

BEFORE THE MISSOURI PUBLIC SERVICE COMMISSION

IN THE MATTER OF THE)	FILE NO. – LA-2011-0283
APPLICATION OF PAC-WEST)	
TELECOMM, INC. FOR A)	Tracking No.: YL-2011-0451
CERTIFICATE OF SERVICE)	
AUTHORITY TO PROVIDE LOCAL)	
AND INTEREXCHANGE)	
TELECOMMUNICATIONS)	
SERVICES IN THE STATE OF)	
MISSOURI AND TO CLASSIFY SAID)	
SERVICES AND THE COMPANY AS)	
COMPETITIVE)	

AMENDED APPLICATION

Comes now Pac-West Telecomm, Inc., a California corporation (“Pac-West” or “Applicant”), by its undersigned counsel, and applies pursuant to Sections 392.361, 392.410, 392.420, 392.430, 392.440, 392.450, and 392.455 RSMo. 2000, the Federal Telecommunications Act of 1996, 4 CSR 240.3-510, and 4 CSR 240-2.060, for authority to provide local and interexchange telecommunications services in the State of Missouri, to classify said services and company as competitive, and to waive certain statutes and rules relative thereto.

The State of Missouri has adopted a policy of allowing competition in the local and long distance telecommunications markets, recognizing that it is in the public interest to develop effective competition to ensure that all customers will have access to high quality, low cost, and innovative telecommunications services. The Federal Telecommunications Act of 1996 and Chapter 392 RSMo. also seek to promote competition and reduce regulation in order to secure

lower prices and higher quality telecommunications services for American consumers. Both goals will be promoted by granting this Application.

In support of its application, Applicant states as follows:

1. Pac-West Telecomm, Inc. is a corporation incorporated under the laws of the State of California. A copy of Applicant's Amended and Restated Articles of Incorporation is attached to Applicant's initial Application as Exhibit A. A copy of Applicant's Certificate of Authority to transact business in the State of Missouri is attached thereto as Exhibit B.

2. The Applicant's principal place of business is located at:

Pac-West Telecomm, Inc.
4210 Coronado Avenue
Stockton, CA 95204
Telephone: (877) 626-4325
Facsimile: (209) 444-3536

All inquiries, correspondence, communications, pleadings, notices, orders, and decisions relating to the case should be addressed to

Carl J. Lumley
Curtis, Heinz, Garrett & O'Keefe, P.C.
130 S. Bemiston, Suite 200
St. Louis, Missouri 63105
Telephone: (314) 725-8788
Facsimile: (314) 725-8789
Email: clumley@lawfirmemail.com

and

James C. Falvey, Esq.
Vice President, Regulatory Affairs & Senior Counsel
Pac-West Telecomm, Inc.
420 Chiquapin Round Road
Suite 2-i
Annapolis, Maryland 21401
Telephone: (443) 482-5111
Facsimile: (510) 380-5941
Email: jfalvey@pacwest.com

Questions concerning regulatory issues and the ongoing operations of Applicant following certification should be directed to:

James C. Falvey, Esq.
Vice President, Regulatory Affairs & Senior Counsel
Pac-West Telecomm, Inc.
420 Chinquapin Round Road
Suite 2-i
Annapolis, Maryland 21401
Telephone: (443) 482-5111
Facsimile: (510) 380-5941
Email: jfalvey@pacwest.com

The Commission's contact for purposes of repair and maintenance and customer dispute resolution is:

Eva Fetting
Director, Regulatory Affairs
Pac-West Telecomm, Inc.
555 12th Street
Oakland, CA 94607
Telephone: (510) 380-5984
Facsimile: (510)390-5972
Toll Free: (877) 626-4325

For purposes of consumer inquiries, the customer contact information will be:

Eva Fetting
Director, Regulatory Affairs
Pac-West Telecomm, Inc.
555 12th Street
Oakland, CA 94607
Telephone: (510) 380-5984
Facsimile: (510)390-5972
Toll Free: (877) 626-4325

