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ROBERT K. ANGSTEAD
MARK W. COMLEY
CATHLEEN A. MARTIN
STEPHEN G. NEWMAN
JOHN A. RUTH
D. GREGORY STONEBARGER

April 27, 2000

FILED

APR 27 2000

The Honorable Dale Hardy Roberts
Secretary/Chief Regulatory Law Judge
Missouri Public Service Commission
P.O. Box 360
Jefferson City, MO 65102-0360

Missouri Public
Service Commission

Re: Telistar Communications, LLC

TA-2000-693

Dear Judge Roberts:

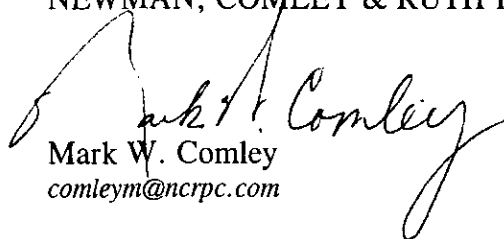
Please find enclosed for filing in the referenced matter an original and fourteen copies of an Application for Certificate of Service Authority and for Competitive Classification, along with a Motion for Protective Order. I also enclose the original and eight copies of Exhibit D to the motion, which is marked highly confidential and filed under seal. The non-proprietary version of Exhibit D is attached to the Application.

Please contact me if you have any questions regarding this filing. Thank you.

Very truly yours,

NEWMAN, COMLEY & RUTH P.C.

By:


Mark W. Comley
comleym@ncrpc.com

MWC:ab

Enclosure

cc: Office of Public Counsel
General Counsel's Office
Michael K. Hamra

FILED

BEFORE THE PUBLIC SERVICE COMMISSION
OF THE STATE OF MISSOURI

APR 27 2000

Missouri Public
Service Commission

In the Matter of the Application of)
Telistar Communications, LLC)
for a Certificate of Service Authority to provide)
Basic Local Telecommunications Service)
in portions of the State of Missouri and for)
Competitive Classification.)

Case No. TA-2000-693

APPLICATION FOR CERTIFICATE OF SERVICE AUTHORITY AND
FOR COMPETITIVE CLASSIFICATION

COMES NOW **Telistar Communications, LLC** ("Applicant" or "Telistar"), by its undersigned counsel, and hereby applies pursuant to Sections 392.361, 392.420, and 392.430 RSMo 1994, 392.410, 392.450 RSMo Supp. 1999, the Federal Telecommunications Act of 1996, and 4 CSR 240-2.060, for authority to provide basic local telecommunications service in portions of the State of Missouri and to classify said service as competitive. In support of its verified Application, Applicant states as follows:

1. Telistar is a limited liability company duly organized and existing under and by virtue of the laws of the State of Missouri. Telistar's Certificates of Organization and Good Standing issued by the Secretary of State of Missouri are attached hereto and incorporated herein by reference as Exhibit A.

Telistar's principal place of business mailing address is:

Telistar Communications, LLC
3116 W. Tracy Court
Springfield, MO 65807
Telephone: (417) 877-8295
Fax: (417) 877-8375

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

Mark W. Comley
NEWMAN, COMLEY & RUTH P.C.
601 Monroe Street, Suite 301
P.O. Box 537
Jefferson City, MO 65102-0537
(573) 634-2266
(573) 636-3306 FAX

Ernest Campidilli, President/CEO
TELISTAR COMMUNICATIONS, LLC
3116 W. Tracy Court
Springfield Missouri
(417) 877-8295
(417) 877-8375 FAX

3. By this application, Applicant requests certificate of service authority to provide basic local exchange services on a facilities and resold basis to both residence and business customers throughout all exchanges currently served by Southwestern Bell Telephone Company ("SWBT"), GTE Midwest, Inc. ("GTE"), and Sprint Missouri ("Sprint"). The specific SWBT, GTE and Sprint exchanges within which Applicant proposes to offer services are attached hereto and incorporated herein by reference as Exhibit B. Applicant's proposed service areas will follow the respective exchange boundaries of the stated incumbent LECs and shall be no smaller than an exchange as required by Section 392.455(3) RSMo Supp. 1999.

