

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

In the Matter of the Application of)	
)	
TIME WARNER CABLE BUSINESS LLC)	
)	Case No. _____
For A Certificate of Service Authority to)	
Provide Intrastate Interexchange)	
Telecommunications Services and to Classify)	
Applicant as Competitive)	
)	

APPLICATION

COMES NOW Time Warner Cable Business LLC, ("Applicant"), a member-managed Delaware limited liability company, by its undersigned counsel, and files this verified application pursuant to 4 CSR 240-2.060, 4 CSR 240-3.510, Sections 392.410 to 392.455.1, RSMo, and the Federal Telecommunications Act of 1996, respectfully requesting that the Missouri Public Service Commission ("Commission") issue an order that:

- (a) grants Applicant a Certificate of Service Authority to provide interexchange telecommunications services pursuant to Section 392.410;
- (b) grants competitive status to Applicant, and classifies the Applicant's services as competitive, pursuant to Section 392.461; and
- (c) waives certain Commission rules and statutory provisions, pursuant to Section 392.420.

In support of its request, Applicant states as follows:

1. The legal name and principal office or place of business of the Applicant are:

Time Warner Cable Business LLC
d/b/a Time Warner Cable
60 Columbus Circle
New York, NY 10023

2. A copy of Applicant's authority to transact business in Missouri is attached hereto as **Exhibit A**. The Applicant intends to do business under the fictitious name "Time Warner Cable," and attached hereto as **Exhibit B** is the registration of fictitious name filed with the Missouri Secretary of State.

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

Mark P. Johnson
SNR Denton US LLP
4520 Main Street, Suite 1100
Kansas City, MO 64111
Telephone: 816.460.2400
mark.johnson@snrdenton.com

With a copy addressed to the following:

Julie P. Laine
Time Warner Cable
Group Vice President and Chief Counsel, Regulatory
60 Columbus Circle
New York, NY 10023
Telephone: (212) 364-8482
Julie.Laine@twcable.com

4. Applicant is a competitive facilities-based provider of telecommunications services.

Applicant proposes to provide high capacity non-voice transmission services to commercial customers within Missouri. Applicant seeks statewide authority to provide the proposed services.
5. Applicant possesses the technical and managerial expertise, as well as the financial resources, necessary to provide the proposed services. Applicant has experience in the telecommunications industry and the technical and financial resources to provide

Telecommunications services within Missouri. A description of the experience of the Applicant's management personnel is attached as **Exhibit C**.

6. Before providing the service for which authorization is sought by this Application, Applicant shall file and obtain Commission approval of a tariff incorporating the terms and conditions pursuant to which it will provide service.
7. Applicant requests classification as a competitive telecommunications company within the State of Missouri, and that its services be classified as competitive. Applicant believes that its proposed interexchange services will be subject to sufficient competition to justify a lesser degree of regulation. Granting of this application is in the public interest as it will allow greater price and service options for commercial customers.
8. Consistent with the Commission's treatment of other certificated interexchange telecommunications companies, Applicant requests waiver of the following statutes and regulations for Applicant and its interexchange services offerings:

- 392.210.2 Accounting requirements (system of accounts)
- 392.240.1 Reasonableness of rates
- 392.270 Accounting requirements (valuation of property)
- 392.280 Accounting requirements (depreciation rates/accounts)
- 392.290 Issuance of stocks, bonds and other indebtedness
- 392.300 Transfer of property and ownership of stock
- 392.310 Approval of issuing stocks, bonds and other indebtedness
- 392.320 Certificate of Commission to be recorded-stock dividends
- 392.330 Accounting requirements (proceeds of sales of stock, bonds, notes, etc.)
- 392.340 Company reorganization

- 4 CSR 240-3.520 Applications to sell or transfer assets
- 4 CSR 240-3.525 Applications to merge or consolidate
- 4 CSR 240-3.530 Applications to issue stocks, obtain loans
- 4 CSR 240-3.535 Applications to acquire stock
- 4 CSR 240-3.545(8)(C) Listing of Waivers in Tariff
- 4 CSR 240-3.550 Telco Records and reports (except (5)(B), (D) and (E))

