Pursuant to 4 CSR 240-2.060(1)(M), the notarized verification of Patrick D. Crocker, national regulatory counsel for Joint Applicants, is attached hereto.

III. PROPOSED ASSET TRANSFER

11. Joint Applicants are certificated, competitive interexchange telecommunications operating companies and are regulated as such by this Commission. Joint Applicants currently operate as interexchange telecommunications companies throughout the United States pursuant to authority granted by the Federal Communications Commission and by the various states in which they do business.

12. For a variety of business reasons, SBS has determined to exit the telecommunications market and on August 1, 2001, SBS entered into an Asset Purchase Agreement (the "Agreement") with ECN whereunder SBS would sell and ECN would purchase all the assets, including the customer base, of SBS. Under the terms of the Agreement, ECN also would acquire the right to use the trade names "Single Billing Services" and "Asian American Association". Performance under the Agreement was made specifically contingent upon the parties receiving all necessary regulatory approvals which might be required in the various jurisdictions, including Missouri.

13. In order to continue providing uninterrupted service to SBS's customers at the same rates pending the conclusion of the various regulatory approval proceedings across the United States, the Agreement provides for an interim management arrangement through ECN. If this Joint Application is approved by this Commission, ECN intends to continue providing the same services at the same rates as currently are provided by SBS in Missouri. As the Missouri tariffs of SBS and ECN are in all material respects identical, no additional tariff filings by ECN are required should the Commission approve this Joint Application.

14. In order to fully inform SBS's customers of the proposed asset transfer, Joint Applicants have prepared a draft customer notification, attached hereto as **Appendix B**, for the Commission's review and approval to be sent at such time as ordered by the Commission. Under the circumstances, Joint Applicants suggest that 4 CSR 240-33.150 (the "anti-slamming rule") should not be triggered. If, however, 4 CSR 240-33.150 is technically triggered by the asset transfer, Joint Applicants request that the Commission waive this rule on the basis that the transfer is not the type of improper transfer the rule seeks to prevent and because there is no adverse affect SBS's customers. The Commission in past cases has waived application of this rule on similar grounds in appropriate circumstances. *See, e.g.,* Case No. TM-2001-700, *In the Matter of the Application of Big River Telephone Company*, Order issued August 13, 2001; Case No. TE-2001-376, *In the Matter of the Request For Expedited Treatment of Bell Atlantic Communications, Inc.*, Order issued January 18, 2001.

15. Pursuant to Joint Applicants' existing Missouri certificates, the Commission has granted Joint Applicants the standard statutory waivers routinely granted to competitive interexchange/non-switched local exchange telecommunications companies. The statutes

previously waived for Joint Applicants by the Commission included, but were not limited to, Section 392.270 (property values), 392.290 (issuance of securities), 392.300.2 (issuance of stock), 392.310 (issuance of stock and debt), 392.320 (stock dividend payment), 392.330 (issuance of securities, debts and notes), and 392.340 (reorganizations). To the extent any of the transactions involved with this proposed asset transfer might or might not fall under these statutes, Joint Applicants respectfully submit that Commission approval of the Joint Application under such statutes is not required due to the statutory waivers previously granted.

16. Joint Applicants requests that the Commission promptly approve the proposed asset transfer pursuant to Section 392.300 as being not detrimental to the public interest on the basis that the proposed asset transfer as hereinabove described:

(a) does not in any way change the rates, terms, conditions or the telecommunications services currently provided to SBS's Missouri customers (i.e. the only change the customer will notice is the new name of the telecommunications provider, ECN;

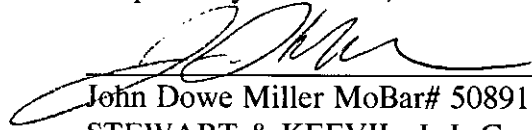
(b) does not in any way change the rates, terms, conditions or the telecommunications services currently provided to ECN's current Missouri customers;

(c) avoids service disruption/cancellation of service to SBS's existing Missouri customers which otherwise is likely to occur if the asset transfer is not approved;

(d) enables ECN to achieve increased economies of scale and compete more effectively in the competitive telecommunications marketplace, thereby promoting competition in telecommunications in Missouri; and

(e) is otherwise consistent with the normal regulatory processes and the Commission's policy underlying the Commission's consumer protection rules.

