BEFORE THE PUBLIC SERVICE COMMISSION STATE OF MISSOURI

In the Matter of)
Application of)
STi Prepaid, LLC, and)
STi Prepaid, LLC, d/b/a Telco Group,) Case No. TA-2007-0390
STi Prepaid, LLC, d/b/a Telco,)
STi Prepaid, LLC, d/b/a TGI,) Tariff No. YX-2007-0748
STi Prepaid, LLC, d/b/a Dialaround Enterprises,)
STi Prepaid, LLC, d/b/a Dialaround,)
STi Prepaid, LLC, d/b/a VOIP Enterprises,)
STi Prepaid, LLC, d/b/a VOIP, and)
STi Prepaid, LLC, d/b/a DEI)
For Certificates of Service Authority to)
Provide Interexchange)
Telecommunications Services)
within the State of Missouri)

FILING MEMORANDUM

COMES NOW STi Prepaid, LLC and herewith files the substitute tariff page to the Tariff that was filed in connection with the above-styled proceeding as follows:

Substitute Original Sheet 2, revising the list of Waivers of Statutory and Regulatory Requirements.

Respectfully submitted,

By: /s/ Leland B. Curtis
Leland B. Curtis, #20550
Curtis, Heinz, Garrett & O'Keefe, P.C.
130 S. Bemiston, Suite 200
St. Louis, Missouri 63105
Phone: (314) 725-8788
Fax: (314) 725-8789
Email: lcurtis@lawfirmemail.com

Attorneys for STi Prepaid, LLC

CERTIFICATE OF SERVICE

I, Leland B. Curtis certify that a true and correct copy of the foregoing document was delivered to the following via Email or U.S. Mail, postage pre-paid, on May 17, 2007.

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

Office of General Counsel Missouri Public Service Commission 200 Madison Street, Suite 100 P.O. Box 360 Jefferson City, MO 65102-0360 Email: gencounsel@psc.mo.gov

/s/ Leland B. Curtis

BEFORE THE PUBLIC SERVICE COMMISSION STATE OF MISSOURI

In the Matter of)
)
Application of)
STi Prepaid, LLC) Case No
For a Certificate of Service Authority to)
Provide Interexchange)
Telecommunications Services)
within the State of Missouri)

APPLICATION

STi Prepaid, LLC ("Applicant" or "STi Prepaid"), by its undersigned counsel and pursuant to Sections 240-3.510 and 240-2.060 of the Missouri Code of State Regulations, hereby seeks authority to operate as an interexchange carrier of telecommunications services in the state of Missouri. In addition, STi Prepaid requests that it and its services be classified as competitive and that the Commission waive certain statutes and regulations. STi Prepaid provides the following information to support its Application:

I. Description of Applicant

STi Prepaid is a limited liability company organized under the laws of Delaware. A copy of Applicant's articles of organization are attached as Exhibit A. STi Prepaid is qualified to transact business in the state of Missouri and holds a certificate of authority as a foreign limited liability company. A copy of the certificate of authority is attached as Exhibit B. Applicant will provide service under the fictitious names Telco Group, Telco, TGI, Dialaround Enterprises, Dialaround, VOIP Enterprises, VOIP and DEI. A copy of the registrations of the fictitious names is attached as Exhibit C.

Pursuant to an Asset Purchase and Contribution Agreement ("Agreement") Dialaround Enterprises Inc. ("DEI"), a certificated provider of interexchange services in Missouri, ^{1/} and certain of its affiliates, and STi Prepaid and certain of its affiliates agreed to transfer all or substantially all of DEI's assets and liabilities to STi Prepaid, including the authorization held by DEI to provide service in the state of Missouri (the "Transaction"). Concurrent with this Application, DEI and STi Prepaid are filing with this Commission an application to transfer DEI's assets to STi Prepaid.

After consummation of this Transaction, STi Prepaid will provide telecommunications services to former DEI customers. Specifically, STi Prepaid plans to provide intrastate resold interexchange telecommunications services in Missouri, including dial-around (10-10) and prepaid calling card services. Following approval by the Commission of this transaction, DEI will cease operations in Missouri and surrender its authorization.