- 4 CSR 240-3.555 Residential Customer Inquiries
- 4 CSR 240-3.560 Procedure for Ceasing Operations
- 4 CSR 240-10.020 Depreciation Records
- 4 CSR 240-30.020 Residential Telephone Underground Systems
- 4 CSR 240-30.040 Uniform System of Accounts
- 4 CSR 240-32.010 General Provisions
- 4 CSR 240-32.040 Metering, Inspections and Tests
- 4 CSR 240-32.050 Customer Services
- 4 CSR 240-32.060 Engineering and Maintenance
- 4 CSR 240-32.070 Quality of Service
- 4 CSR 240-32.080 Service objectives and surveillance levels
- 4 CSR 240-32.090 Connection of equipment and Inside Wiring
- 4 CSR 240-32.100 Provision of Basic Local and Interexchange Services
- 4 CSR 240-32.130-170 Prepaid Calling Cards (except 32.140 and 32.150(1))
- 4 CSR 240-32.180-190 Caller ID blocking requirements
- 4 CSR 240-33.010 Service and Billing Practice General Provisions
- 4 CSR 240-33.040 Billing and Payment standards
- 4 CSR 240-33.045 Clear identification and placement of charges on bills
- 4 CSR 240-33.050 Deposits
- 4 CSR 240-33.060 Residential Customer Inquiries
- 4 CSR 240-33.070 Discontinuance of service
- 4 CSR 240-33.080 Disputes by Residential Customers
- 4 CSR 240-33.090 Settlement agreements with residential customers
- 4 CSR 240-33.130 Operator service requirements
- 4 CSR 240-33.140 Payphone requirements (except (2))
- 4 CSR 240-33.150 "Anti-slamming" requirements
- 4 CSR 240-33.160 Customer Proprietary Network Information

9. The above-referenced rules and statutory provisions have been waived by the Commission for competitive interexchange carriers in prior cases. The rules and statutory provisions for which Applicant seeks waiver or exemption are principally applicable to non-competitive telecommunications carriers. It would be inconsistent with the provisions of Sections 392.361 to 392.520 and with the goal and purpose of Section 392.420 to apply such rules or statutory provisions to a competitive telecommunications carrier such as Applicant.

10. Pursuant to Section 386.570, Applicant will comply with all applicable Commission rules except those which are specifically waived by the Commission pursuant to a request filed

by the Applicant. Applicant is willing and intends to comply with all applicable Commission rules and is willing to meet all relevant service standards including, but not limited to, billing, quality of service, and tariff filing and maintenance in a manner consistent with the Commission's requirements for interexchange carriers with whom Applicant seeks authority to compete.

11. Applicant has no pending actions 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. No Commission annual reports or assessment fees are overdue.
12. Granting this Application will further the public interest by expanding the availability of competitive telecommunications services in the State of Missouri. In addition, intrastate offering of the services described in this Application is in the public interest because the services will provide Missouri customers with access to new technologies and service choices, and can permit customers to achieve increased efficiencies and cost savings. In particular, the public will benefit directly, through the use of the competitive services to be offered by Applicant, and indirectly, because the presence of Applicant in this market will increase the incentives for other telecommunications providers to operate more efficiently, offer more innovative services, reduce their prices, and improve their quality of service.

WHEREFORE, Applicant Time Warner Cable Business LLC, respectfully requests that the Missouri Public Service Commission grant it a certificate of service authority to provide interexchange telecommunications services within the State of Missouri. Applicant also requests

classification as a competitive telecommunications company and that its services be classified as competitive. Applicant requests a waiver of the above-referenced rules and statutory provisions. Finally, Applicant requests that the Commission approve its initial tariff.

Respectfully submitted,

/s/ Mark P. Johnson

Mark P. Johnson MBN 30740

SNR Denton US LLP

4520 Main, Suite 1100

Kansas City, Missouri 64111

(816) 460-2400

(Fax) 816/531-7545

mark.johnson@snrdenton.com

Attorneys for Applicant

Time Warner Cable Business LLC

CERTIFICATE OF SERVICE

I hereby certify that on this 21st day of March, 2013 copies of the foregoing have been mailed, transmitted by facsimile, or emailed to:

Office of the Public Counsel
Governor Office Building
P.O. Box 2230
200 Madison, Suite 650
Jefferson City MO 65102


/s/ Mark P. Johnson

Mark P. Johnson MBN 30740

VERIFICATION

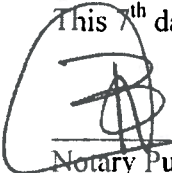
State of New York)
) ss.
County of New York)

I, Julie P. Laine, being duly sworn, declare that I am the Group Vice President and Secretary of Time Warner Cable Business LLC, the Applicant. I verify that, based upon information and belief, I have knowledge of the statements in the foregoing Application, and I declare that they are true and correct.



