



The CommLaw Group

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Data Center
Missouri Public
Service Commission

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February 5, 2008

Colleen M. Dale
Secretary of the Commission
Missouri Public Service Commission
200 Madison Street
Jefferson City, Missouri 65101

***Re: Joint Application of Broadview Networks, Inc.,
ATX Licensing, Inc., and A.R.C. Networks, Inc.,
d/b/a InfoHighway, for Authority to Migrate
Customers Among Affiliated Companies and for
Waiver of Commission Rule 4 CSR 240-33.150***

Dear Ms. Dale:

On behalf of Broadview Networks, Inc. ("Broadview"), enclosed please find an original and fourteen (14) copies of the Joint Application of Broadview Networks, Inc., ATX Licensing, Inc., and A.R.C. Networks, Inc., d/b/a InfoHighway, for Authority to Migrate Customers Among Affiliated Companies and for Waiver of Commission Rule 4 CSR 240-33.150. A copy of the Joint Application, including all Exhibits thereto, has today also been served upon the Office of Public Counsel.

Colleen M. Dale, Secretary
February 5, 2008
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An additional copy of this filing is also enclosed, to be date-stamped and returned in the postage-prepaid envelope provided.

Should there be any questions regarding this matter, kindly contact the undersigned.

Respectfully submitted,

A handwritten signature in cursive script, appearing to read "Charles H. Helein", followed by a stylized flourish or initial.

Charles H. Helein

Enclosures

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

In the Matter of the Application of)	
)	
Broadview Networks, Inc.)	
)	
ATX Licensing, Inc.)	Case No. _____
)	
And)	
)	
A.R.C. Networks, Inc., d/b/a)	
InfoHighway Communications)	
)	
For Authority to Migrate Customers)	
Among Affiliated Companies and for)	
Waiver of Commission Rule)	
4 CSR 240-33.150)	

**JOINT APPLICATION FOR AUTHORITY TO MIGRATE
CUSTOMERS AMONG AFFILIATED COMPANIES
AND FOR WAIVER OF COMMISSION RULE 4 CSR 240-33.150**

COMES NOW, Broadview Networks, Inc. ("Broadview"), ATX Licensing, Inc. ("ATX"), and A.R.C. Networks, Inc., d/b/a InfoHighway Communications ("InfoHighway") (collectively, "Applicants"), by and through their attorneys, and hereby applies pursuant to Sections 392.300 RSMo for authority to migrate customers among affiliated companies. Applicants also respectfully request a waiver of Commission Rule 4 CSR 240-33.150 to permit the seamless transfer of long distance customers of ATX and InfoHighway to Broadview without requiring the written authorization of each such customer prior to the proposed transfer.

In support of the Joint Application, Applicants provide the following information:

I. INTRODUCTION

1. Broadview Networks, Inc. and its sister companies, ATX Licensing, Inc. ("ATX"), and A.R.C. Networks, Inc. d/b/a InfoHighway Communications ("InfoHighway"),¹ pursuant to the rules of the Public Service Commission of the State of Missouri, hereby respectfully request authority to migrate a substantial portion of the customers of ATX and InfoHighway to Broadview. None of the Applicants proposes to depart from the State nor is any Applicant seeking approval to discontinue the provision of telecommunications services. Because the customer migration will follow closely upon the receipt of the required regulatory approvals, Applicants respectfully request that the Commission grant this Application on an expedited basis.

2. In order to better and more efficiently serve customers of the various carriers within the Broadview corporate family, a substantial portion of the customers of ATX and InfoHighway are to be consolidated into the Broadview customer base. Following the migration, the former ATX and InfoHighway customers will be provided with the same services, at the same rates and on the same terms and conditions that they received prior thereto.² Customers will be provided advance written notice of the migration and afforded an opportunity to opt out of the transfer. The internal transfer of accounts will be transparent to the customer; the only change noticeable to customers will be the name of the carrier on their monthly bill, which will change to Broadview.

¹ Each of Broadview, ATX and InfoHighway are wholly-owned, directly or indirectly, by Broadview Networks Holdings, Inc.

² Broadview will file supplements to its tariff as necessary in order to preserve the current rates, terms and conditions that customers of ATX and InfoHighway now have in place.

Certainly no customer will experience disruption of service as a result of this customer base consolidation. Indeed, Broadview believes that it will be better able to serve its customers and those of ATX and InfoHighway on a consolidated basis.