Applicant's officers and directors are as follows:

Officers:

President and Chief Executive Officer	Hal Turner
	Pac-West Telecomm, Inc.
	555 12th Street
	Oakland, CA 94607

Chief Operating Officer

Todd Wallace
Pac-West Telecomm, Inc.
555 12th Street
Oakland, CA 94607

Directors:

Director

Kenneth Petersen
Columbia Ventures Corporation
203 S.E. Park Plaza Drive, Suite 270
Vancouver, WA 98684

Director

James Hensel
Columbia Ventures Corporation
203 S.E. Park Plaza Drive, Suite 270
Vancouver, WA 98684

Director

Rich Roman
Columbia Ventures Corporation
203 S.E. Park Plaza Drive, Suite 270
Vancouver, WA 98684

Director

Hal Turner
Pac-West Telecomm, Inc.
555 12th Street
Oakland, CA 94607

Applicant's sole shareholder is Pac-West Acquisition Company, LLC, a Washington limited liability company. Pac-West Acquisition Company, LLC is a wholly-owned subsidiary of Columbia Ventures Corporation, a privately owned Washington corporation.

3. Applicant proposes to provide resold and facilities-based local exchange and interexchange telecommunications services to the public statewide by initially reselling services of facilities-based carriers through resale agreements. With regard to local exchange service, Applicant will mirror the existing service areas of Southwestern Bell Telephone, L.P. d/b/a AT&T Missouri, Embarq Missouri, Inc. d/b/a CenturyLink, CenturyTel of Missouri, LLC d/b/a CenturyLink, or Spectra Communications Group, LLC d/b/a CenturyLink and other incumbent

local exchange companies. As a result, Applicant refers to the service area maps of such carriers already on file with the Commission. Applicant also intends to provide wholesale interexchange and local exchange services that may include but are not limited to the following:

- Local and long distance origination and termination;
- Switched and special access;
- 8YY originating access and 8YY services;
- Managed modem; and
- Collocation services.

A copy of Applicant's proposed local exchange and interexchange tariffs have been filed with the Commission.

Applicant is currently providing services in the following states: Alabama; Arizona; California; Colorado; Delaware; District of Columbia; Florida; Georgia; Idaho; Illinois; Indiana; Kansas; Kentucky; Louisiana; Massachusetts; Michigan; Minnesota; Nevada; New Jersey; New Mexico; New York; North Carolina; Oregon; Rhode Island; South Dakota; Tennessee; Texas; Utah; Virginia; Washington; Wisconsin; and Wyoming. Additionally, Applicant intends to seek certification in additional states as it expands its services.

Applicant has not been denied authority for any of the services for which it seeks authority in this Application. Applicant provides facilities-based and resold local and interexchange service in California, Texas and six Western states (Arizona, Colorado, Idaho, Oregon, Utah and Washington). In addition, Applicant provides services in additional states by reselling the origination and termination services of other carriers.

4. Applicant is technically and managerially qualified and financially capable of providing the services for which authority is requested in this Application. Applicant's Missouri operations will be directed by its existing corporate management, technical and operations team who are responsible for the interexchange and local exchange operations in other states. A

description of the background of Applicant's key management personnel, which demonstrates the extensive experience of Applicant's management team, is attached hereto as Exhibit D.

Copies of Pac-West's audited financial statements for its last three full years of operation 2007, 2008 and 2009, as well as internally prepared statements for 2010, were submitted under separate cover *under seal* as Exhibit E. Applicant hereby respectfully requests confidential treatment of such financial information. As reflected in the attached financials, Pac-West emerged from bankruptcy on November 30, 2007 and has a proven track record of strong financial performance since that time. Therefore, as outlined in more detail in the attached documents, Applicant possesses the requisite financial resources to provide all forms of resold and facilities-based local exchange and interexchange telecommunications services and is financially qualified to operate within the State of Missouri.