Julie P. Laine
Group Vice President and Secretary

Subscribed and sworn to before me
This 7th day of March, 2013.



Notary Public

William C Wesselman

Printed Name

My Commission Expires: 7-9-2016

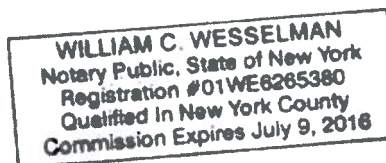


EXHIBIT A: MISSOURI SECRETARY OF STATE AUTHORIZATION

[see attached]

STATE OF MISSOURI



Jason Kander
Secretary of State

**CORPORATION DIVISION
CERTIFICATE OF GOOD STANDING**

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

TIME WARNER CABLE BUSINESS LLC

using in Missouri the name

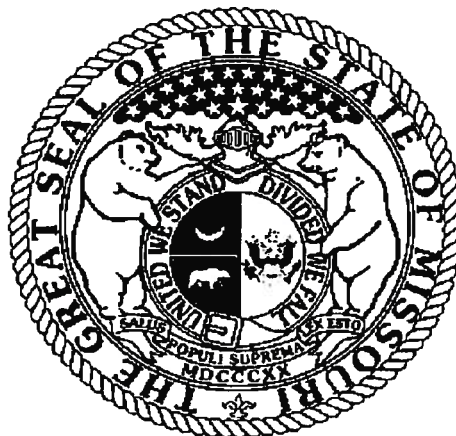
**TIME WARNER CABLE BUSINESS LLC
FL1284052**

a DELAWARE entity was created under the laws of this State on the 17th day of January, 2013, 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 4th day of March, 2013

A handwritten signature of Jason Kander in cursive script.

Secretary of State



STATE OF MISSOURI



Jason Kander
Secretary of State

CERTIFICATE OF REGISTRATION FOREIGN LIMITED LIABILITY COMPANY

WHEREAS,

TIME WARNER CABLE BUSINESS LLC
FL1284052

Using in Missouri the name

TIME WARNER CABLE BUSINESS LLC

and existing under the laws of the State of Delaware has filed with this state its Application for Registration and whereas this Application for Registration conforms to the Missouri Limited Company Act.

NOW, THEREFORE, I, JASON KANDER, Secretary of State of the State of Missouri, by virtue of authority vested in me by law, do hereby certify and declare that on the 17th day of January, 2013, the above Foreign Limited Liability Company is duly authorized to transact business in the State of Missouri and is entitled to any rights granted Limited Liability Companies.

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
17th day of January, 2013.


Secretary of State





State of Missouri
Robin Carnahan, Secretary of State

Corporations Division
PO Box 778 / 400 W. Main St., Rm. 322
Jefferson City, MO 65102

File Number:
FL1284052
Date Filed: 01/17/2013
Jason Kander
Secretary of State

**Application for Registration of a Foreign
Limited Liability Company**
(Submit with filing fee of \$105.00)

1. The name of the foreign limited liability company is Time Warner Cable Business LLC
2. The name under which the foreign limited liability company will conduct business in Missouri is (must contain "limited company", "limited liability company", "LC", "LLC", "L.C.", or "L.L.C.") (must be filled out if different from line (1)):
n/a
3. The foreign limited liability company was formed under the laws of Delaware on the
date of 01/10/2013
(month/day/year) (state or jurisdiction)
4. The purpose of the foreign limited liability company or the general character of the business it proposes to transact in this state is:
provider of metro-e/cellular backhaul
5. The name and address of the limited liability company's registered agent in Missouri is (this line must be completed and include a street address):

<u>C T Corporation System</u>	<u>120 South Central Avenue</u>	<u>Clayton, MO 63105</u>
<small>Name</small>	<small>Address (PO Box may only be used in conjunction with a physical street address)</small>	<small>City/State/Zip</small>

The Secretary of State is appointed agent for service of process if the foreign limited liability company fails to maintain a registered agent. Note: Failure to maintain a registered agent constitutes grounds to cancel the registration of the foreign limited liability company.
6. The address of the registered office in the jurisdiction organized. If none required, then the principal office address of the foreign limited liability company is:
60 Columbus Circle, New York NY 10023
Address (PO Box may only be used in conjunction with a physical street address) City/State/Zip
7. This application must include a current certificate of good standing/existence from the secretary of state or other similar official in the state of domicile. Such document should be dated within 60 calendar days from filing.

