

**BEFORE THE PUBLIC SERVICE COMMISSION
OF THE STATE OF MISSOURI**

In the matter of the Application of)
Lightyear Network Solutions, LLC for a)
Certificate of Service Authority to)
Provide Basic Local Telecommunications) Case No. CA-2010-0078
Services in the State of)
Missouri and to Classify the Services and)
The Company as Competitive.)

**APPLICATION FOR CERTIFICATE OF SERVICE AUTHORITY
TO PROVIDE BASIC LOCAL EXCHANGE TELECOMMUNICATIONS SERVICE AND
FOR COMPETITIVE CLASSIFICATION**

COMES NOW Lightyear Network Solutions, LLC ("LYNS" or "Applicant"), by its undersigned counsel, and hereby applies pursuant to sections 392.361, 392.410, 392.420, 392.430, and 392.450 RSMo., the Federal Telecommunications Act of 1996, and 4 CSR 240-3.510 and 4 CSR 240-2.060, files for authority to provide basic local telecommunications service in the State of Missouri, to classify the company and its basic local services as competitive and to waive the applicability of certain statutes and rules as to LYNS basic local services. In support of its application Lightyear Network Solutions, LLC states the following:

1. Applicant is a limited liability company organized under the laws of Kentucky. Its principal office is located at:

Lightyear Network Solutions, LLC
1901 Eastpoint Parkway
Louisville, KY 40223
Toll Free: (800) 805-8383
Facsimile: (502) 515-4138

A copy of Applicant's Certificate of Registration with the Missouri Secretary of State is attached as **Exhibit A**. The nature of Applicant's business is telecommunications services.

2. All correspondence, communications, pleadings, notices, order, and decisions relating to this Application should be addressed to:

Mary Ann (Garr) Young
William D. Steinmeier
William D. Steinmeier, P.C.
P.O. Box 104595
Jefferson City, Missouri 65110-4595
Telephone: (573) 353-8109
Facsimile: (573) 634-8224
Email: MYoung0654@aol.com
wds@wdspsc.com

With a copy to:

Robin Norton
Consultant to Lightyear Network Solutions, LLC
Technologies Management, Inc.
2600 Maitland Center Parkway, Suite 300
Maitland FL, 32751
Telephone: (407) 740-3004
Facsimile: (407) 740-0613
Email: rnorton@tminc.com

All inquiries or communications regarding the ongoing operations of LYNS should be addressed to:

Linda Hunt
Director of Legal and Regulatory Affairs
Lightyear Network Solutions, LLC
1901 Eastpoint Parkway
Louisville, KY 40223
Telephone: (502) 410-1531
Facsimile: (502) 515-4138
Email: linda.hunt@lightyear.net

3. By this Application, LYNS requests a certificate of authority to provide competitive basic local exchange services to residential and business customers throughout the state.

4. Upon certification, LYNS intends to provide basic local service via the resale of facilities-based carriers' wholesale services. LYNS plans to commence offering local exchange service upon receiving Commission approval of its resale agreement(s) and related tariffs.

5. Pursuant to this Application, LYNS seeks authority to offer and provide all forms of basic local telecommunications service to customers within Missouri as defined in 386.020(4) RSMo. The Applicant currently has authority to provide intrastate interexchange services in Missouri, in Case No. XA-2004-0253.

6. Applicant will initially provide services by reselling services obtained from facilities-based carriers pursuant to agreement(s) that Applicant has filed or will file with the Commission. Applicant may also acquire services and facilities from other carriers operating in the State.

7. LYNS will, through interconnection with other carriers or resale of other carriers' services, provide access to 911 and enhanced 911 emergency services and provide directory assistance and operator assisted calling, dual party relay services, and other miscellaneous services currently provided by incumbent local exchange carriers.