3. Applicants respectfully request a waiver of Commission Rule 4 CSR 240-33.150 ("Anti-Slamming Rules"), which would require that the written authorization of each customer be obtained prior to the change of a service provider. Applicants respectfully submit that under the present circumstances, where customers will be provided advance notice of the proposed transaction and an opportunity to opt out of the transfer, and will experience no changes in terms, conditions or rates of service post-transfer, the public interest would not be served by strict application of the prior written consent requirement of Commission Rule 4 CSR 240-33.150.

II. DESCRIPTION OF PETITIONERS

4. Broadview is a New York corporation with headquarters located at 800 Westchester Avenue, Suite N-501, Rye Brook, New York 10573. Broadview is a wholly-owned subsidiary of Broadview Networks Holdings, Inc. In Missouri, Broadview is authorized to provide interexchange services pursuant to a grant of authority in Case No. XA-2008-0162 (December 31, 2007). Further information regarding Broadview has been previously submitted to the Commission, is therefore a matter of public record, and is incorporated herein by reference.

5. ATX is a Delaware corporation with headquarters located at 800 Westchester Avenue, Suite N-501, Rye Brook, New York 10573. ATX is also an indirect wholly-owned subsidiary of Broadview Networks Holdings, Inc. In Missouri, ATX is authorized to provide interexchange services pursuant to a grant of authority in Case No.

XA-2005-0272 (March 31, 2005). Further information regarding ATX has been previously submitted to the Commission, is therefore a matter of public record, and is incorporated herein by reference.

6. InfoHighway is a Delaware corporation with headquarters located at 800 Westchester Avenue, Suite N-501, Rye Brook, New York 10573. InfoHighway is also an indirect wholly-owned subsidiary of Broadview Networks Holdings, Inc. In Missouri, InfoHighway to provide interexchange services pursuant to a grant of authority in Case No. TA-97-385. Further information regarding InfoHighway has been previously submitted to the Commission, is therefore a matter of public record, and is incorporated herein by reference.

III. CONTACTS

7. Questions or any correspondence, orders, or other materials should be directed to: Catherine M. Hannan
Helein & Marashlian, LLC
The *CommLaw* Group
1483 Chain Bridge Road, Suite 301
McLean, VA 22101
(703) 714-1326 (tel)
(703) 714-1330 (fax)
cmh@commlawgroup.com

with copies to:

Charles C. Hunter
Executive Vice President and General Counsel
Broadview Networks Holdings, Inc.
800 Westchester Avenue, Suite N-501
Rye Brook, NY 10573
(914) 922-7589 (tel)
(347) 287-0223 (fax)
chunter@broadviewnet.com

IV. DESCRIPTION OF THE TRANSACTION

8. As noted above, in order to better and more efficiently serve customers of the various carriers within the Broadview corporate family, ATX and InfoHighway will consolidate substantial portions of their customer bases into the Broadview customer base following the receipt of any required regulatory approvals. Pursuant to 4 CSR w240-3.525(2)(E), the proposed transfer will not result in a change in the services or service quality provided to the migrated customers. Following this consolidation, Broadview will continue to provide services to these migrated customers under the same rates, terms and conditions currently provided by ATX and InfoHighway, respectively. The migration of customers between operating affiliates will not cause any service disruptions; thus, the planned transfer will be entirely transparent to customers.

9. As required by the Federal Communications Commission, the customers of ATX and InfoHighway will be provided advance written notice of the planned customer migration. A copy of the notice is attached.

V. PUBLIC INTEREST STATEMENT

10. The consolidation of substantial portions of the customer bases of ATX and InfoHighway into the Broadview customer base will enable Broadview to increase its efficiency and lower its costs of operation. These operating efficiencies will allow Broadview better serve its customers, as well as the former customers of its operating company affiliates, and future customers. Furthermore, consolidation of customer bases within the Broadview corporate family will (1) have no negative impact on competition, employees or the rates of current customers, (2) no negative impact on the provision of safe, adequate and proper service, (3) will positively benefit competition and (4) will

have a net positive benefit to the customers of the various Broadview entities located in the State of Missouri.

VII. ADDITIONAL INFORMATION REQUIRED BY RULES

11. Pursuant to the requirements of 4 CSR 240-2.060(K), Applicants state that they do not have any pending or unsatisfied final judgments or decisions against them in any state or federal agency or court which involve customer service or rates, which action, judgment or decision occurred within the last three (3) years.