Applicant's legal name, address of its principal offices, and telephone number are:

STi Prepaid, LLC 30-50 Whitestone Expressway, 4th Floor Flushing, NY 11354 718-358-5390 (telephone) 718-732-7751 (facsimile)

Correspondence, orders, or other material concerning this Application should be directed to:

Leland B. Curtis #20550 Curtis, Heinz, Garrett & O'Keefe, P.C. 130 S. Bemiston, Suite 200 Clayton, Missouri 63105 314-725-8788 (telephone) 314-725-8789 (fax) lcurtis@lawfirmemail.com

and

4012247v.2 2

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^{1/} See Case No. XA-2003-0241.

Cherie R. Kiser and Stefani V. Watterson Mintz, Levin, Cohn, Ferris, Glovsky and Popeo, P.C. 701 Pennsylvania Avenue, NW, Suite 900 Washington, D.C. 20004 202-434-7300 (telephone) 202-434-7400 (facsimile) crkiser@mintz.com and sywatterson@mintz.com (Email)

The Applicant has no pending action or final unsatisfied judgments or decisions against it from any state or federal agency or court.

II. Proposed Services

Applicant seeks to be classified as a competitive telecommunications company.

Applicant is a switchless, non-facilities-based interexchange resale carrier providing switched interexchange telecommunications services, including prepaid calling card services and dialaround (10-10) services to businesses and residences. Applicant proposes to offer these services throughout the state of Missouri. All underlying network services will be supplied by other certificated carriers in Missouri. Applicant's proposed tariff setting out the services and charges offered by STi Prepaid is attached as Exhibit D and will be effective 45 days from the date of submission.

As a newly formed entity, STi Prepaid does not have any annual reports or assessment fees that are overdue in Missouri.

III. Waivers

Applicant respectfully requests that the Commission waive the following rules and statutory provisions as they relate to the regulation of the Applicant as an interexchange carrier:

Rule/Statute	
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
392.300.2	Acquisition of Stock
392.310	Issuance of Stock and Debt
392.320	Stock Dividend Payment
392.330	Issuance of Securities, Debts & Notes
392.340	Reorganizations
4 CSR 240-10.020	Depreciation Fund Income
4 CSR 240-30.040	Uniform System of Accounts

IV. Public Interest

STi Prepaid's entry into the Missouri marketplace is in the public interest because STi Prepaid intends to make available an attractive blend of service quality and low rates. In addition to the direct benefits delivered to the public by its services, STi Prepaid's entry into the Missouri marketplace will benefit the public indirectly by increasing the competitive pressure felt by existing interexchange carriers ("IXCs") spurring them to lower costs and improve services in response.

V. Conclusion

STi Prepaid respectfully requests that the Missouri Public Service Commission: grant it a Certificate of Service Authority to provide competitive intrastate interexchange telecommunications services within the State of Missouri; classify it as a competitive telecommunications company providing competitive service; and waive the above-referenced rules and statutory provisions as they relate to the regulation of the Applicant in the state of Missouri.

Respectfully submitted,

/s/ Leland B. Curtis

Leland B. Curtis, #20550 Curtis, Heinz, Garrett & O'Keefe, P.C. 130 S. Bemiston, Suite 200 Clayton, Missouri 63105 (314) 725-8788 (Telephone) (314) 725-8789 (Fax) lcurtis@lawfirmemail.com

and

Cherie R. Kiser
Stefani V. Watterson
Mintz, Levin, Cohn, Ferris, Glovsky
and Popeo, P.C.
701 Pennsylvania Avenue, NW, Suite 900
Washington, D.C. 20004
202-434-7300 (telephone)
202-434-7400 (facsimile)
crkiser@mintz.com
sywatterson@mintz.com

Attorneys for STi Prepaid, LLC

CERTIFICATE OF SERVICE

I hereby certify that a true and correct copy of this document was emailed and/or mailed to the parties listed below on this 13th day of April, 2007.