8. Lightyear's Customer Care Center is open from 8am to 8pm Eastern time, Monday through Friday. After hours, customer inquiries concerning routine matters may be submitted via e-mail, to be handled the following business day. In addition, the Company's automated IVR system allows customers to pay bills, leave messages, and take care of

other routine matters twenty-four (24) hours a day, seven (7) days a week. Customers may also view and manage their own account online at any time at www.lightyear.net, or contact the company in writing at the headquarters address.

9. Applicant possesses the technical and managerial resources and abilities necessary to provide the services it proposes as required by Section 392.455(1) RSMo. LYNS will initially utilize resold services provided by the underlying carrier(s). Underlying carriers will perform all local switching, routing and call completion functions. Company personnel have experience working with underlying carriers of long distance and local services. Applicant's technical and managerial personnel are well qualified to direct the delivery and billing of the proposed services. A listing of Applicant's principal management employees and their qualifications is attached hereto as **Exhibit B**.

10. Applicant possesses the necessary financial resources and abilities to provide the services it proposes as required by Section 392.455(1) RSMo, and has the necessary capital to conduct its proposed operations in Missouri. The Applicant's financial information is being filed separately under seal as **Exhibit C**. Applicant's financial information is considered "Highly Confidential" (HC) information pursuant to 4 CSR 240-2.135.

11. Pursuant to this Application, LYNS seeks classification of itself and its basic local telecommunications service offerings as competitive. Applicant's proposed services will be subject to sufficient competition to justify a lesser degree of regulation and granting this request will allow greater price and service options for telephone users.

12. Applicant intends to provide service to business customers only at the present time. Applicant will offer its basic local telecommunications service as a separate

and distinct service in accordance with applicable law. LYNS will provide equitable access for all customers in Missouri, without regard to their income or where they might reside, to affordable telecommunications services in Applicant's proposed service areas in accordance with applicable law.

13. Applicant is willing to comply with all applicable Commission rules and is willing to meet all relevant service standards including, but not limited to, quality of service, billing, and tariff filing and maintenance. Consistent with the Commission's treatment of other certificated competitive local exchange telecommunications companies, Applicant requests that, at minimum, the following statutes and regulations for LYNS and its basic and non-basic local exchange service offerings be waived at this time:

STATUTES

392.210.2	-	Uniform System of Accounts
392.240.1	-	Just and Reasonable Rates
392.270	-	Ascertain Property Values
392.280	-	Depreciation Accounts
392.290	-	Issuance of Securities
392.300	-	Transfer of Property and Ownership of Stock
392.310	-	Issuance of Stock & Debt
392.320	-	Stock dividend payment
392.330	-	Issuance of securities, debt and notes
392.340	-	Reorganization(s)

COMMISSION RULES

4 CSR 240-3.550(4)	-	Company Records and Reports
4 CSR 240-3.550(5)(A)	-	Company Records and Reports
4 CSR 240-3.550(5)(C)	-	Exchange boundary maps
4 CSR 240-10.020	-	Depreciation fund income
4 CSR 240-30.040	-	Uniform system of accounts
4 CSR 240-32.060	-	Engineering and Maintenance Standards
4 CSR 240-32.070	-	Quality of Service
4 CSR 240-32.080	-	Service Objectives and Surveillance

4 CSR 240-33.030	-	Levels Informing Customers of Lowest Priced Services
4 CSR 240-33.040 (1) through (3), and (5) through (10)	-	Billing and Payment Standards
4 CSR 240-33.045	-	Requiring Clear Identification and Placement of Separately Identified Charges on Customer Bills
4 CSR 240-33.080(1)	-	Disputes by Residential Customers
4 CSR 240-33.130(1)	-	Operator Service
4 CSR 240-33.130(4)	-	Operator Service
4 CSR 240-33.130(5)	-	Operator Service

14. Applicant acknowledges 4 CSR 240-3.510(1)(C), which requires that a tariff and any applicable interconnection agreements must be filed with the Commission and approved before service can be provided. Applicant will file its proposed tariff with a 45-day effective date as soon as practicable.