12. Pursuant to the requirements of 4 CSR 240-2.060(L), Applicants state that, to the best of their knowledge, they have no annual report or assessment fees that are overdue. Pursuant to the requirements of 4 CSR 240-3.525(2)(F), Applicants state that they do not anticipate that the proposed transaction will have any impact on tax revenues of any political subdivision in the State of Missouri.

VIII. MOTION FOR EXPEDITED TREATMENT

13. Pursuant to 4 CSR 240-2.080(16), Applicants respectfully seek expedited treatment in this proceeding and request that the Commission act in order to permit the parties to consummate the proposed transaction as soon as possible. Such action will benefit Applicants and their customers and will have no negative effect on Applicant's customers or the general public.

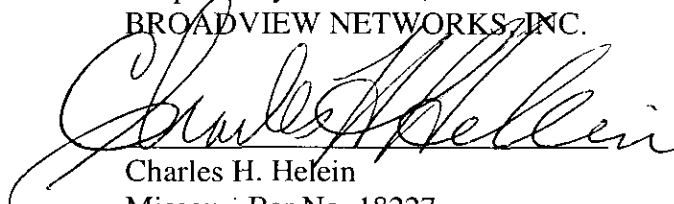
VIII. CONCLUSION

14. For the foregoing reasons, Applicants respectfully submit that the public interest, convenience and necessity would be furthered by a grant of this Joint Petition and Request for Waiver on an expedited basis. Applicants respectfully request that the

Commission approve this Joint Petition and Request for Waiver and all other relief as necessary and appropriate to effectuate the customer migration described herein.

Respectfully submitted,

Respectfully submitted,
BROADVIEW NETWORKS, INC.



Charles H. Helein
Missouri Bar No. 18227
Helein & Marshlian, LLC
The CommLaw Group
1483 Chain Bridge Road, Suite 301
McLean, VA 22101

Counsel for

Broadview Networks, Inc.
ATX Licensing, Inc. and
A.R.C. Networks, Inc. d/b/a
InfoHighway Communications

Dated this 5th day of February, 2008.

CUSTOMER NOTIFICATIONS

Date: _____

To Our Valued Customers:

As you are aware, ATX Communications became part of the Broadview Networks corporate family more than a year ago. Over the past year, we have been working diligently to integrate the ATX and Broadview operating systems to provide you the best communications services possible. Having successfully completed this integration, we have recently requested regulatory approval to transfer your account and services from the former ATX Communications entity to Broadview Networks, Inc. As a result, on or after April 1, 2008, Broadview Networks will become your new telecommunications provider.

This transfer will not affect your current service. Your telephone numbers will all remain the same and you will continue to enjoy all of the features, terms and conditions of service, including the current pricing, that you enjoy today. No carrier change charges will be applied in connection with your transfer to Broadview Networks. **NO ACTION ON YOUR PART IS REQUIRED.**

We look forward to being able to serve you with even more capabilities than before, while ensuring the same high levels of insight, attention and care that you have come to expect from ATX. In fact, we are confident that the combination of ATX and Broadview Networks creates an even more competitive, responsive partner for your business. Of course, you always have the option of selecting another carrier (subject to any termination restrictions in your current contract), but there is no need to take any action to maintain your service with Broadview Networks.

We thank you for your loyalty and we appreciate the continued opportunity to provide you with the highest value in competitive telecommunications and network services.

Please note the following:

- If you opt to move your services to another provider prior to the end of the term of your existing contract with ATX/Broadview, you may be responsible for early termination penalties.
- If you have placed a "freeze" on your ATX service, it will be lifted to implement the transfer of your account and services to Broadview Networks. At your request, we can re-establish freeze protection for you after the transfer is complete.
- For all questions, billing requests, repairs or service needs, please call 800-220-4900 to reach a service professional. Please use this number for any issues you may have experienced prior to or during the transfer of your account.
- Notice of any future changes in rates or terms and conditions of service will be promptly provided to you as required by law.

Date: _____

To Our Valued Customers:

As you are aware, InfoHighway Communications became part of the Broadview Networks corporate family nearly a year ago. Over the past year, we have been working diligently to integrate the InfoHighway and Broadview operating systems to provide you the best communications services possible. Having successfully completed this integration, we have recently requested regulatory approval to transfer your account and services from the former InfoHighway Communications entity to Broadview Networks, Inc. As a result, on or after April 1, 2008, Broadview Networks will become your new telecommunications provider.