(Please see next page)

Name and address to return filed document:

Name: _____

Address: _____

City, State, and Zip Code: _____



In Affirmation thereof, the facts stated above are true and correct.

(The undersigned understands that false statements made in this filing are subject to the penalties provided under Section 575.040, RSMo)

<i>Julie P. Laine</i>	Julie Laine	14 January 2013
<i>Authorized Signature</i>	<i>Printed Name</i>	<i>Date</i>

<i>Authorized Signature</i>	<i>Printed Name</i>	<i>Date</i>

<i>Authorized Signature</i>	<i>Printed Name</i>	<i>Date</i>

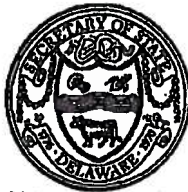
LLC-4 (01/2012)

Delaware

PAGE 1

The First State

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "TIME WARNER CABLE BUSINESS LLC" IS DULY FORMED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE SIXTEENTH DAY OF JANUARY, A.D. 2013. AND I DO HEREBY FURTHER CERTIFY THAT THE ANNUAL TAXES HAVE NOT BEEN ASSESSED TO DATE.



5272752 8300

130057555

You may verify this certificate online
at corp.delaware.gov/authver.shtml


Jeffrey W. Bullock, Secretary of State
AUTHENTICATION: 0149236

DATE: 01-16-13

EXHIBIT B: FICTITIOUS NAME REGISTRATION

[see attached]



State of Missouri

Jason Kander, Secretary of State

Corporations Division
PO Box 778 / 600 W. Main St., Rm. 322
Jefferson City, MO 65102

File Number:

X01289391

Date Filed: 02/05/2013

Expiration Date: 02/05/2018

Jason Kander

Secretary of State

Registration of Fictitious Name

(Submit with filing fee of \$7.00)

(Must be typed or printed)

This information is for the use of the public and gives no protection to the name being registered. There is no provision in this Chapter to keep another person or business entity from adopting and using the same name. The fictitious name registration expires 5 years from the filing date. (Chapter 417, RSMo)

Please check one box:

☒ New Registration ☐ Renewal ☒ Amendment ☐ Correction
Charter number Charter number Charter number

The undersigned is doing business under the following name and at the following address:

Business name to be registered: Time Warner Cable

Business Address: 60 Columbus Circle

(PO Box may only be used in addition to a physical street address)

City, State and Zip Code: New York NY 10023

Owner Information:

If a business entity is an owner, indicate business name and percentage owned. If all parties are jointly and severally liable, percentage of ownership need not be listed. Please attach a separate page for more than three owners. The parties having an interest in the business, and the percentage they own are:

Name of Owners, Individual or Business Entity	Charter # Required If Business Entity	Street and Number	City and State	Zip Code	If Listed, Percentage of Ownership Must Equal 100%
Time Warner Cable	FL1284052	60 Columbus Circle	New York NY	10023	100%

Business LLC

All owners must affirm by signing below

In Affirmation thereof, the facts stated above are true and correct:

(The undersigned understands that false statements made in this filing are subject to the penalties of a false declaration under Section 575.060 RSMo)

Julie P. Laine Julie P. Laine, GVP & Secretary 28 Jan 2013
Owner's Signature or Authorized Signature of Business Entity Printed Name Date

Owner's Signature or Authorized Signature of Business Entity Printed Name Date

Owner's Signature or Authorized Signature of Business Entity Printed Name Date

Name and address to return filed document:

Name: B. Wesselman, c/o Time Warner Cable

Address: 60 Columbus Circle

City, State, and Zip Code: New York NY 10023

State of Missouri
Fictitious Creation 1 Page(s)



T1303702039

EXHIBIT C: QUALIFICATIONS AND EXPERIENCE

Time Warner Cable Business LLC will rely on the individuals identified in the following biographies for technical and managerial support in providing competitive service in Missouri. Through arrangements with its parent Time Warner Cable Inc. ("Time Warner Cable"), Time Warner Cable Business LLC will have sufficient managerial and technical capability to ensure that Applicant can provide the services for which it seeks certification. The management teams at Time Warner Cable include individuals with extensive experience in successfully developing and operating communications businesses. Accordingly, Time Warner Cable possesses the internal managerial resources to support Time Warner Cable Business LLC's operations.