/s/ Leland B. Curtis
Leland B. Curtis

Office of the Public Counsel PO Box 2230 Jefferson City, Missouri 65102 opcservice@ded.mo.gov

Office of General Counsel Missouri Public Service Commission PO Box 360 Jefferson City, Missouri 65102 gencounsel@psc.mo.gov

EXHIBITS

EXHIBIT A STi Prepaid's Articles of Organization

EXHIBIT B STi Prepaid's Certificate of Authority

Registration of Fictitious Names

EXHIBIT D Proposed Tariff

EXHIBIT C

EXHIBIT A

STi Prepaid's Articles of Organization

Delaware

PAGE 1

The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "STI PREPAID, 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 TWELFTH DAY OF JANUARY, A.D. 2007.

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "STI PREPAID, LLC" WAS FORMED ON THE NINETEENTH DAY OF DECEMBER, A.D. 2006.

AND I DO HEREBY FURTHER CERTIFY THAT THE ANNUAL TAXES HAVE NOT BEEN ASSESSED TO DATE.



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Varriet Smith Windson

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 5351107

DATE: 01-12-07

PAGE 1



The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF
DELAWARE, DO HEREBY CERTIFY THE ATTACHED ARE TRUE AND CORRECT
COPIES OF ALL DOCUMENTS ON FILE OF "STI PREPAID, LLC" AS
RECEIVED AND FILED IN THIS OFFICE.

THE FOLLOWING DOCUMENTS HAVE BEEN CERTIFIED:

CERTIFICATE OF FORMATION, FILED THE NINETEENTH DAY OF DECEMBER, A.D. 2006, AT 10:23 O'CLOCK P.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE AFORESAID

CERTIFICATES ARE THE ONLY CERTIFICATES ON RECORD OF THE

AFORESAID LIMITED LIABILITY COMPANY, "STI PREPAID, LLC".

TARY'S ORTER

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 5351108

DATE: 01-12-07

4271215 8100H

070040179

State of Delaware Secretary of State Division of Corporations Delivered 11:10 PM 12/19/2006 FILED 10:23 PM 12/19/2006 SRV 061166065 - 4271215 FILE

CERTIFICATE OF FORMATION

OF

STi PREPAID, LLC

This Certificate of Formation of STi Prepaid, LLC (the "LLC") is being duly executed and filed by Andrea A. Bernstein as an authorized person, to form a limited liability company under the Delaware Limited Liability Company Act (6 <u>Del.C.</u> § 18-101, <u>et seq.</u>).

FIRST: The name of the limited liability company formed hereby is

STi Prepaid, LLC

SECOND: The address of the LLC's registered office in the State of Delaware is Corporation Trust Center, 1209 Orange Street, City of Wilmington, County of New Castle, State of Delaware 19801. The Corporation Trust Company is the LLC's registered agent at that address.

THIRD: This Certificate of Formation shall be effective on the date of filing.

IN WITNESS WHEREOF, the undersigned has executed this Certificate of Formation this 19th day of December, 2006.

By: /s/ Andrea A. Bernstein
Name: Andrea A. Bernstein
Title: Authorized Person

EXHIBIT B

STi Prepaid's Certificate of Authority

STATE OF MISSOURI



Robin Carnahan Secretary of State

CERTIFICATE OF REGISTRATION FOREIGN LIMITED LIABILITY COMPANY

WHEREAS,

STI PREPAID, LLC FL0795191

Using in Missouri the name

STI PREPAID, 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, ROBIN CARNAHAN, 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 8th day of February, 2007, 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 8th day of February, 2007.

