

FILED

AUG 26 1999

Missouri Public
Service CommissionBEFORE THE PUBLIC SERVICE COMMISSION
OF THE STATE OF MISSOURI

In the matter of the application of)
Schult Communications, Inc.)
 for certificate of service authority)
 to provide private pay telephone)
 service within the State of Missouri)

TA-2000-187

APPLICATION FOR CERTIFICATE OF SERVICE
AUTHORITY TO PROVIDE PRIVATE PAY TELEPHONE
SERVICE IN THE STATE OF MISSOURI

PLEASE PRINT OR TYPE:

Schult Communications, Inc.
 1. NAME OF APPLICANT

August 23, 1999

DATE OF APPLICATION

ADDRESS OF PRINCIPAL PLACE OF BUSINESS:
 Street 318 Cedar

If the Commission or Staff has questions about this
 Application, they should contact:

Name: William A. EvansCity Pleasant Hill,Address: 318 CedarState MissouriPleasant Hill, MO 64080Phone (816) 540-4798Daytime Phone (816) 540-4798

APPLICANT IS:

- ☐ INDIVIDUAL DOING BUSINESS UNDER OWN NAME
- ☐ INDIVIDUAL DOING BUSINESS UNDER FICTITIOUS NAME (Attach a copy of registration of fictitious name with Secretary of State)
- ☐ PARTNERSHIP (Attach copy of partnership agreement - Missouri Bar Attorney must file the application)
- ☒ MISSOURI CORPORATION (Attach certified copy of Articles of Incorporation and Certificate of Incorporation from Secretary of State - Missouri Bar Attorney must file the application)
- ☐ CORPORATION - NOT MISSOURI (Attach certificate of authorization to do business in Missouri from Secretary of State - Missouri Bar Attorney must file the application)

- IMPORTANT -

PAGES 2, 3, AND 4 MUST BE ATTACHED AND APPLICATION MUST BE SIGNED AND NOTARIZED ON PAGE 4 TO BE PROCESSED. IF APPLICANT IS A PARTNERSHIP OR CORPORATION, APPLICATION MUST BE SIGNED BY AN AUTHORIZED MEMBER OR CORPORATE OFFICER, NOTARIZED, AND SIGNED BY APPLICANT'S ATTORNEY.

APPLICATION SHOULD BE MAILED TO BOTH:

Missouri Public Service Commission
 P.O. Box 360
 Jefferson City, MO 65102
 (Original and 14 copies)

Office of the Public Counsel
 P.O. Box 7800
 Jefferson City, MO 65102
 (One copy)

Revised 02/03/98

2. Applicant proposes to provide private pay telephone service in the State of Missouri under the jurisdiction of the Missouri Public Service Commission (Commission) pursuant to Section 392.410 and 392.520 C.C.S. HB 360 and which is referred to therein as customer owned coin telephone telecommunications service, but will herein be referred to as private pay telephone service, and requests certificate of service authority to install, operate, control, manage and maintain private pay telephone(s).
3. Applicant requests that this certificate of service authority be made applicable to additional locations which may be served by the Applicant in the future.
4. As a provider of private pay telephone service, I agree that my private pay telephone equipment (hereafter "equipment") shall have the following operational characteristics and I agree to abide by the following terms:
 - a. Users of the equipment shall be able to reach the operator without charge and without the use of a coin.
 - b. Any intrastate operator services provider employed shall hold a certificate of service authority from this Commission, and shall have on file with the Commission approved tariffs for the provision of operator services to traffic aggregators.
 - c. Users of the equipment shall be able to reach local 911 emergency service, where available, without charge and without using a coin or, if 911 is unavailable, there shall be a prominent display on each instrument of the required procedure to reach local emergency service without charge and without using a coin.
 - d. The equipment shall be mounted in accordance with all applicable Federal, State, and local laws for disabled and/or hearing impaired persons.
 - e. The equipment shall allow the completion of local and long distance calls.
 - f. The equipment shall permit access to directory assistance.
 - g. There shall be displayed in close proximity to the equipment in 12 Point Times Bold print the name, address and telephone number of the private pay telephone service provider, the procedures for reporting service difficulties, the method of obtaining customer refunds and the method of obtaining long distance access. If applicable, the notice shall state that one-way calling only is permitted. If an alternative operator service (AOS) provider is employed, the private pay telephone service provider shall display such notice as is required by this Commission.
 - h. The equipment shall be registered under Part 68 of the rules of the Federal Communications Commission's registration program.
 - i. The equipment shall not block access to any local or interexchange telecommunications carrier.
5. I understand and agree that the certificate of service authority will permit me to provide only private pay telephone service in the State of Missouri and will not authorize me to provide any other telecommunications services regulated by the Commission.
6. I understand that the certificate of service authority to provide private pay telephone service is not transferable.
7. I understand that providing pay telephone service without a certificate of service authority or in violation of the terms and conditions prescribed for the provision of such service may subject me to penalties as provided for by law.
8. I agree to provide a complete list of served locations if this information is requested by the Commission Staff.