Biographies of key management personnel, including some of the officers and management of Time Warner Cable Business LLC, are provided below. Their collective wealth of expertise in telecommunications makes Time Warner Cable's management team well-qualified to construct and operate facilities on behalf of Time Warner Cable Business LLC. The officers and management of Time Warner Cable also have the technical expertise, developed through designing, constructing, and operating telecommunications networks, to provide the proposed services. Further information concerning Directors and Officers of Time Warner Cable Inc., the ultimate corporate parent, can be found at <http://www.timewarnercable.com>.

Gerald D. Campbell, Executive Vice President, Business Services, Time Warner Cable & President, Time Warner Cable Business LLC

Gerald Campbell is Time Warner Cable's Executive Vice President, Business Services and President of Time Warner Cable Business LLC. Mr. Campbell is responsible for Time Warner Cable's telephone, network and related operations. Mr. Campbell brings to Applicant nearly 30 years of experience in the cable and telephone industries. He spent nearly ten years with Comcast Communications in senior management roles and developed and built the company's voice business in the United Kingdom. Prior to joining Comcast, Mr. Campbell held executive positions with Cablevision of Boston and Warner Communications. Mr. Campbell may be contacted at 60 Columbus Circle, New York, NY 10023, (212) 364-8567 (phone), or at Gerry.Campbell@twcable.com.

Paul Lang, Senior Vice President, Business Services, Time Warner Cable

Paul Lang is Time Warner Cable's Senior Vice President of Business Services. In this role, Mr. Lang oversees financial planning and analysis, all metrics, best practices and business systems for the company's commercial operations, and he is the point for integration of NaviSite, Inc. He reports to Gerald Campbell, and he works closely with the company's Chief Financial Officer. Mr. Lang has served as the company's Group Vice President, Operations Finance. In that role, he oversaw capital planning and forecasting, as well as finance functions related to a number of corporate departments, including the Advanced Technology Group, Technology Services Group, Business Services, Wireless and Strategy. He joined Time Warner Cable in

2003 as Vice President of Finance for Voice Services where he was responsible for the development and implementation of business plans and financial management for the voice products. Previously, Mr. Lang spent three years as vice president of finance and operations with Winstar Communications. He has also held the positions of vice president of finance and vice president of operations with Qwest Communications, LCI Communications, and various other positions with Bell Atlantic Communications (now Verizon) and Trans National Communications. Mr. Lang received a B.S. in applied mathematics/biology from Brown University and an M.B.A. in finance from Northeastern University, Boston. Mr. Lang may be contacted at 60 Columbus Circle, New York, NY 10023, (212) 364-8483 (phone), (212) 364 8463 (fax), or at Paul.Lang@twcable.com.

David Flessas, Senior Vice President of Network Operations and Planning, Time Warner Cable & Officer of Time Warner Cable Business LLC

David Flessas is Senior Vice President of Network Operations and Planning at Time Warner Cable and also an officer of Time Warner Cable Business LLC. In that role he is responsible for operations planning, methods and procedures, the Global Network Operations Center in Herndon, VA and OSS development. He joined Time Warner Cable in October of 2008 after 17 years at Sprint in various operations and engineering roles, including capital planning, customer service, installation and repair, engineering standards, broadband local networks and wireline and wireless network management. He started his career in 1983 in regulatory and finance management at Wisconsin Telephone. Mr. Flessas earned a Bachelor of Science degree in Economics from the University of Wisconsin and an MBA from Marquette University. Mr. Flessas may be contacted at 13820 Sunrise Valley Drive, Herndon, VA 20171, (703) 345-3639 (phone), (703) 345-3505 (fax), or at David.Flessas@twcable.com.

Julie P. Laine, Group Vice President, Regulatory, Time Warner Cable & Group Vice President and Secretary, Time Warner Cable Business LLC

Julie P. Laine is Group Vice President, Regulatory, of Time Warner Cable. Ms. Laine is also Group Vice President and Secretary of Time Warner Cable Business LLC. After practicing communications law in private practice, Ms. Laine served as an Attorney Advisor in the Common Carrier Bureau of the Federal Communications Commission, where she worked on issues relating to local telephone competition, the deployment of broadband services, Bell Operating Company section 271 applications, and communications and media mergers. Ms. Laine has a B.A. degree from the University of Pennsylvania and a law degree from the College of William and Mary. Ms. Laine may be contacted at 60 Columbus Circle, New York, NY 10023, (212) 364-8482 (phone), or at Julie.Laine@twcable.com.