Alm Complement 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

STI PREPAID, LLC

using in Missouri the name

STI PREPAID, LLC FL0795191

a DELAWARE entity was created under the laws of this State on the 8th day of February, 2007, 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 13th day of February, 2007

Alm Complement Secretary of State

Certification Number: 9410848-1 Reference:



EXHIBIT C

Registration of Fictitious Names



Robin Carnahan, Secretary of State

Corporations Division P.O. Box 778 / 600 W. Main Street, Rm 322 Jefferson City, MO 65102 File Number: 200704611694 X00796560 Date Filed: 02/08/2007 Expiration Date: 02/08/2012 Robin Carnahan Secretary of State

Registration of Fictitious Name

(Submit with filing fee of \$7) (Must be typed or printed)

The undersigners name a	to he woodetened	Telco Group			
		· · · · · · · · · · · · · · · · · · ·			
Business Addres		30-50 Whitestone	Expressway		
		a physical street address			
City, State and Z	Zip Code:	Flushing, NY 113	54		
The parties having an inte- percentage owned. If all	erest in the busines parties are jointly	ss, and the percentag and severally liable	ge they own are (If a busing percentage of ownership)	ess entity is owner, ind need not be listed.):	icate business name and
Name of Owners,					Percentage of
Individual or Business Entity	Street	nd Number			ownership must equal
STi Prepaid, LLC		nd ivamber hitestone Expresswa	City and State	Zip Code	100%
			7 1 10.000 10 1	11354	
n Affirmation thereof, th	ne facts stated abo	ove are true and co	rrect :		
au and signed understands that	ne facts stated about false statements made	e in this filing are subjec	t to the penalties provided under		2/5/22
aug	ne facts stated about false statements made	e in this filing are subjec	rrect: 1 to the penalties provided under. Pavid Larsen, VP of BEI Pr		2/5/07 Date
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Robin Carnahan, Secretary of State

Corporations Division P.O. Box 778 / 600 W. Main Street, Rm 322 Jefferson City, MO 65102 File Number: 200704611695 X00796562 Date Filed: 02/08/2007 Expiration Date: 02/08/2012 Robin Carnahan Secretary of State

Registration of Fictitious Name

(Submit with filing fee of \$7)
(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)

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

Business name to be registered:	Telco			
Business Address:	30-50 Whitestone			
(P.O. Box may only be used in addition to	a a physical street address,			
City, State and Zip Code:	Flushing, NY 113	54		
The parties having an interest in the busine percentage owned. If all parties are jointly	ess, and the percentag y and severally liable,	ge they own are (If a busin percentage of ownership	ess entity is owner, indic need not be listed.):	ate business name and If listed, Percentage of
Name of Owners, Individual or				ownership
Business Entity Street	and Number Whitestone Expresswa	City and State	Zip Code 11354	must equal 100%
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Robin Carnahan, Secretary of State

Corporations Division P.O. Box 778 / 600 W. Main Street, Rm 322 Jefferson City, MO 65102 File Number: 200704611696 X00796565 Date Filed: 02/08/2007 Expiration Date: 02/08/2012 Robin Carnahan Secretary of State

Registration of Fictitious Name

(Submit with filing fee of \$7) (Must be typed or printed)

Business name to b	e registered: TGI			
	30-50 Whitestor	20 Everan		
Business Address: (P.O. Box may only be n	sed in addition to a physical street addre.			
City, State and Zip				
The parties having an interes percentage owned. If all par	it in the business, and the percent ties are jointly and severally liabl	age they own are (If a busin e, percentage of ownership	ess entity is owner, indicated not be listed.):	cate business name an
Name of Owners, Individual or				Percentage of ownership
Business Entity	Street and Number	City and State	Zip Code	must equal 100%
STi Prepaid, LLC	30-50 Whitestone Express		11354	100 /8
n Affirmation thereof, the f	acts stated above are true and of statements made in this filing are subj	correct: ect to the penalties provided under	Section 575.060 RSMo)	
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The undersigned understands that fa	lse statements made in this filing are subj	ect to the penalties provided under David Larsen, VP of BEI P.	•	2/8/07
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Robin Carnahan, Secretary of State

Corporations Division P.O. Box 778 / 600 W. Main Street, Rm 322 Jefferson City, MO 65102 File Number: 200704611697 X00796566 Date Filed: 02/08/2007 Expiration Date: 02/08/2012

Robin Carnahan Secretary of State

Registration of Fictitious Name

(Submit with filing fee of \$7) (Must he typed or printed)