15. Applicant submits that the public interest will be served by Commission approval of this Application because Applicant's proposed service will create and enhance competition and expand customer service options, consistent with the legislative goals set forth in the Telecommunications Act of 1996 and Chapter 392 RSMo. Prompt approval of this Application also will expand the availability of innovative, high quality and reliable telecommunications services within the State of Missouri. Customers will benefit by having alternatives from which to choose and from general improvements in price, features and options that are generated by competitive market pressures.

16. Notwithstanding the provisions of Section 392.500, RSMo., and pursuant to the provisions of Section 392.361.6 RSMo. Supp 2008, as a condition of certification and competitive classification, Lightyear agrees that, unless otherwise ordered by the

Commission, Lightyear's originating and terminating switched exchange access rates will be no greater than the lowest Commission-approved corresponding access rates in effect for each ILEC within those service area(s) in which Applicant seeks authority to provide service. Additionally, pursuant to the Commission's Report and Order in Case No. TO-99-596, Lightyear agrees that if the ILEC in whose service area the Applicant is operating decreases its originating and/or terminating access service rates, the Applicant shall file an appropriate tariff amendment to reduce its originating and/or terminating access rates within thirty (30) days of the ILEC's reduction of its originating and/or terminating access rates in order to maintain the cap on switched access rates.

17. LYNS has no pending or final judgments or decisions against it from any state or federal agency or court that involve customer rates or service.

18 LYNS has no annual report or assessment fees that are overdue.

WHEREFORE, Applicant Lightyear Network Solutions, LLC respectfully requests that the Commission grant it a certificate of service authority to provide local telecommunications service as herein requested, classify Applicant and Applicant's proposed local services as competitive, and grant waivers of aforesaid statutes and regulations.

Respectfully submitted,

/s/Mary Ann Young

Mary Ann (Garr) Young
William D. Steinmeier, P.C.
P.O. Box 104595
Jefferson City, Missouri 65110-4595
Telephone: (573) 353-8109
Facsimile: (573) 634-8224
Email: MYoung0654@aol.com

ATTORNEY FOR APPLICANT
Lightyear Networks Solutions, LLC

CERTIFICATE OF SERVICE

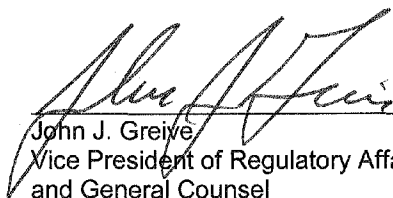
I do hereby certify that a true and correct copy of the foregoing document has been served electronically on the Office of Public Counsel at opcservice@ded.mo.gov and on the General Counsel's office at gencounsel@psc.mo.gov this 3rd day of September 2009.

/s/Mary Ann Young

Mary Ann (Garr) Young


VERIFICATION

I, John J. Greive, first being duly sworn upon oath depose and say I am Vice President of Regulatory Affairs and General Counsel of Lightyear Network Solutions, LLC., a Kentucky limited liability company; that I have read the above and foregoing petition by me subscribed and know the contents thereof, that the contents are true in substance and in fact, except as to those matters stated upon information and belief, and as to those, I believe same to be true.


John J. Greive
Vice President of Regulatory Affairs
and General Counsel

COMMONWEALTH OF KENTUCKY)
)
COUNTY OF JEFFERSON)

Subscribed and sworn to before me this 28th day of August, 2009.