9. I further agree to notify the Commission, in writing, if I cease to provide private pay telephone service in the State of Missouri or if my address or phone number changes at my principal place of business.
10. Unless and until otherwise ordered by the Commission, I agree to pay my annual apportioned share of general regulator expenditures that are charged to telephone companies pursuant to Section 386.370 RSMo.
11. I understand and agree that I will be responsible to the local exchange telephone company for payment of all toll and local charges originating from or accepted at the private pay telephone(s).
12. I understand and agree that charges for private pay telephone service will be assessed in accordance with the appropriate tariff of the local exchange telephone company providing access.

WHEREFORE, Applicant requests the Commission to grant its certificate of service authority to Applicant to install, operate, control, manage and maintain private pay telephone service in the State of Missouri as described above.

SIGN HERE:

William A. Evans, CEO

PRINT or

TYPE NAME:

William A. Evans

ADDRESS:

318 Cedar

PLeasant Hill, MO 64080

PHONE:

(816) 540-4798

STATE OF Missouri)
COUNTY OF Cass)

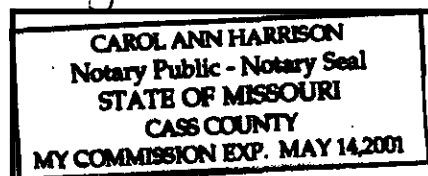
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Comes now before me William A. Evans and states that (s)he
(Name of person signing Application)

Chief Financial Officer of Schult Communications, Inc. Applicant herein, and
(Title of person signing Application) (Name of Applicant)

further states that the information contained in this Application is accurate to the best of her/his knowledge and belief.

Subscribed and sworn to before me this 23rd day of August, 1999.



Carol Ann Harrison
(Notary Public)

My Commission expires: May 14, 2001

ATTORNEY'S SIGNATURE BLOCK (for Partnership or Corporation)

SIGN HERE: Kim M. Roam

PRINT or
TYPE NAME: Kim M. Roam

ADDRESS: 601 Jefferson St
Blue Springs Missouri
64014

MISSOURI
BAR #: 31413

PHONE: (816) 229-8121

STATE OF MISSOURI



Rebecca McDowell Cook
Secretary of State

CORPORATION DIVISION
CERTIFICATE OF INCORPORATION

WHEREAS, DUPLICATE ORIGINALS OF ARTICLES OF INCORPORATION OF
SCHULT COMMUNICATIONS, INC.

HAVE BEEN RECEIVED AND FILED IN THE OFFICE OF THE SECRETARY OF
STATE, WHICH ARTICLES, IN ALL RESPECTS, COMPLY WITH THE
REQUIREMENTS OF GENERAL AND BUSINESS CORPORATION LAW;

NOW, THEREFORE, I, REBECCA MCDOWELL COOK, SECRETARY OF STATE
OF THE STATE OF MISSOURI, BY VIRTUE OF THE AUTHORITY VESTED IN
ME BY LAW, DO HEREBY CERTIFY AND DECLARE THIS ENTITY A BODY
CORPORATE, DULY ORGANIZED THIS DATE AND THAT IT IS ENTITLED TO
ALL RIGHTS AND PRIVILEGES GRANTED CORPORATIONS ORGANIZED UNDER
THE GENERAL AND BUSINESS CORPORATION LAW.