This transfer will not affect your current service. Your telephone numbers will all remain the same and you will continue to enjoy all of the features, terms and conditions of service, including the current pricing, that you enjoy today. No carrier change charges will be applied in connection with your transfer to the new combined entity. **NO ACTION ON YOUR PART IS REQUIRED.**

We look forward to being able to serve you with even more capabilities than before, while ensuring the same high levels of insight, attention and care that you have come to expect from InfoHighway. In fact, we are confident that the combination of InfoHighway and Broadview creates an even more competitive, responsive partner for your business. Of course, you always have the option of selecting another carrier (subject to any termination restrictions in your current contract), but there is no need to take any action to maintain your service with Broadview Networks.

We thank you for your loyalty and we appreciate the continued opportunity to provide you with the highest value in competitive telecommunications and network services.

Please note the following:

- If you opt to move your services to another provider prior to the end of the term of your existing contract with InfoHighway/Broadview, you may be responsible for early termination penalties.
- If you have placed a "freeze" on your InfoHighway service, it will be lifted to implement the transfer of your account and services to Broadview Networks. At your request, we can re-establish freeze protection for you after the transfer is complete.
- For all questions, billing requests, repairs or service needs, please call 800-562-4206 to reach a service professional. Please use this number for any issues you may have experienced prior to or during the transfer of your account.
- Notice of any future changes in rates or terms and conditions of service will be promptly provided to you as required by law.

VERIFICATIONS

VERIFICATION


State of New York)
)
County of Westchester) ss.

I, Charles C. Hunter, being duly sworn according to law, depose and say that I am Executive Vice President and General Counsel of Broadview Networks Holdings, Inc., and its operating subsidiary, Broadview Networks, Inc. ("Broadview"); that I am authorized to and do make this Verification for it; that the facts set forth in the above notice are true and correct to the best of my knowledge, information and belief, and that I expect Broadview to be able to prove the same at any hearing hereof; and that Broadview understands that, if the contents of the notice are found to be false or to contain misrepresentations, any authority granted may be suspended or revoked. I further depose and say that the authority to submit the notice has been properly granted.




Charles C. Hunter

Subscribed and sworn before me this 28 day of January, 2008.



Notary Public


My Commission expires:

COREY RINKER
NOTARY PUBLIC, STATE OF NEW YORK
No. 02R16013491
QUALIFIED IN WESTCHESTER COUNTY
MY COMMISSION EXPIRES 9/21/20 

VERIFICATION


State of New York)
)
County of Westchester) ss.

I, Charles C. Hunter, being duly sworn according to law, depose and say that I am Executive Vice President and General Counsel of Broadview Networks Holdings, Inc., and its operating subsidiary, ATX Licensing, Inc. ("ATX"); that I am authorized to and do make this Verification for it; that the facts set forth in the above notice are true and correct to the best of my knowledge, information and belief, and that I expect ATX to be able to prove the same at any hearing hereof; and that ATX understands that, if the contents of the notice are found to be false or to contain misrepresentations, any authority granted may be suspended or revoked. I further depose and say that the authority to submit the notice has been properly granted.



Charles C. Hunter

Subscribed and sworn before me this 28 day of January, 2008.



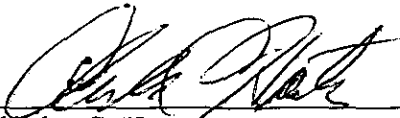
Notary Public

COREY RINKER
NOTARY PUBLIC, STATE OF NEW YORK
No. 02RI6013491
QUALIFIED IN WESTCHESTER COUNTY
MY COMMISSION EXPIRES 9/21/2008

VERIFICATION

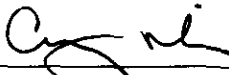
State of New York)
)
County of Westchester) ss.

I, Charles C. Hunter, being duly sworn according to law, depose and say that I am Executive Vice President and General Counsel of Broadview Networks Holdings, Inc., and its operating subsidiary, A.R.C. Networks, Inc. d/b/a InfoHighway ("InfoHighway"); that I am authorized to and do make this Verification for it; that the facts set forth in the above notice are true and correct to the best of my knowledge, information and belief, and that I expect InfoHighway to be able to prove the same at any hearing hereof; and that InfoHighway understands that, if the contents of the notice are found to be false or to contain misrepresentations, any authority granted may be suspended or revoked. I further depose and say that the authority to submit the notice has been properly granted.



Charles C. Hunter

Subscribed and sworn before me this 28 day of July, 2008.



Notary Public

COREY RINKER
NOTARY PUBLIC, STATE OF NEW YORK
No. 02R16013491
QUALIFIED IN WESTCHESTER COUNTY
MY COMMISSION EXPIRES 9/21/2009