5. Pac-West seeks classification of itself and its service as competitive.

6. Pac-West will offer local telecommunications service at retail and at wholesale in accordance with applicable law. It will offer basic local service as a separate and distinct service. Pac-West will give consideration to equitable access for all Missourians, regardless of where they might reside or their income, to affordable telecommunications in Pac-West's proposed service areas in accordance with applicable law.

7. Pac-West is willing to comply with all applicable Commission rules and is willing to meet all applicable service standards, including, but not limited to, billing, quality of service, and tariff filing and maintenance, and submission of reports and informational filings in a manner consistent with the Commission's requirements for incumbent local exchange carrier(s) with whom Pac-West seeks authority to compete. Additionally, Pac-West agrees that, pursuant to Section 392.455(3) & (4) RSMo. 2000, its service area shall be not smaller than an exchange.

Consistent with the Commission's treatment of other certificated competitive local exchange telecommunications companies, and pursuant to Section 392.420 and 392.245.5(8), Pac-West requests that the following statutes and regulations be waived for Pac-West and its basic local exchange services offerings:

<u>Statutes</u>	<u>Missouri Public Service Commission Rules</u>
392.210.2	4 CSR 240-3.550(4) and (5)(A)
392.240.1	4 CSR 240-10.020
392.270	4 CSR 240-30.040
392.280	4 CSR 32.050(4)(B)
392.290	4 CSR 240-32.060
392.300	4 CSR 240-32.070
392.310	4 CSR 240-32.080
392.320	4 CSR 240-33.040 (except subsection (4))
392.330	4 CSR 240-33.045
392.340	4 CSR 240-33.080(1)
	4 CSR 240-33.130(1), (4) and (5)

Regarding rule 4 CSR 240-32.050(4)(B), Applicant requests that the Commission waive such rule to the extent that it approved waiver of the aforesaid rule in connection with Southwestern Bell Telephone Company's d/b/a AT&T Missouri's Application for Waiver of the General Distribution Requirement of White Pages Directories Under Rule 4 CSR 240-32.050(4)(B) (File No.: IE-2009-0357). No public utility will be affected by the requested waiver of these statutes and regulations.

8. Applicant has filed tariffs bearing not less than a 45-day effective date with the Commission in a manner consistent with the Commission's practice in similar cases. In any circumstance, Applicant will file its proposed local exchange telecommunications service tariff not later than 30 days after Commission approval of Applicant's interconnection and/or resale agreements and before offering service in the relevant areas.

9. Granting Pac-West's Application for certification will serve the public interest, convenience and necessity by increasing competition in the provision of telecommunications services and expand customer service options in Missouri consistent with the goals set forth in the federal Telecommunications Act of 1996 and Chapter 392 RSMo. Pac-West will provide customers high quality, cost effective telecommunications services. Pac-West's entry into the state will promote competition, with its attendant benefits of lower prices, innovative new services, and improved customer responsiveness. In general, competition drives prices closer to costs, thereby ensuring just and reasonable rates. Competition also promotes efficiency in the delivery of services and in the development of new services. These benefits work to maximize the public interest by providing continuing incentives for carriers to reduce costs while, simultaneously, promoting the availability of potentially desirable services. Pac-West possesses the expertise to permit competition to provide economic and efficient services that will provide customers with a highly desirable combination of price, quality and service. Prompt approval of this application also will expand the availability of innovative, high quality, and reliable telecommunications within the State of Missouri.

10. Applicant acknowledges that in accordance with Section 392.361.6, its originating and terminating switched exchange access rates will not be greater than the lowest Commission-approved corresponding access rates in effect for each ILEC within the respective service areas in which Applicant seeks to provide service. Additionally, Applicant agrees that if an ILEC in whose service area Applicant is operating decreases its originating and/or terminating access rates, Applicant shall file an appropriate tariff amendment to reduce its originating and/or terminating access rates within 30 days of the ILEC's reduction of its originating and/or terminating access rates in order to maintain the cap on switched exchange access rates.