4. Applicant seeks to offer and provide all forms of basic local telecommunications service, including local, custom calling, class services, voice mail and internet. Applicant intends to offer these services through fixed wireless technology, but may offer those services through a combination of technologies including the public switched network.

5. Applicant intends to offer its services in accord with its tariffs. The provisions of 4 CSR 240-2.060(4)(H) require that a proposed tariff with a forty-five (45) day effective date be included with this application, and Applicant wishes to comply with this requirement. Applicant is in the process of commencing negotiations with the incumbent local exchange companies in whose territory Applicant intends to provide service. Therefore, the charges for interconnection and network elements, and other material provisions and terms have not been concluded, and Applicant

requests the Commission to waive the provisions of this rule. Applicant intends to supply its proposed tariffs to the Commission with at least a thirty-day effective date at or near the time its interconnection agreements are approved.

6. Applicant possesses the technical and managerial expertise and experience necessary to provide the services it proposes as required by Section 392.455(1) RSMo Supp. 1999. Attached as Exhibit C are biographies of Telistar's key management personnel.

7. Applicant possesses the necessary financial qualifications to provide the services it proposes as required by Section 392.455(1) RSMo Supp. 1999 and has the necessary capital to conduct its proposed operations in Missouri. A copy of Applicant's Financial Statement(s) is being filed under seal as part of a request for confidential treatment thereof. For purposes of this application the financial statement(s) shall be referred to as Exhibit D.

8. Pursuant to this Application, Applicant seeks classification of its basic local telecommunications service offerings as competitive, with accompanying reduced regulation pursuant to Section 392.361 and 392.420 RSMo 1994 and 4 CSR 240-2.060(4)(F). The existing monopoly services of SWBT, GTE and Sprint will make the basic local markets Applicant seeks to enter sufficiently competitive to make a lesser degree of regulation for Applicant and its proposed services in the public interest, consistent with the legislative policies established by the Federal Telecommunications Act of 1996 and the recent revisions of Chapter 392 RSMo. This Commission already has approved many applications to provide resold and facilities-based basic local telecommunications services filed by new market entrants and has classified those new entrants and their services as competitive.

9. Applicant will offer basic local telecommunications service as a separate and distinct service in accordance with Section 392.455(4) RSMo Supp. 1999. Applicant will provide equitable

Section 392.455(5) RSMo Supp. 1999.

10. Applicant will comply with all applicable Commission rules and regulations, except those which are specifically waived by the Commission pursuant to Applicant's request, and is willing to meet all relevant service standards including, but not limited to, quality service, billing, and tariff filing and maintenance. Consistent with the Commission's treatment of other certificated competitive local exchange telecommunications companies, and pursuant to Section 392.420, RSMo 1994, Applicant requests that, at minimum, the following statutes and regulations for Applicant and its proposed basic local service offerings be waived at this time:

RULES

4 CSR 240-10.020	-	depreciation fund income
4 CSR 240-30.010(2)(C)	-	posting of rate schedules at central offices
4 CSR 240-30.040	-	Uniform System of Accounts
4 CSR 240-32.030(4)(C)	-	filing of exchange boundary maps
4 CSR 240-33.030	-	Inform customers of lowest price available
4 CSR 240-35	-	reporting of bypass and customer specific arrangements

STATUTES

392.210.2	-	Uniform System of Accounts
392.240(1)	-	setting just and reasonable rates
392.270	--	valuation of property (rate making)
392.280	-	depreciation accounts
392.290	-	issuance of securities
392.300.2	-	acquisition of stock
392.310	-	stock and debt issuance
392.320	-	stock dividend payment
392.330	-	issuance of securities, debts and notes
392.340	-	reorganization(s)