IN TESTIMONY WHEREOF, I HAVE SET MY
HAND AND IMPRINTED THE GREAT SEAL OF
THE STATE OF MISSOURI, ON THIS, THE
22ND DAY OF JULY, 1999.

Rebecca McDowell Cook
Secretary of State



\$58.00

ARTICLES OF INCORPORATION
OF
SCHULT COMMUNICATIONS, INC.

FILED AND CERTIFICATE OF
INCORPORATION ISSUED

JUL 22 1999

HONORABLE REBECCA M. COOK
SECRETARY OF STATE
STATE OF MISSOURI
JEFFERSON CITY, MISSOURI 65101

Rebecca McDowell Cook
SECRETARY OF STATE

The undersigned natural person of the age of eighteen years or more, for the purpose of forming a corporation under The General and Business Corporation Laws of Missouri, adopts the following Articles of Incorporation:

ARTICLE ONE

The name of the corporation is: **Schult Communications, Inc.**

ARTICLE TWO

The address, including street and number, if any, of the corporation's initial registered office in this state is: 601 Jefferson, Blue Springs, MO 64014, and the name of its initial agent at such address is: Kim M. Roam.

ARTICLE THREE

The aggregate number of shares which the corporation shall have authority to issue shall be 30,000 shares of common stock, each of par value of One Dollar (\$1.00) per share.

None of the shares of capital stock of the corporation shall carry with them preemptive rights.

ARTICLE FOUR

The name and place of residence of the sole incorporator is as follows:

<u>NAME</u>	<u>STREET</u>	<u>CITY</u>
Keith E. Schult	318 Cedar	Pleasant Hill, MO 64080

ARTICLE FIVE

The number of directors to constitute the first Board of Directors and to be elected at the first meeting of the stockholders shall be three (3); thereafter, the number of directors shall be fixed by, or in the manner provided in, the Bylaws of the corporation.

Directors shall not be elected by cumulative voting.

ARTICLE SIX

The duration of the corporation is perpetual.

ARTICLE SEVEN

The corporation is formed for the following purposes:

(a) To engage in the purchasing, selling, distributing, or leasing, as principal or agent, all kinds of telephones, telephone equipment, and other telephone related devices, as well as accessories and attachments for the telephones, equipment, and devices, and to provide any and all telephone services associated therewith.

(b) To establish, install, and maintain coin operated (pay) telephones, or other types of telephones; to buy, sell, lease, rent and operate those telephones and the rights of establishing and maintaining the telephones on public or private property, to buy and sell the products which are dispensed through the telephones, and to provide any and all telephone services associated therewith.

(c) To enter into contracts establishing, installing, purchasing, selling, distributing, leasing or maintaining, as principal or agent, any and all types of telephones, coin operated (pay) or otherwise, on public or private property, and to provide any and all telephone services associated therewith,

(d) To engage in any lawful act or activity for which corporations may be organized under The General and Business Corporation Law of Missouri.

ARTICLE EIGHT

(a) Except as may be otherwise specifically provided by (i) statute, (ii) the articles of incorporation of the corporation as from time to time amended or (iii) bylaw provisions adopted from time to time by the shareholders of the corporation, all powers of management, direction and control of the corporation shall be and hereby are vested in the Board of Directors.

(b) The Bylaws of this corporation may be amended, altered or from time to time repealed by the Board of Directors.

(c) The corporation in its bylaws may agree to the terms and conditions upon which any director or officer accepts his office or position and similarly in such manner may agree to indemnify and protect each and all of such persons against all costs and expenses reasonably incurred by any or all of them, and all liability imposed or threatened to be imposed upon any or all of them, by

reason of or arising out of their or any of them being or having been a director or officer of the corporation; but any such bylaw provisions shall not be exclusive of any other right or rights of any such director or officer to be indemnified and protected against such costs and liabilities which he may otherwise possess.

(d) The private property of the shareholders of this corporation shall not be subject to the payment of corporate debts, except to the extent of any unpaid balance of subscription for shares.