11. Pending Actions: Pac-West does not have any pending action or final unsatisfied judgments or decisions against it from any state or federal agency or court which involve customer service or customer rates, which action, judgment, or decision has occurred within three years of the date of this Application.

12. Compliance with Orders and Regulations: Pac-West will comply with all applicable orders and regulations of the Commission.

13. Annual Reports and Fees: Pac-West does not have any overdue annual reports or assessment fees.

[The remainder of this page has been intentionally left blank.]

WHEREFORE, Pac-West Telecomm, Inc., respectfully requests that the Commission grant it a certificate of service authority to provide local and interexchange telecommunications services as herein requested, classify Applicant and its proposed services as competitive, and grant a waiver of the aforesaid statutes and regulations.

Dated this 14th April, 2011.

Respectfully Submitted,

CURTIS, HEINZ,
GARRETT & O'KEEFE, P.C.

/s/ Carl J. Lumley

Carl J. Lumley, #32869
130 S. Bemiston, Suite 200
St. Louis, Missouri 63105
(314) 725-8788
(314) 725-8789 (FAX)
Email: clumley@lawfirmemail.com

Attorneys for Pac-West Telecomm, Inc.

CERTIFICATE OF SERVICE

A true and correct copy of the foregoing document was either mailed, faxed, or emailed this 14th of April, 2011, to the persons listed on the attached service list.

/s/ Carl J. Lumley

General Counsel's Office
Missouri Public Service Commission
200 Madison Street, Suite 800
P.O. Box 360
Jefferson City, MO 65102
gencounsel@psc.mo.gov

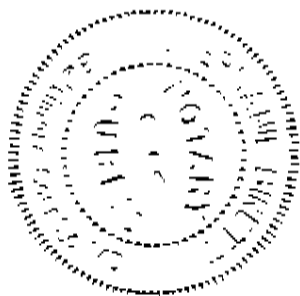
Lewis Mills
Office of Public Counsel
200 Madison Street, Suite 650
P.O. Box 2230
Jefferson City, MO 65102
opcservice@ded.mo.gov

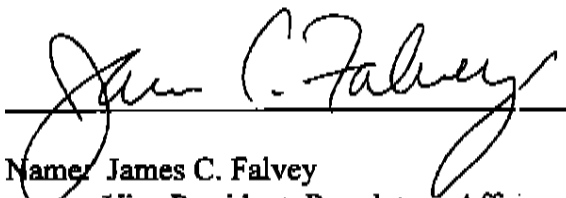
Cully Dale
Missouri Public Service Commission
200 Madison Street, Suite 800
P.O. Box 360
Jefferson City, MO 65102
cully.dale@psc.mo.gov

VERIFICATION

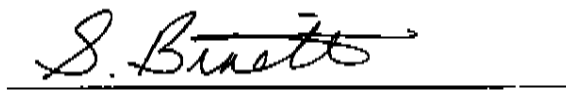
STATE OF Maryland)
)
 COUNTY OF Anne Arundel) SS.

I, James C. Falvey, being first duly sworn, depose and state that I am over the age of 21 years sound of mind, and the Vice President, Regulatory Affairs & Senior Counsel of Pac-West Telecomm, Inc., the Applicant in the subject proceeding, and that I am authorized to make this Verification on behalf of Pac-West Telecomm, Inc.; that I have read the foregoing Amended Application and know the contents thereof; and that the same is true and correct to the best of my knowledge, information, and belief. Further, I verify that the Applicant will comply with all other applicable rules and regulations. I also verify that Carl J. Lumley and Curtis, Heinz, Garrett & O'Keefe, P.C., 130 S. Bemiston, Suite 200, St. Louis, Missouri 63105, are authorized to sign all pleadings and documents necessary to receive the approval of the Missouri Public Service Commission of the foregoing Application, and to represent Pac-West Telecomm, Inc., in this proceeding.




 Name: James C. Falvey
 Vice President, Regulatory Affairs
 & Senior Counsel
 Pac-West Telecomm, Inc.