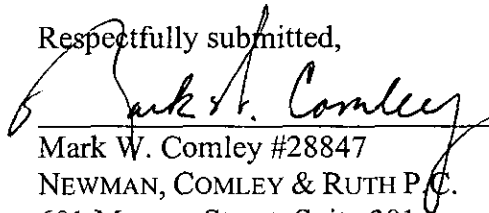
The above-referenced rules and statutory provisions, or previous versions thereof, have been waived with regard to other competitive local and basic local exchange carriers in prior cases. These rules or statutory provisions are principally designed to apply to noncompetitive telecommunications

carriers. It would be inconsistent with the goal and purpose of Section 392.530 to apply them to a competitive telecommunications carrier such as the Applicant.

11. Applicant submits that the public interest will be served by Commission approval of this Application because Applicant's provision of 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. 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.

WHEREFORE, Applicant Telistar Communications, LLC respectfully requests that the Commission grant it a certificate of service authority to provide resold basic local telecommunications service as herein requested, classify Applicant's proposed services as competitive, and grant waivers of the aforesaid statutes and regulations, as expeditiously as possible.

Respectfully submitted,

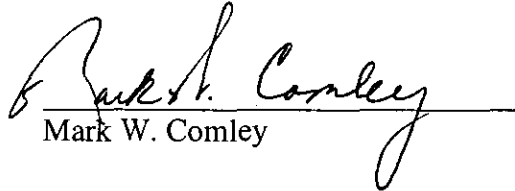


Mark W. Comley #28847
NEWMAN, COMLEY & RUTH P.C.
601 Monroe Street, Suite 301
P.O. Box 537
Jefferson City, MO 65102-0537
(573) 634-2266
(573) 636-3306 FAX
comleym@ncrpc.com

Attorneys for TELISTAR COMMUNICATIONS, LLC

Certificate of Service

I hereby certify that a true and correct copy of the above and foregoing document was sent by U.S. Mail, postage prepaid, or hand delivered, to Office of Public Counsel, P.O. Box 7800, Jefferson City, MO 65102, and General Counsel, P.O. Box 360, Jefferson City, MO 65102 on this 27th day of April, 2000.


Mark W. Comley

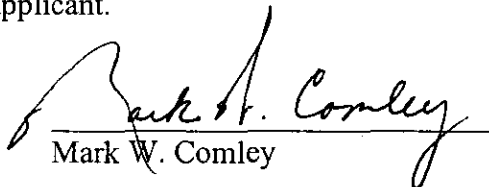
ATTORNEY VERIFICATION

STATE OF MISSOURI

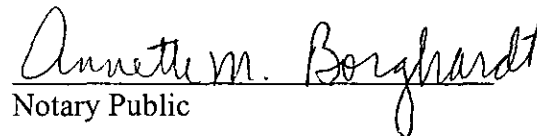
)
) ss.
)

COUNTY OF COLE

I, Mark W. Comley, being first duly sworn, do hereby certify, depose and state that I am the attorney for Telistar Communications LLC, Applicant in the above captioned proceeding; that I have read the above and foregoing Application and the allegations therein contained are true and correct to the best of my knowledge, information and belief; and I further state that I am authorized to verify the foregoing application by the above said applicant.


Mark W. Comley

Subscribed and sworn to before me, a Notary Public, this 27th day of April, 2000.