Respectfully submitted,



John Dowe Miller MoBar# 50891

STEWART & KEEVIL, L.L.C.

1001 Cherry Street, Suite 302

Columbia, Missouri 65201

(573) 499-0635

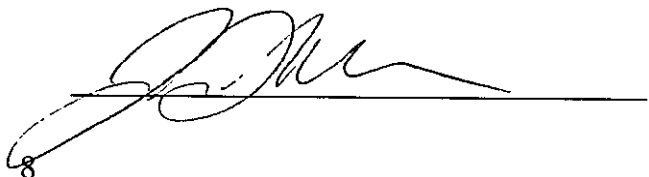
(573)499-0638 (fax)

jdowemiller@yahoo.com

ATTORNEY FOR JOINT APPLICANTS

CERTIFICATE OF SERVICE

The undersigned hereby certifies that a copy of the foregoing Application and Appendices was sent to the General Counsel's Office and the Office of the Public Counsel by hand-delivery this 23 day of April, 2002.

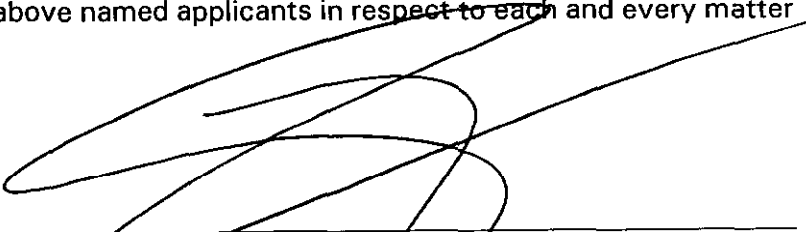


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VERIFICATION

State of Michigan)
) ss
County of Kalamazoo)

Patrick D. Crocker, Early, Lennon, Crocker & Bartosiewicz, P.L.C., makes oath and says that they are **Attorneys** for **Enhanced Communications Network, Inc.** and **Single Billing Services, Inc. d/b/a Asian American Association**, that he has been authorized by these companies to make this application on their behalf, that he has examined the foregoing application and that to the best of his knowledge, information, and belief, all statements of fact contained in the said application are true, and the said application is a correct statement of the business and affairs of the above named applicants in respect to each and every matter set forth therein.



Patrick D. Crocker
Early, Lennon, Crocker & Bartosiewicz, P.L.C.
Attorneys for Enhanced Communications
Network, Inc. and Single Billing Services, Inc.

Subscribed and sworn to before me, a Notary Public, in the
State and County above named, this 17th day of April 2002:

Paula A. Schneider

PAULA A SCHNEIDER
Notary Public, Kalamazoo County, MI
My Commission Expires Jun 24, 2004

Enhanced Communications Network, Inc./
Single Billing Services, Inc.
Application for Approval of Transfer of Assets
and Cancellation of Certificate and Tariffs

APPENDIX A

Proposed Customer Notification

[SINGLE BILLING SERVICES, INC. — COMPANY LETTERHEAD]

RE: New Service Provider

Dear Value Customer:

On [date, 2002], Enhanced Communications Network, Inc. ("ECN") will acquire certain assets of Single Billing Services, Inc., including the carrier's subscriber base.

ECN has no plans to change the rates, term and conditions of services currently provided to you. In addition, no charges or fees will be imposed as a result of this transfer. ECN will provide at least thirty (30) days prior written notice of any changes to these rates, terms and conditions.

As our customer, you have the right to choose your long distance provider. You are free to choose another carrier to supply the services currently provided, if an alternative carrier is available.

All subscribers receiving this notice, even those who have arranged PIC freezes through the local exchange carrier ("LEC"), will transfer to ECN unless another carrier has been selected prior to [date, 2002]. If you have a PIC freeze on your account, you will need to contact the LEC to arrange for a new freeze.

We value your business and will continue to do our best providing the highest quality service at competitive prices.

Should you have any questions or complaints concerning this transfer, please contact ECN by dialing the following toll-free number: 888-888-8881.

Single Billing Services, Inc.