Subscribed and sworn to before this 11th day of April, 2011.


 Notary Public

My Commission Expires:

9/21/2011

EXHIBIT D

Management

Robert H. (Hal) Turner
Chief Executive Officer

As CEO, Hal Turner sets the tone and charts the course that has evolved Pac-West into a thriving company. Mr. Turner brings a vibrant career of telecommunications industry experience and executive savvy to Pac-West, with a strong emphasis on strategy and organizational leadership. Mr. Turner leads a culture that has successfully ramped fiscal growth while passionately serving the needs of its valued clients -- ultimately empowering Pac-West's client partners with the advanced communications platforms they need to succeed. Mr. Turner has a strong track record of pioneering success and leadership that spans nearly three decades. He is the founder of Turner Telecom Holding Group, LLC, an executive management and board consultancy that cultivates and grows global technology and telecom companies. Launching his career at AT&T, Mr. Turner quickly rose to senior roles in sales and marketing and went on to serve at the highest ranks of a broad spectrum of international telecom firms, including: Chairman of the Board at PanTerra Networks; Chairman and CEO of Catcher Holdings; Executive Chairman of LastMile Communications; Chairman and Chief Executive of Davnet Limited, and President and Chief Operating Officer of BellSouth Communications. Mr. Turner has been awarded a Bachelor of Science degree and a Master of Business Administration from University of South Carolina, where he was recently presented with a Distinguished Alumni award.

Todd Wallace
Chief Operating Officer

With more than fifteen years of IT, telecommunications and management experience, Mr. Wallace brings a proven track record of delivering top-quality solutions that reflect growing marketplace demands. As SVP of Engineering and Network Operations, Mr. Wallace oversees Pac-West's network architecture and optimization, refining customer service and operational efficiency, and ensuring the security and reliability that Pac-West's customers have come to expect. Previously, Mr. Wallace held the Chief Technology Officer position at Transcomm Enhanced Services, as well as Sourcecomm, Halo Wireless, Lonestar Corporate Services, VodaCode, Y-Tel International, Touchstone Systems and IPOperations. He was also Chief Operations Officer of CCC GlobalCom. Mr. Wallace received a Bachelor's degree in business administration from Stephen F. Austin University and a Master's degree in business administration from the University of Dallas. He is also a member of the IT and Telecommunications faculty at the University of Phoenix.

Vic Bozzo
Chief Sales & Marketing Officer
President and General Manager, Emerging Technologies Division

Vic Bozzo has been instrumental in the creation and growth of several successful communications and technology companies. As President and General Manager of Pac-West's Emerging Technologies division, Mr. Bozzo oversees the sales and marketing divisions of Pac-West ensuring the company's expansion of services to further underscore Pac-West's role as the preeminent network and service enabler for carriers of communication services providers. Most

recently, he served as CEO of Factor Communications, where under his leadership the company successfully brought to market an innovative portfolio of cloud-based communications services. Previously, Mr. Bozzo led diverse executive sales and general management teams at NexTone Communications, ITXC Corporation, Voxware, and Marshall Industries. Mr. Bozzo has lent his expertise as a speaker at numerous industry events in addition to serving in an advisory role for several start-up companies. Mr. Bozzo holds a bachelor's degree in electrical engineering from Manhattan College.

Matt Krokosz
Chief Technology Officer

Matt Krokosz is a software industry pioneer who brings more than 17 years of telecommunications experience in software and systems engineering to Pac-West. As Pac-West's Chief Technology Officer (CTO), Mr. Krokosz manages and directs the organization toward its primary technological objectives, based on long-term product and profitability goals, by leading the execution of technology strategy for technology platforms, partnerships and external relationships. Prior to joining Pac-West, Matt Krokosz was a co-founder of Factor Communications, a technology and service provider of cloud-based, Class 4 infrastructure. Previously, Mr. Krokosz held senior technology positions with WiLine Networks and TeleGlobe (formerly ITXC) in addition to starting his own company which developed one of the world's first Internet Telephony applications for the PC. Mr. Krokosz earned a B.S degree in Computer Engineering from Lehigh University.

