

FILED

AUG 18 2008

BEFORE THE PUBLIC SERVICE COMMISSION
OF THE STATE OF MISSOURI

Missouri Public
Service Commission

In the Matter of the Application of)
Total Holdings, Inc. for a)
Certificate of Service Authority to)
Provide Non-Switched Interexchange)
Telecommunications Services and to)
Classify Said Services and the)
Company as Competitive)

Case No. _____

APPLICATION

COMES NOW Total Holdings, Inc. ("THI" or "Applicant"), by its undersigned counsel, and hereby submits its Application for a Certificate of Service Authority to provide non-switched interexchange telecommunications services in the state of Missouri and for competitive reclassification. This filing is made pursuant to Sections 392.410, 392.430 and 392.44, RSMo (2000)¹, and 4 CSR 240-2.060 and 4 CSR 240-3.510. Applicant respectfully requests that the Commission issue an order that: 1) grants Applicant a certificate of service authority to provide interexchange, non-switched private line services only between exchanges and not within a local exchange; 2) grant competitive status to applicant and each of the services it proposes to offer, pursuant to Section 392.361, RSMo; 3) waives certain Commission rules and statutory provisions pursuant to Section 392.420 and 392.361, RSMo; and 4) approves Applicant's initial proposed tariff after submission. In support of its application, Applicant respectfully states as follows:

1. Applicant's legal name, principal office address, email address, telephone and fax numbers are:

¹ All statutory references are to revised statutes of Missouri, 2000, unless otherwise noted.

Total Holdings, Inc.
707 Wilshire Blvd., 12th Floor
Los Angeles, CA 90017
Telephone: 213-995-9700
Facsimile: 213-995-9710
Email: legal@mygtc.com
Attn: Nathaniel Law, Corporate Counsel
nathaniell@totalcallusa.com

2. Applicant is a California corporation, and a Certificate of Authority from the Missouri Secretary of State that it is authorized to do business in Missouri is attached hereto as Exhibit A.

3. Correspondence or communications regarding this Application should be addressed to:

Diana M. Vuylsteke
Bryan Cave LLP
211 N. Broadway, Suite 3600
St. Louis, MO 63102
Telephone 314-259-2543
Facsimile 314-259-2020
Email: dmvuylsteke@bryancave.com

4. Applicant intends to do business under the fictitious name "GTC Communications" in the State of Missouri and has registered the fictitious name with the Missouri Secretary of State, as indicated in Exhibit B attached hereto.

5. Applicant proposes to provide non-switched interexchange telecommunications services to business customers located throughout the State of Missouri.

6. Applicant is a telecommunications company which possesses the technical and managerial expertise to provide the services it proposes. Applicant also possesses the necessary financial resources to provide the requested services.

7. Expeditious grant of the instant Application will expand customer service options and increase competition in the provision of interexchange services, consistent with the

Commission's policies and the legislative goals set forth in Chapter 392 RSMo and the federal Telecommunications Act of 1996. Accordingly, Applicant's proposed operations are in the public interest.

8. Pursuant to 4 CSR 240-3.510(1)(A), Applicant requests classification as a competitive telecommunications company within the State of Missouri. Applicant further requests classification of its non-switched interexchange services as competitive services.

9. Applicant has no pending action or final unsatisfied judgments or decisions against it from any state or federal agency or court which involve customer service or rates, which action, judgment or decision has occurred within three (3) years of the date of this Application. Since Applicant is requesting certification as a new applicant, no annual reports or assessment fees are overdue.

10. In accordance with 4 CSR 240-3.510(1)(C), Applicant is not filing its proposed tariff simultaneously with this certificate application. Applicant understands that before service can be provided, a tariff, with an effective date which is not fewer than forty-five (45) days after the tariff's issue date, must be filed with the Commission and approved. Applicant intends to file its proposed tariff forthwith.

11. Applicant will not unjustly discriminate among its customers as is prohibited under Section 392.200 RSMo.

12. Applicant also respectfully requests, pursuant to Section 392.420 RSMo and consistent with the treatment of other certificated competitive non-switched interexchange telecommunications companies, that the Commission waive the application of the following rules and statutory provisions as they relate to the regulation of the Applicant:

4 CSR 240-10.020	--	Depreciation fund income
4 CSR 240-30.040	--	Uniform system of accounts

Section 392.210.2	--	Uniform System of Accounts
Section 392.240(1)	--	Just & Reasonable Rates
Section 392.270	--	Ascertain Property Values
Section 392.280	--	Depreciation Accounts
Section 392.290	--	Issuance of Securities
Section 392.300.2	--	Acquisition of Stock
Section 392.310	--	Issuance of stocks and debt
Section 392.320	--	Stock dividend payment
Section 392.330	--	Issuance of securities, debt & notes
Section 392.340	--	Reorganizations

WHEREFORE, Total Holdings, Inc. respectfully requests that the Commission grant it a certificate of service authority to provide non-switched interexchange telecommunications services to the public in the State of Missouri; classify THI and its proposed services as competitive; and grant the waivers of statutes and regulations as requested herein.

Respectfully submitted,

BRYAN CAVE, LLP

By: *Diana Vuylsteke*

Diana M. Vuylsteke, # 42419

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St. Louis, Missouri 63102

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Attorney for Total Holdings, Inc.

CERTIFICATE OF SERVICE

I do hereby certify that a true and correct copy of the foregoing document has been hand-delivered, transmitted by e-mail or mailed, First Class, postage prepaid, this 18th day of August, 2008, to the General Counsel and Office of Public Counsel.

Diana Vuylsteke

State of Missouri



Robin Carnahan
Secretary of State

CERTIFICATE OF AUTHORITY

WHEREAS,

TOTAL HOLDINGS, INC.
F00900382

using in Missouri the name

TOTAL HOLDINGS, INC.

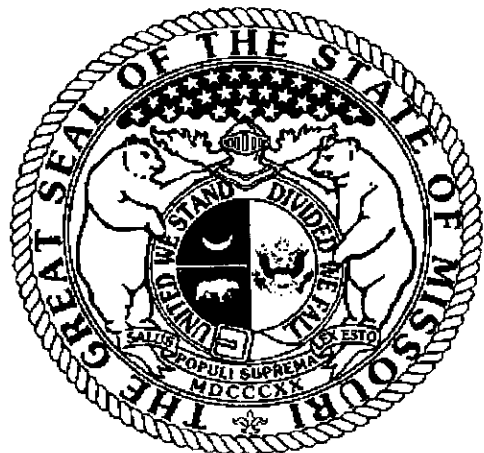
has complied with the General and Business Corporation Law which governs Foreign Corporations; by filing in the office of the Secretary of State of Missouri authenticated evidence of its incorporation and good standing under the Laws of the State of California.

NOW, THEREFORE, I, ROBIN CARNAHAN, Secretary of State of the State of Missouri, do hereby certify that said corporation is from this date duly authorized to transact business in this State, and is entitled to all rights and privileges granted to Foreign Corporations under the General and Business Corporation Law of Missouri.

IN TESTIMONY WHEREOF, I hereunto
set my hand and cause to be affixed the
GREAT SEAL of the State of Missouri.
Done at the City of Jefferson, this
9th day of June, 2008.

Robin Carnahan

Secretary of State



EXHIBIT

A