

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

In the matter of the Application of)
Cincinnati Bell Any Distance Inc. for a)
Certificate of Service Authority to Provide)
Basic Local and Non-Switched Local) Case No. CA-2010-0098
Exchange Telecommunications Services)
in the State of Missouri and to)
Classify said Services and the)
Company as Competitive.)

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

COMES NOW Cincinnati Bell Any Distance Inc. ("CBAD" or "Applicant"), by its undersigned counsel, and pursuant to sections 392.361, 392.410, 392.420, 392.430, 392.440 and 392.450, RSMo., the Federal Telecommunications Act of 1996, and 4 CSR 240-3.510 and 4 CSR 240-2.060, hereby applies for authority to provide basic local exchange and non-switched local exchange 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 CBAD basic local and local services. In support of its application, Cincinnati Bell Any Distance Inc. states the following:

1. Cincinnati Bell Any Distance Inc. is a corporation duly organized and existing under and by virtue of the laws of the State of Delaware. Its principal office is located at:

Cincinnati Bell Any Distance Inc.
221 East 4th Street
Cincinnati, Ohio (OH) 45201
Toll Free: (800) 571-6601
Facsimile: (513) 421-1376

A copy of Applicant's Certificate of Good Standing with the Missouri Secretary of State is attached as **Exhibit A**. The nature of Applicant's business is telecommunications services. Cincinnati Bell Any Distance Inc. currently has authority to provide intrastate interexchange services in Missouri, pursuant to an *Order Approving Interexchange Certificate of Service Authority and Order Approving Tariff* issued by this Commission on January 23, 2004, (effective February 6, 2004) in Case No. XA-2004-0269.

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

William D. Steinmeier
Mary Ann (Garr) Young
William D. Steinmeier, P.C.
P.O. Box 104595
Jefferson City, Missouri 65110-4595
Telephone: (573) 659-8672
Facsimile: (573) 636-2305
Email: wds@wdspec.com
myoung0654@aol.com

With a copy to:

D. Scott Ringo Jr.
National Director – Regulatory Affairs
Cincinnati Bell Any Distance Inc.
221 East 4th Street, Room 1280
Cincinnati, Ohio (OH) 45201
Telephone: (513) 397-1354
Facsimile: (513) 421-1376
Email: scott.ringo@cinbell.com

All inquiries or communications regarding the ongoing operations of CBAD should be addressed to Mr. Ringo.

3. By this Application, CBAD requests a certificate of authority to provide competitive basic local exchange services and non-switched local exchange/private line services, to customers throughout the state.

4. Upon certification, CBAD intends to offer and provide all forms of basic local and non-switched local exchange telecommunications services to its customers. CBAD plans to commence offering basic local exchange and non-switched local exchange service upon receiving Commission approval of its resale agreement(s) and related tariffs.

5. CBAD possesses the technical and managerial resources and abilities necessary to provide the services it proposes as required by Section 392.455(1), RSMo. Descriptions of the backgrounds of CBAD management, which demonstrate the extensive experience and expertise of the management team, are attached hereto as **Exhibit B**.

6. Applicant also 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. Cincinnati Bell Any Distance Inc. is a subsidiary of Cincinnati Bell Inc. (CBI), its parent company. CBI's audited financial statements demonstrate Cincinnati Bell Any Distance Inc.'s financial capability. CBI's financial statements are on file with the United States Securities and Exchange Commission (SEC) and may be viewed at:

<http://investor.cincinnati-bell.com/phoenix.zhtml?c=111332&p=irol-irhome>

7. Because Applicant's parent company, Cincinnati Bell Inc. (CBI) is a long-established and financially successful telecommunications company whose financial statements are on file with the SEC, Applicant requests a waiver of provisions of the Commission's rule, 4 CSR 240-3.510 (1) (D) 1. B through D. The vast majority of states do

not require Applicant CBAD to develop and file pro forma financial statements as part of a CLEC application. To develop such statements for purposes of the instant Application in Missouri would require considerable resources and would be inconsistent with the economic principles concerning entry into competitive markets which are the hallmark of the federal Communications Act of 1996 and Missouri's own statutes. See, Section 392.200.4(2), RSMo. CBAD respectfully submits that the public financial information concerning its parent corporation, CBI, should suffice to meet the statutory requirement of Section 392.455, RSMo, that an applicant for basic local certification possess sufficient financial resources and abilities to provide basic local telecommunications service.

8. Pursuant to this Application, CBAD seeks classification of itself, its basic local telecommunications service offerings and its non-switched local exchange 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.