Notary Public-State-at-Large, Kentucky
My Commission expires: July 6, 2013

Missouri Local Application of
Lightyear Network Solutions, LLC
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**Application of
Lightyear Network Solutions, LLC**

Exhibit A

Certificate of Authority to Transact Business in Missouri

State of Missouri



Matt Blunt
Secretary of State

CERTIFICATE OF REGISTRATION
FOREIGN LIMITED LIABILITY COMPANY

WHEREAS,

Lightyear Network Solutions, LLC
FL0557030

Using in Missouri the name

Lightyear Network Solutions, LLC

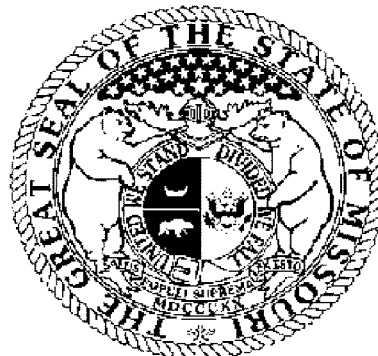
and existing under the laws of the State of Kentucky has filed with this state its Application for Registration and whereas this Application for Registration conforms to the Missouri Limited Company Act.

NOW, THEREFORE, I, MATT BLUNT, Secretary of State of the State of Missouri, by virtue of authority vested in me by law, do hereby certify and declare that on the 12th day of December, 2003, the above Foreign Limited Liability Company is duly authorized to transact business in the State of Missouri and is entitled to any rights granted Limited Liability Companies.

IN TESTIMONY WHEREOF, I have set my hand and imprinted the GREAT SEAL of the State of Missouri, on this, the 12th day of December, 2003.

Matt Blunt

Secretary of State



**Application of
Lightyear Network Solutions, LLC**

Exhibit B

Profiles of Key Management Employees

LIGHTYEAR NETWORK SOLUTIONS, LLC
TECHNICAL ABILITY AND RESUMES OF KEY PERSONNEL

J. Sherman Henderson, III, President and Chief Executive Officer

Mr. Henderson has over twenty-five years of business experience, including sales, marketing and management. Mr. Henderson was instrumental in the growth and success of Charter Network, a long distance carrier serving five Midwestern states. He was associated with Charter from 1986 until its sale to Litel in 1990. Under Mr. Henderson's guidance, Charter grew from \$9 million in annual revenues to \$50 million in four years. Directly prior to founding Lightyear, he served as an officer for Turbo Consulting Enterprises, Inc., located in Louisville, Kentucky, which provides a wide range of consulting services to the telecommunications industry. Mr. Henderson is a graduate of Florida State University, with a B.A. degree in Business Administration. Mr. Henderson currently serves as Chairman of the Telecommunications Resellers Association.

John J. Greive, Vice President of Regulatory Affairs and General Counsel

Prior to joining Lightyear in July, 1996, John Greive maintained a general practice as a partner with Chandler, Saksefski and Greive. John also worked as an associate in the corporate section of a mid-sized firm in Louisville, Kentucky. John is responsible for managing all legal and regulatory affairs including representing Lightyear before state and federal regulatory agencies. He received his B.S. in Mathematics from Bellarmine University and his Juris Doctorate from the University of Louisville. John also serves as the Corporate Secretary for Lightyear.

Elaine G. Bush, Chief Financial Officer

Elaine G. Bush began her career with Lightyear in 1996 as Controller. She has since moved up to head the company's finance department as Chief Financial Officer, where she supervises the company's financial reporting, commissions, Financial Billing Center, pricing and Collections. Before coming to Lightyear, Bush operated her own accounting consultancy, JG Enterprises, where she worked to set up accounting systems for Lightyear, her biggest client. Her background in accounting management is quite diverse, with her career spanning positions as Controller at Centran Corporation, Manager of Accounting Operations for Entrade Corporation, and Accounting Supervisor of NTS Corporation. She received her B.S. in Accounting at the University of Louisville and is a Certified Public Accountant.

Josh Henderson, Vice President of Sales

Mr. Henderson joined Lightyear in 1997. Before joining Lightyear, from 1995 to 1997, Mr. Henderson worked in Sales at Hands on Originals, an S&S Tire Company, running the College Wearable Division. Since joining Lightyear, he has served as Director of Emerging Markets in 1999, and as Senior Director in Lightyear's Northeast and Mid-Atlantic Markets in 2000. Mr. Henderson is responsible for twelve sales offices throughout the Southeast, Central, Midwest and Northeast Regions. He has a Bachelor of Science degree in Communications from the University of Kentucky.