Kelly Sparks
Vice President, Channels and Partner Management

Kelly Sparks is a veteran technology executive, bringing over 21 years of diverse information technology leadership. At Pac-West, as Chief Architect he oversees the advanced technologies group, focusing the leverage of innovative technologies to meet the emerging needs of Pac-West's growing customer base, and create new opportunities for growth. Before joining Pac-West, Mr. Sparks was a managing partner at SafeID technology, a pioneer in identity management technology. Previously, he was the Vice President of Product Development at LastMile Communications, where he held a broad role that resulted in expansion of the company's channel and partner relationships, Patent and Trademark registrations, and successful solutions offerings. He has held a variety of senior executive roles including CTO at Vizual Corporation, President and CTO of World Theatre IPTV, and 11 years as a decorated sales leader at IBM. He has developed and authored over 25 patents and patent applications in identity management and digital media, and brings both entrepreneurial and large enterprise experience to PacWest. Mr. Sparks holds a Bachelor of Science (Computer Information Systems) from Southern Polytechnic State University.

James C. Falvey
Vice President, Regulatory Affairs & Senior Counsel

James Falvey brings to Pac-West over fifteen years of experience representing telecommunications companies at the federal, state and local levels. At Pac-West, Mr. Falvey leads efforts across all regulatory and legislative areas, including carrier relations, policy development, managing industry and FCC relations, and state and federal legislative activity.

Prior to joining Pac-West, Mr. Falvey held senior regulatory positions with several successful competitive local exchange carriers (CLECs), including CoreTel, Time Warner Telecom, and Xspedius Communications. Previously, he was an attorney with Swidler & Berlin where he represented CLECs in a variety of pre-Telecom Act competition proceedings. Mr. Falvey began his career as a legislative assistant for Senator Harry Reid. He holds a Juris Doctor from the University of Virginia School of Law and a Bachelor's of Arts from Cornell University. He was a CompTel board member for five years and is a member of the Bar in Washington D.C. and Virginia.

Christopher Turner
Vice President, Sales

Bringing over a decade of business development and professional services experience to Pac-West, Chris Turner has a track record of successful team leadership and top sales production across various industries. As Executive Director of the Eastern Region, Mr. Turner focuses not only on new account acquisition, but on ensuring Pac-West customers' needs are continuously being examined and supported through his oversight of his region's customer advocacy, operations, and support activities. Mr. Turner comes to Pac-West from Russell Reynolds Associates, where he worked in executive search as a Consultant on assignments for the Industrial Natural Resources sector with a focus of C-Suite searches for large multinational conglomerates. Prior to that, he ran the accounts management department for a New York-based manufacturing company. Early in his career, Mr. Turner worked with several start-up telecom companies in business development roles of increasing responsibility focused on the Northeast market. He started his career in Public Relations at Blanc & Otus (a Hill & Knowlton company). Mr. Turner holds a Bachelor of Arts from Carleton College, in Minnesota.

Peter Gaylord
Vice President, Marketing

Peter Gaylord brings to Pac-West over a decade of diverse marketing and product management expertise, with a demonstrated history of savvy marketing strategy and product innovation. Prior to joining Pac-West, Mr. Gaylord led the marketing team at Compassoft (acquired by Finsbury Solutions), a provider of financial risk management solutions to Fortune 500 firms. Previously, Mr. Gaylord held the position of Director of Marketing at InfiniRoute Networks, where he successfully led the marketing effort of InfiniRoute's launch of the industry's first VoIP

peering service, gaining industry awards and broad press coverage for its innovative offerings. Mr. Gaylord has also held senior product marketing and product management positions at both public and private companies including Proficient Networks, XUMA, and Corsair Communications. He holds a Master of Business Administration from the Haas School of Business at the University of California, Berkeley, and a Bachelor of Applied Science from the University of Waterloo in Canada.