9. 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. CBAD will give consideration to equitable access for all customers in Missouri to affordable telecommunications services in Applicant's proposed service areas in accordance with applicable law.

10. 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 in a manner consistent with the Commission's requirements for incumbent local exchange carriers with whom CBAD seeks authority to

compete. Additionally, CBAD agrees that, pursuant to Section 392.455(3) and (4) RSMo., its service area shall be no smaller than an exchange. 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 CBAD and its 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 Levels
4 CSR 240-33.030	- 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

11. 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.

12. 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.

13. 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, CBAD agrees that, unless otherwise ordered by the Commission, CBAD'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, CBAD agrees that if the ILEC in whose service area the Applicant is operating decreases its originating and/or

terminating access service rates, CBAD 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.

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

15. CBAD has no annual report or assessment fees that are overdue.

WHEREFORE, Applicant Cincinnati Bell Any Distance Inc. respectfully requests that the Commission grant it a certificate of service authority to provide basic local exchange and non-switched local exchange telecommunications services as herein requested, classify Applicant and Applicant's proposed services as competitive, and grant waivers of the aforesaid statutes and regulations.

Respectfully submitted,

/s/ William D. Steinmeier

William D. Steinmeier MoBar #25689
Mary Ann (Garr) Young MoBar #27951
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Facsimile: 573-636-2305
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myoung0654@aol.com

ATTORNEYS FOR APPLICANT
CINCINNATI BELL ANY DISTANCE INC.

CERTIFICATE OF SERVICE

I do hereby certify that a true and correct copy of the foregoing document has been served electronically on the General Counsel's office at gencounsel@psc.mo.gov and on the Office of Public Counsel at opcservice@ded.mo.gov the this 18th day of September 2009.

/s/ William D. Steinmeier

William D. Steinmeier

VERIFICATION

I, D. Scott Ringo Jr., being duly sworn according to law, depose and say that I am Assistant Corporate Secretary of Cincinnati Bell Any Distance Inc.; that I am authorized to and do make this verification for it; and that the facts set forth in the above Application are true and correct to the best of my knowledge, information and belief.

SIGNATURE: _____



TITLE: _____

Asst. Corp. Secretary

SUBSCRIBED AND SWORN to me this 11th day of September, 2009.

Kathleen M. Campbell

Notary Public

KATHLEEN M. CAMPBELL
Notary Public, State of Ohio
My Commission Expires 10-14-2013

**Application of
Cincinnati Bell Any Distance Inc.**

Exhibit A

**Certificate of Good Standing
Missouri Secretary of State**

STATE OF MISSOURI



Robin Carnahan
Secretary of State

**CORPORATION DIVISION
CERTIFICATE OF GOOD STANDING**

I, ROBIN CARNAHAN, Secretary of the State of Missouri, do hereby certify that the records in my office and in my care and custody reveal that

CINCINNATI BELL ANY DISTANCE INC.

using in Missouri the name

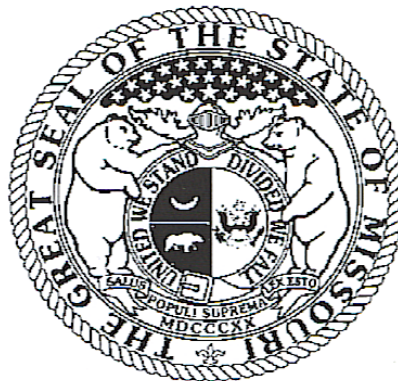
**CINCINNATI BELL ANY DISTANCE INC.
F00378717**

a DELAWARE entity was created under the laws of this State on the 26th day of March, 1993, 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 10th day of September, 2009

A handwritten signature in cursive script that reads "Robin Carnahan".

Secretary of State



Certification Number: 12137655-1 Reference:
Verify this certificate online at <http://www.sos.mo.gov/businessentity/verification>

**Application of
Cincinnati Bell Any Distance Inc.**

Exhibit B

Profiles of Key Management Employees

John F. Cassidy
President and Chief Executive Officer
Cincinnati Bell Inc.

John F. Cassidy is President and Chief Executive Officer of Cincinnati Bell Inc. He reports directly to the Board of Directors. Mr. Cassidy has 20 years of telecommunications experience.

Mr. Cassidy is responsible for developing, establishing and executing strategic and operational plans for all Cincinnati Bell companies including Cincinnati Bell Wireless, Cincinnati Bell Telephone, Cincinnati Bell Any Distance, Cincinnati Bell's Public Phone operations, and Cincinnati Bell Technology Solutions.