Notary Public

My Commission expires:

ANNETTE M. BORGHARDT
Notary Public
State of Missouri
Commission Expires 3/11/02
Cole County, MO

EXHIBIT A

**Certificate of Organization
Certificate of Good Standing
State of Missouri**

No. LC0034566

STATE OF MISSOURI



Rebecca McDowell Cook
Secretary of State

CERTIFICATE OF GOOD STANDING

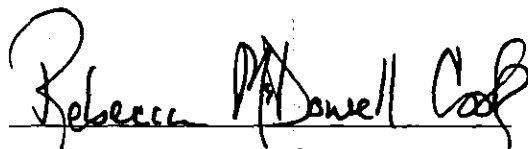
LIMITED LIABILITY COMPANY

I, REBECCA MCDOWELL COOK, Secretary of State of the State of Missouri, do hereby certify that the records in my office and in my care and custody reveal that

TELISTAR COMMUNICATIONS, L.L.C.

was filed in this office on the 3rd day of JANUARY, 2000, became effective on the 3rd day of JANUARY, 2000, and is in good standing, having fully complied with all requirements of this office.

IN TESTIMONY WHEREOF, I have set my hand and imprinted the GREAT SEAL of the State of Missouri, on this, the 20th day of APRIL, 2000.


Secretary of State



STATE OF MISSOURI



Rebecca McDowell Cook
Secretary of State

CERTIFICATE OF ORGANIZATION

LIMITED LIABILITY COMPANY

WHEREAS,

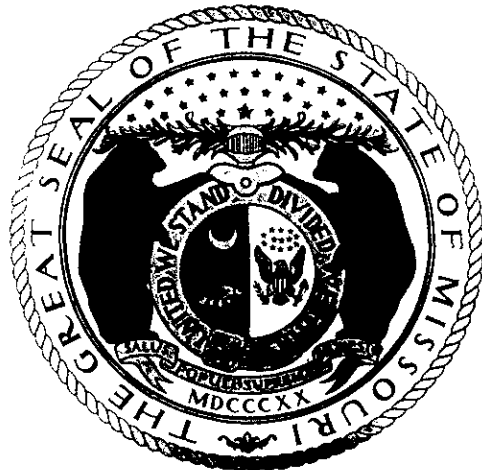
TELISTAR COMMUNICATIONS, L.L.C.

filed its ARTICLES OF ORGANIZATION with this office on the
3rd day of JANUARY, 2000, and that filing was found to conform
to the Missouri Limited Liability Company Act;

NOW, THEREFORE, I, REBECCA McDOWELL COOK, Secretary of State,
State of Missouri, by virtue of authority vested in me by law,
do certify and declare that on the 3rd day of JANUARY, 2000,
the above entity is a Limited Liability Company, organized in
this state and entitled to any rights granted to Limited
Liability Companies.

IN TESTIMONY WHEREOF, I have set my
hand and imprinted the GREAT SEAL of
the State of Missouri, on this, the
3rd day of JANUARY, 2000.

Rebecca McDowell Cook
Secretary of State





State of Missouri
Rebecca McDowell Cook, Secretary of State
P.O. Box 778, Jefferson City, Mo. 65102
Corporation Division

Articles of Organization
(Submit in duplicate with filing fee of \$105)

1. The name of the limited liability company is:

Telistar Communications, L.L.C.

2. The purpose(s) for which the limited liability company is organized: To provide various communication services including phone, long distance, internet, voice mail, video conferencing, cable television services and to engage or transact any lawful business for which a limited liability company may be organized under the Missouri Limited Liability Company Act.

3. The name and address of the limited liability company's registered agent in Missouri is:

Sam F. Hamra, Jr., 1949 E. Sunshine, Suite 200, Springfield, MO 65804

Name

Street address

City/State/Zip

4. The management of the limited liability company is vested in one or more managers. ☐ Yes ☒ No

5. The latest date on which the limited liability company is to dissolve is: perpetual

Month/Day/Year

6. Upon the withdrawal of any member, the remaining member(s) have the following right(s) (if any) to continue the business and affairs of the limited liability company:

FILED

7. The name(s) and address(es) of each organizer:

Sam F. Hamra, Jr.

JAN - 3 2000

1949 E. Sunshine, Suite 200

Springfield, MO 65804

Rebecca McDowell Cook
SECRETARY OF STATE

8. For tax purposes, is the limited liability company considered a corporation? ☐ Yes ☒ No

In affirmation thereof, the facts stated above are true:

Sam F. Hamra, Jr.