LIGHTYEAR NETWORK SOLUTIONS, LLC
TECHNICAL ABILITY AND RESUMES OF KEY PERSONNEL

David A. Corral, Vice President of Information Technology and Networks

David Corral first joined Lightyear in 1994 as a contractor from Denver working on the billing and CRM systems. He joined the company in 1995 full time and has grown with the company to where he is now. He has developed strategies for deploying VoIP while engineering the systems and a network to carry the traffic. In addition, the IT department continues to improve processes and applications to maximize the strengths of Lightyear while optimizing its resources to cut costs.

Kevin Shady, Vice President of Agent Sales

Kevin Shady joined Lightyear in May 1994 as Product Manager, and worked his way up through many executive level positions and is now Vice President of Sales and Operations. In this capacity, he leads and oversees the following operational functions within Lightyear: Customer Development, Provisioning, Network Maintenance and Product Development. He came to Lightyear from Brown & Williamson, where he worked in a wide variety of sales and marketing positions. Before entering the marketing field, he was an on-air news correspondent at television stations in the Evansville, IN market. Shady earned his M.B.A. from Indiana University.

Steve Ray, Vice President of Carrier Management

Steve Ray began his career in the telecommunications industry in 1991 working in sales with the old Long Distance America in Columbia, S.C. In 1994, he took his sales and operational experience and moved home to Louisville to become one of the first employees of Lightyear (originally called UniDial). Here, he has held a number of positions in customer service, product management and carrier management. In his current position, he is responsible for all carrier management issues, including contract negotiation and management, product pricing, operational capabilities/enhancements, invoice disputes and end-user issues. He works closely to facilitate enterprise-wide issues including legal, provisioning, customer care, product, finance, billing, sales and the executive team to find ways to reduce costs through operational efficiency or increase revenue through better margins or new/enhanced products. Ray, a Louisville native, is a graduate of the University of Kentucky, where he received a bachelor's degree in finance.

Brian Garrison, Vice President of Finance, Pricing, Analysis and Audit

Brian Garrison joined Lightyear in 1998 as the Director of Audit, managing all of the company's carrier costs. He was then promoted to Director of Engineering and Network Planning, managing the budget and build-out of the ATM network. Currently, Garrison is Vice President of Finance, Pricing, Analysis & Audit, managing all the retail pricing for our products, managing and negotiating current carrier costs, and analyzing new carriers, new products and partner opportunities. Previous to Lightyear, he was at Sprint PCS as budget manager, managing the capital and operation budgets for the Louisville wireless network build-out. He later became director of Sprint PCS's Louisville/Lexington market in engineering and operations, managing the build-out process through budget, design, acquisition and construction phases. He is a native of Louisville and received a bachelor's degree in finance from the University of Louisville.

LIGHTYEAR NETWORK SOLUTIONS, LLC
TECHNICAL ABILITY AND RESUMES OF KEY PERSONNEL

Edward J. Wampler, Vice President of Operations

Edward J. Wampler, Vice President of Operations, has over 20 years of Telecom experience and has played a critical role in Lightyear's Operations Department from the company's beginnings in 1993. He previously served as Operations Manager for Charter Network, where he directed marketing projects, implemented productivity reporting, created standard operating procedures, instituted performance metric, and was responsible for developing Charter's customer service and order processing departments. Wampler also served as the manager for LCI International's customer service division after Charter Network was purchased. His Lightyear responsibilities include overseeing many facets of Lightyear's Operations, which include the Customer Service, Network Maintenance and Order Provisioning Divisions. Wampler received a B.A. in Economics from the University of Louisville with a minor in Psychology.

**Application of
Lightyear Network Solutions, LLC**

Exhibit C

Financial Information

(HIGHLY CONFIDENTIAL)

To be late-filed