Previously, Mr. Cassidy served as President and COO of the local Cincinnati Bell operations and Cincinnati Bell Wireless. As President of Cincinnati Bell Wireless, he led the nation's most successful PCS business, and later, the nation's most successful prepaid PCS business, branded i-wireless.

Prior to joining Cincinnati Bell, Mr. Cassidy served as Vice President of Sales for Cantel, Canada's largest cellular provider. He joined Cantel after holding the position of Vice President of Sales and Marketing for the Ericsson Communication's mobile handset business, where he was responsible for the brand's introduction in North America. Mr. Cassidy was formerly Vice President of Sales and Marketing for the General Electric cellular phone business.

After attending Cleveland State University's Management and Labor Relation program, Mr. Cassidy served in executive-level positions in Labor Relations and Human resources for TransOhio Savings Bank and the Cleveland Press.

Beyond his work in the telecommunications industry, Mr. Cassidy is also an active member of the community. He serves on the boards of the Red Cross of Cincinnati, the Boys and Girls Club Advisory Board, the Boomer Esiason Foundation and is the past chair of the Cincinnati Chamber of Commerce's Regional Technology Initiative. Mr. Cassidy has been honored as the Personal Communications Industry Association's (PICA) Distinguished Corporate Citizen, the Boomer Esiason Foundation's Man of the Year and the Cincinnati Friar's Club Man of the Year. He also has been awarded the NAACP's Wright Overstreet Award for Education, the Cincinnati School Board's "Making A Difference" award, and Clay Pigeon Magazine's Shooting Sportsman of the Year award for 2003.

Brian A. Ross
Chief Financial Officer
Cincinnati Bell Incorporated

Brian A. Ross is Chief Financial Officer for Cincinnati Bell and has 15 years of telecommunications experience. Mr. Ross reports directly to John F. Cassidy, Chief Executive Officer of Cincinnati Bell.

Mr. Ross has held a variety of positions during his tenure with Cincinnati Bell. Prior to his current position, Mr. Ross served as Vice President of Finance and Accounting for Cincinnati Bell Enterprise. Starting as Assistant Treasurer in 1995, he also has served as Vice President of Finance and Accounting for Cincinnati Bell Wireless from 1999 to 2001 upon returning to the company after a two-year stint as SVP & CFO for Student Loan Funding Resources.

Prior to joining Cincinnati Bell, Mr. Ross served in various financial management capacities for the Mead Corporation and U.S. Shoe. These include Assistant Treasurer of U.S. Shoe and Controller, Mead Coated Board Europe in Vienna, Austria. Mr Ross began his career as an Instructor of Economics at Miami University.

Mr. Ross is a native of Cincinnati, Ohio and earned a bachelor of arts degree in economics and mathematics & statistics from Miami University and a Master of Arts degree in statistics from the University of California.

Mr. Ross is a member of the Cincinnati Equity Fund, LLC; Knowledgefunding Ohio; Student Lending works, Inc; and Diamond Fiber Composites, Inc.

Mr. Ross resides in Montgomery with his wife, Julie and four children.

D. Scott Ringo Jr.**Assistant Corporate Secretary and National Director - Regulatory Affairs**

D. Scott Ringo Jr. is National Director of Regulatory Affairs for Cincinnati Bell Telephone Company ("CBT"), Cincinnati Bell Extended Territories LLC (CBET) and CBAD. He also serves as Assistant Corporate Secretary for the three entities. Mr. Ringo is responsible for overall regulatory coordination, compliance and tariffs in Ohio, Kentucky and Indiana for CBT and CBET and in the 48 contiguous states for CBAD. Mr. Ringo has 31 years of telecommunications experience.

Mr. Ringo joined CBT in 1979 as a member of its Customer Services Department and moved within the company to the Information Services Organization in 1980. In 1983, he transferred to the Rates and Revenues Department and was tasked with transitioning regulatory support from AT&T as part of the divestiture. He also oversaw regulatory activities with the Federal Communications Commission. Starting in 1989, Mr. Ringo began a number of assignments serving as an account executive to AT&T Communications and the cellular carrier industry and negotiating interconnection agreements. In January 1995, Mr. Ringo was promoted to his current position within CBT assuming responsibility for state regulatory matters. Mr. Ringo assumed responsibility for CBAD regulatory matters in August 2003 and CBET in 2005.

Prior to joining Cincinnati Bell, Mr. Ringo worked for five years in the office products industry where he held a number of positions in retail management, purchasing and inventory management.