Organizer

Organizer

Organizer

EXHIBIT B

List of Exchanges

SOUTHWESTERN BELL MISSOURI EXCHANGES

Adrian	Elsberry	Lockwood	San Antonio
Advance	Essex	Louisiana	Scott City
Agency	Eureka	Macks Creek	Sedalia
Altenburg-Frohna	Excelsior Springs	Malden	Senath
Antonia	Farley	Manchester	Sikeston
Archie	Farmington	Marble Hill	Slater
Argyle	Fayette	Marceline	Smithville
Armstrong	Fenton	Marionville	Springfield
Ash Grove	Festus-Crystal City	Marshall	Stanberry
Beaufort	Fisk	Marston	Trenton
Bell City	Flat River	Maxville	Tuscumbia
Benton	Frankford	Meta	Union
Billings	Fredericktown	Mexico	Valley Park
Bismarck	Freeburg	Moberly	Versailles
Bloomfield	Fulton	Monette	Vienna
Bloomsdale	Gideon	Montgomery City	Walnut Grove
Bonne Terre	Glasgow	Morehouse	Wardell
Boonville	Grain Valley	Neosho	Ware
Bowling Green	Gravois Mills	Nevada	Washington
Brookfield	Gray Summit	New Franklin	Webb City
Camdenton	Greenwood	New Madrid	Wellsville
Campbell	Hannibal	Oak Ridge	Westphalia
Cape Girardeau	Harvester	Old Appleton	Wyatt
Cardwell	Hayti	Oran	
Carl Junction	Herculaneum-Pevely	Pacific	
Carrollton	Higbee	Patton	
Carthage	High Ridge	Paynesville	
Caruthersville	Hillsboro	Perryville	
Cedar Hill	Holcomb	Pierce City	
Center	Hornersville	Pocohontas-New Wells	
Chaffee	Imperial	Pond	
Charleston	Jackson	Poplar Bluff	
Chesterfield	Jasper	Portage Des Sioux	
Chillicothe	Joplin	Portageville	
Clarksville	Kansas City Metro	Puxico	
Clever	Kennett	Qulin	
Climax Springs	Kirksville	Richmond	
Deering	Knob Noster	Richwoods	
DeKalb	Lake Ozark-Osage	Risco	
Delta	Beach	Rushville	
DeSoto	Lamar	Ste. Genevieve	
Dexter	LaMonte	St. Charles	
Downing	Lancaster	St. Clair	
East Prairie	Leadwood	St. Joseph	
Edina	Lilbourn	St. Louis Metro	
Eldon	Linn	St. Marys	