(e) Any person, upon becoming the owner or holder of any shares of stock or other securities issued by this corporation, does thereby consent and agree that all rights, powers, privileges, obligations or restrictions pertaining to such person or such securities in any way may be altered, amended, restricted, enlarged or repealed by legislative enactments of the State of Missouri or of the United States hereinafter adopted which have reference to or affect corporations, such securities, or such persons in any way; and that the corporation reserves the right to transact any business of the corporation, to alter, amend or repeal these Articles of Incorporation, or to do any other acts or things as authorized, permitted or allowed by such legislative enactments.

ARTICLE NINE

No contract or other transaction between this corporation or any other firm or corporation shall be affected or invalidated by reason of the fact that any of the directors or officers of this corporation are interested in or are members, shareholders, directors or officers of such other firm or corporation; and any director or officer of this corporation may be a party to or may be interested in any contract or transaction of this corporation or in which the corporation is interested, and no such contract shall be affected or invalidated thereby; and each and every person who may become a director or officer of this corporation is hereby relieved from any liability that might otherwise exist from such contracting with this corporation for the benefit of himself or any person, firm, association or corporation in which he may in any wise be interested.

ARTICLE TEN

The shareholders and directors shall have power to hold their meetings, if the bylaws so provide, and to keep the books (except the original books required to be kept in the State of Missouri, pursuant to the laws thereof) outside of the State of Missouri, and to have one or more offices, within or without the State of Missouri, at such places as may be from time to time designated in the bylaws or by resolution of the shareholders or directors.

ARTICLE ELEVEN

This corporation reserves the right to amend, alter or repeal any provisions contained in these Articles of Incorporation in the manner now or hereafter prescribed by the statutes of Missouri, and all rights and powers conferred herein are granted subject to this reservation; and in particular, the corporation reserves the right and privilege to amend its Articles of Incorporation from time to time so as to authorize other or additional classes of shares of stock, to increase or decrease the number of shares of stock of any class now or hereafter authorized, and to vary the preferences, qualifications, limitations, restrictions and the special or relative rights or other characteristics in respect of the shares of each class, in the manner and upon such minimum vote of the shareholders entitled to vote thereon as may at the time be prescribed or permitted by the laws of Missouri, or upon such larger vote as may be required by the Articles of Incorporation of this corporation, and to accept and avail itself of, or subject itself to, the provisions of any statutes of Missouri hereafter enacted pertaining to general and business corporations and to exercise all the rights, powers and privileges conferred upon corporations organized thereunder or accepting the provisions thereof and assume the obligations and duties imposed therein, upon the favorable vote of the shareholders of a majority of the shares of stock entitled to vote thereon.

ARTICLE TWELVE

No holder of common shares of this corporation shall be entitled to subscribe for, purchase, or receive any part of any new or additional issue of stock of any class, whether now or hereafter authorized, or of any bonds, debentures, or other securities convertible into stock of any class, and all such additional shares of stock, bonds, debentures or other securities convertible into stock may be issued and disposed of by the Board of Directors to such person or persons and on such terms and for such consideration (so far as may be permitted by law) as the Board of Directors, in their absolute discretion, may deem advisable.

IN WITNESS WHEREOF, I have hereunto set my hand this 30 day of June, 1999.



Keith E. Schult

STATE OF MISSOURI)
) SS
COUNTY OF Cass)

I, the undersigned, a Notary Public, do hereby certify that on the 30 day of June, 1999, personally appeared before me Keith E.

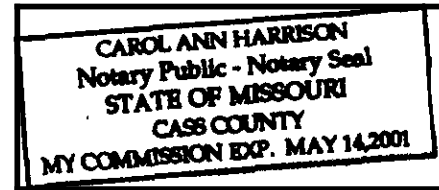
Schult, who being by me first duly sworn, declared that he is the person who signed the foregoing document as sole incorporator and that the statements contained therein are true.

Carol Ann Harrison

Notary Public

My Commission Expires:

May 14, 2001



FILED AND CERTIFICATE OF
INCORPORATION ISSUED

JUL 22 1999

Rebecca McDowell Cook
SECRETARY OF STATE