Mr. Ringo earned his Bachelor of Science degree in Business Administration and Marketing from Northern Kentucky University in Highland Heights, Kentucky in 1977.

Christopher C. Elma
Managing Director – Tax and Internal Control

Christopher C. Elma is Managing Director - Tax and Internal Control and is responsible for all Corporate Tax and Internal Audit matters of Cincinnati Bell Inc. and its subsidiaries. Mr. Elma has 11 years of telecommunications experience.

Mr. Elma joined Cincinnati Bell Inc. in January 1999 as a manager in the Tax Department. He held various positions within the department until becoming Managing Director of Corporate Tax in January 2006. In May 2009, he assumed the additional responsibility for Internal Controls in his position as Managing Director – Tax & Internal Control.

Prior to joining Cincinnati Bell Inc. Mr. Elma spent five years with Milacron Inc. serving in various tax staff and supervisory positions.

Mr. Elma earned his Bachelor of Science degree in Accounting from the University of Cincinnati in Cincinnati, Ohio.

Scott Thomas
Tax Director

Scott Thomas is a Tax Director for Cincinnati Bell, Inc. He is responsible for the management of the corporate tax function. He reports directly to Chris Elma, Cincinnati Bell's Managing Director – Tax and Internal Controls. Mr. Thomas has 9 years of telecommunications experience.

Mr. Thomas joined the company in 2000 as a Senior Tax Accountant and most recently served as a Senior Manager – Corporate Tax. His previous experience includes a tax position at Arthur Andersen.

He is a certified public accountant in the state of Kentucky and a member of the Kentucky Society of CPAs and the American Institute of Certified Public Accountants (AICPA).

Mr. Thomas is a graduate of the University of Kentucky receiving his bachelor's degree in accounting.

Christopher J. Wilson
Vice President and General Counsel
Cincinnati Bell Inc.

Christopher J. Wilson is the Vice President and General Counsel for Cincinnati Bell Inc. He was elected to his current position August 6, 2003. Mr. Wilson reports directly to John F. Cassidy, President and CEO of Cincinnati Bell Inc. Mr. Wilson has 19 years of telecommunications experience.

Prior to his current position Mr. Wilson served as Associate General Counsel for the company's Cincinnati-based operating subsidiaries from November 1998 to August 2003. Before joining the in-house legal team at Cincinnati Bell Inc., Mr. Wilson was a partner at Frost Brown Todd LLP.

Mr. Wilson Graduated from Thomas Moore College in 1988 with a B.A. in Economics, and subsequently earned his law degree from the University of Notre Dame in 1991.

David L. Heimbach
Vice President, eVolve Business Solutions

Dave Heimbach is Vice President of eVolve Business Solutions for Cincinnati Bell responsible for a regional CLEC expansion strategy targeting small- and medium-sized businesses. Dave also has general management responsibilities for the long distance and wide area network businesses based in Cincinnati. Mr. Heimbach has 10 years of telecommunications experience.

Prior to his current position, Dave held various strategy, general management and product development roles at Cincinnati Bell. His past career experience includes various roles in product development, sales and general management at companies in Cincinnati, Ohio and Denver, CO.

Dave graduated from Ohio University with a BSC in Communication Systems Management in 1999.

Gary J. Wojtaszek
Chief Financial Officer
Cincinnati Bell Inc.

Gary Wojtaszek is chief financial officer (CFO) for Cincinnati Bell Inc. He reports directly to Jack Cassidy, president and chief executive officer of Cincinnati Bell. Mr. Wojtaszek has one year of telecommunications experience.

As CFO, Mr. Wojtaszek is responsible for Cincinnati Bell's corporate accounting, finance, treasury, and tax functions, as well as investor relations and corporate communications.

Mr. Wojtaszek most recently served as the senior vice president, treasurer, and chief accounting officer for Laureate Education Incorporated in Baltimore, Md., where he was responsible for global controller and treasurer functions.

Prior to joining Laureate Education, he was the vice president of finance and principal accounting officer for Agere Systems, Inc., a leading manufacturer of integrated circuits used in telecommunications and networking equipment, hard-disk drives, and other devices. While with Agere, Mr. Wojtaszek also held the positions of assistant treasurer, finance director and corporate controller. His past experience also includes treasury and corporate finance assignments with Delphi Automotive Systems and General Motors.

Mr. Wojtaszek holds a bachelor's degree in economics and history from Rutgers University and a master's degree in finance and accounting from Columbia University.