GTE MIDWEST INCORPORATED MISSOURI EXCHANGES

Alton	Dardenne/Lake St.	Koshkonong	Rocheport
Amazonia	Louis	LaBelle	Rockaway Beach
Annapolis	Defiance	Laddonia	Rockville
Arcola	Dora	LaGrange	Rosendale
Ashland	Easton	La Plata	Safe
Augusta	Edgar Springs	Lawson	St. James
Aurora	Eldorado Springs	Leasburg	St. Peters
Ava	Elkland	Lesterville	Santa Fe
Avenue City	Ellsinore	Lewistown	Sarcoxie
Avilia	Elmer	Licking	Savannah
Belgrade	Eminence	Louisburg	Schell City
Belle	Everton	Lowry City	Seymour
Bellevue	Ewing	Macon	Shelbina
Birch Tree	Exeter	Manes	Shelbyville
Bland	Fillmore	Mansfield	Sheldon
Blue Eye	Foley	Mano	Shell Knob
Bolckow	Fordland	Marshfield	Sparta
Boss	Foristell	Marthasville	Stewartsville
Bourbon	Forsyth	Maysville	Stoutsville
Bradleyville	Fremont	Milo	Sturgeon
Branson	Gainesville	Monroe City	Summersville
Branson West	Galena	Montauk Park	Thayer
Braymer	Golden City	Monticello	Theodosia
Bronaugh	Gorin	Morrison	Thomasville
Brunswick (Triplett)	Gower	Moscow Mills	Timber
Buffalo	Greenfield	Mount Sterling	Trimble
Bunker	Grovespring	Mt. Vernon	Troy
Cabool	Hallsville	Mtn. Grove	Truxton
Caledonia	Hamilton	Mtn. View	Turney
Cameron	Hartville	Nebo	Urbana
Canton	Hawk Point	New Melle	Van Buren
Cape Fair	Helena	Niangua	Vanzant
Cassville	Hermann	Norwood	Vichy
Caulfield	Hermitage	Oates	Walker
Cedar Creek	High Hill	O'Fallon	Warrenton
Centerville	Highlandville	Old Monroe	Washburn
Centralia	Holstein	Osborn	Wasola
Chamois	Houston	Osceola	Wayland
Clarence	Humansville	Ozark	Weaubleau
Clark	Hunnewell	Palmyra	Wentzville
Clarksdale	Hurley	Paris	West Plains
Collins	Irondale	Perry	West Quincy
Columbia	Ironton	Pittsburg	Wheatland
Concordia	Jamestown	Plattsburg	Whitesville
Conway	Jenkins	Potosi	Willow Springs
Crosby	Jerico Springs	Prairie Home	Winfield
Crane	Jonesburg	Preston	Winona
Cross Timbers	Kohoka	Protom	Wooldridge
Cuba	Keytesville	Raymondville	Wright City
Dadeville	Kidder	Reeds Spring	
Dalton	Kimberling City	Revere	
	Kingston	Roby	

SPRINT MISSOURI EXCHANGES

Appleton City
Blackburn
Blairstown
Brazito
Buckner
Butler
Calhoun
California
Camden Point
Centertown
Centerview
Chilhowee
Clarksburg
Clinton
Coal
Cole Camp
Craig
Dearborn
Deepwater
Edgerton
Eugene
Fairfax
Ferrelview
Fort Wood
Greenridge
Hardin
Harrisonville
Henrietta
Holden
Holt
Holts Summit
Hopkins
Houstonia
Ionia
Jefferson City
Kearney
King City
Kingsville
Lake Lotawana
Lebanon
Leeton
Lexington
Lincoln
Lone Jack
Malta Bend
Maryville
Missouri City
Montrose
Mound City

New Bloomfield
Newburg
Norborne
Oak Grove
Odessa
Orrick
Otterville
Pickering
Platte City
Pleasant Hill
Richland
Rolla
Russellville
St. Robert
St. Thomas
Salem
Smithton
Strasburg
Sweet Springs
Syracuse
Taos
Tarkio
Tipton
Urich
Warrensburg
Warsaw
Waverly
Waynesville
Wellington
Weston
Windsor

EXHIBIT C

Biographies of Key Management

BIOGRAPHIES OF KEY MANAGEMENT PERSONNEL

Kenneth E. Hamilton, Chairman of the Board of Directors.

Ken Hamilton is President of Hamilton Properties Corporation. This company was established in 1968 for the purpose of developing and managing low to moderate-income housing. Hamilton Properties has offices in Kansas City and Springfield, Missouri, and Arlington, Texas. They have developed over 70 apartment complexes throughout a 6-state area in the Midwest and southwest.

Mr. Hamilton is also President of R.H.D., Inc., an architectural firm based in Arlington, Texas. This firm does work in various states.

Prior to 1968, Mr. Hamilton attended Drury College and Southwest Missouri State University in Springfield, Missouri from 1960 to 1965.

From 1965 to 1968 he was the President of Hamilton-Stemmons Abstract & Title Company in Mt. Vernon, Missouri.

Mr. Hamilton serves on the Board of Directors of Liberty Bank and on the Auxiliary Board at Cox Hospitals in Springfield, Missouri.

Ernest Campidilli, President/CEO

Mr. Campidilli will be in charge of the day-to-day operations of deploying Telistar's wireless CLEC network. In the immediate future Mr. Campidilli will start the deployment of the network in Springfield and will hire additional help as the need arises.

Mr. Campidilli served in the United States Navy as an Aviation Electronics Technician for over four years. Since his Honorable Discharge from the United States Navy in August of 1966, Mr. Campidilli has been in the telecommunications industry. Starting with Northwestern Bell Telephone at Pocahontas, Iowa for over five years. Then he moved to the independent telephone industry serving as General Manager for three years with a small cooperative telephone company at Havelock, Iowa; then as Assistant Manager/Operations Engineer for two years with a large cooperative at Lake Mills, Iowa; then over nine years as General manager with a stockholder telephone company, at Keosauqua, Iowa.

In 1983 he moved to South Central Kansas where he became General Manager of South Central Telephone Association, Inc., a cooperative telephone company. During his sixteen years with South Central Telephone he started South Central Communications, Inc. selling telephones, key systems, and cellular phones. He also installed fifty miles of fiber optic cable for lease, and became an internet service provider.

In 1994, South Central purchased an area from Sprint United and started South Central Telecommunications of Kiowa, an independent telephone company.

In late 1998, Mr. Campidilli started South Central Wireless, Inc., a CLEC using Local Multipoint Distribution System (LMDS) wireless service in Wichita, Pratt, and Hutchinson, Kansas. In August of 1999, he placed into operation the first CLEC system in the United States using the LMDS wireless technology.

In October of 1999, Newbridge, Inc., the manufacturer of the LMDS equipment used in Wichita, Kansas, sponsored a ten-day trip to China where Mr. Campidilli gave eleven seminars on the LMDS technology and the project in Wichita.

On January 3, 2000, Mr. Campidilli became President/CEO of Telistar Communicaitons, LLC.

Michael K. Hamra, Vice President and General Counsel.

Michael Hamra is an attorney in the Washington office of Akin, Gump, Strauss, Hauer & Feld, L.L.P., an international law firm with over 800 attorneys worldwide. He focuses on domestic and international communications matters, including licensing, regulatory compliance and transactions involving wireless companies, common carriers, satellite systems and broadcast entities and frequently advises financial institutions and investors on the wireless industry.

Prior to joining Akin Gump, Mr. Hamra was an attorney at the Federal Communications Commission, Wireless Telecommunications Bureau, where he focused on auctions and licensing matters, including financial and transactional regulatory issues. He frequently made oral presentations to commissioners, legal advisers and industry groups regarding regulatory matters. Previously, he served as an advisor to the Assistant Secretary for the U.S. Department of Commerce's National Telecommunications and Information Administration. At the Department of Commerce, Mr. Hamra worked extensively on the development of the Telecommunications Act of 1996.

Mr. Hamra received his B.A. in 1991 from Ohio Wesleyan University and his J.D. in 1994 from the University of Missouri. He is a member of the District of Columbia and Missouri Bars, the American Bar Association and the Federal Communications Bar Association.

EXHIBIT D

**Financial Statement
(Filed under seal)**

Telistar Communications, LLC
 A Missouri Limited Liability Company
 Statement of Financial Position
 As of December 31, 1999

ASSETS

Current Assets

Cash in Operating Account
 Cash in Money Market

*	*
*	*

Total Current Assets

-------	--

Other Assets

Organizational Cost
 Permits and Licenses

*	*
*	*

Total Other Assets

-------	--

TOTAL ASSETS

*	*

MEMBER EQUITY

Investors Capital

*	*

Total Contributed Equity

*	*

Earnings

*	*

Total Member Equity

*	*

TCFinancials

NP

*Denotes highly confidential material.