The undersigned	is doing busing	ess under the 10110M	ing name, and at the fol	nowing address:	
Business name to		Dialaround Enter			
Business Address:		30-50 Whitestone	Expressway		
(P.O. Box may only be	used in addition to d	a physical street address)			
City, State and Zip	Code:	Flushing, NY 113	54		
The parties having an intere percentage owned. If all pa Name of Owners, Individual or Business Entity STi Prepaid, LLC	Street at	is, and the percentag and severally liable, and Number hitestone Expresswa	City and State	ess entity is owner, indicanced not be listed.): Zip Code 11354	ate business name an If listed, Percentage o ownership must equal 100%

n Affirmation thereof, the The undersigned understands that for	facts stated abo	ove are true and con s in this filing are subject	rect: to the penalties provided under	Section 575.060 RSMo)	
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Robin Carnahan, Secretary of State

Corporations Division P.O. Box 778 / 600 W. Main Street, Rm 322 Jefferson City, MO 65102 File Number: 200704611698 X00796567 Date Filed: 02/08/2007 Expiration Date: 02/08/2012

Robin Carnahan Secretary of State

Registration of Fictitious Name

(Submit with filing fee of \$7) (Must be typed or printed)

The undersigned	is doing busine	ess anger the 10110.	ming manic, and at the for		
Business name to		Dialaround		-	
Business Address:		30-50 Whiteston	e Expressway		
(P.O. Box may only be	used in addition to	a physical street addres:	s/		
City, State and Zip	Code:	Flushing, NY 11:	354		
The parties having an intere percentage owned. If all particles of Owners, Individual or Business Entity STi Prepaid, LLC	Street a	ss, and the percenta and severally liable nd Number hitestone Expressw	, percentage of ownership i City and State	ess entity is owner, indicated not be listed.): Zip Code 11354	ate business name and If listed, Percentage of ownership must equal 100%
n Affirmation thereof, the The undersigned understands that fo	facts stated abo	ove are true and co e in this filing are subjec	p rrect : et to the penalties provided under	Section 575.060 RSMo)	
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Robin Carnahan, Secretary of State

Corporations Division P.O. Box 778 / 600 W. Main Street, Rm 322 Jefferson City, MO 65102

File Number: 200704611699 X00796569 Date Filed: 02/08/2007 Expiration Date: 02/08/2012 Robin Carnahan Secretary of State

Registration of Fictitious Name

(Submit with filing fee of \$7) (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)

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

Business name to be registered	d: VOIP Enterprises			
Business Address:	30-50 Whitestone E	хргеѕѕwау		
(P.O. Box may only he used in additio				
City, State and Zip Code:	Flushing, NY 11354			
The parties having an interest in the bus percentage owned. If all parties are join	iness, and the percentage tfy and severally liable, p	they own are (If a busin ercentage of ownership	ess entity is owner, indic need not be listed.):	If listed,
Name of Owners, Individual or				Percentage of ownership
	et and Number	City and State	Zip Code	must equal 100%
STi Prepaid, LLC 30-50) Whitestone Expressway		11354	
n Affirmation thereof, the facts stated The undersigned understands that false statements	above are frue and corr	ect : the penalties provided under	Section 575.060 RSMo)	
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Robin Carnahan, Secretary of State

Corporations Division P.O. Box 778 / 600 W. Main Street, Rm 322 Jefferson City, MO 65102 File Number: 200704611700 X00796571 Date Filed: 02/08/2007 Expiration Date: 02/08/2012 Robin Carnahan Secretary of State

Registration of Fictitious Name

(Submit with filing fee of \$7) (Must be typed or printed)

Business name to be register	business under the following name, and at to	3	
Business Address:			
(P.O. Box may only be used in addit	30-50 Whitestone Expressway		
City, State and Zip Code:	Flushing, NY 11354		
orey, state and Zip Code:	. /defining, 141 11334		
The parties having an interest in the bu	usiness, and the percentage they own are (If a intly and severally liable, percentage of owner	business entity is owner indic	ata hunimana
percentage owned. If all parties are jo	intly and severally liable, percentage of owner	ship need not be listed.):	If listed.
Name of Owners,			Percentage of
Individual or Business Entity Str.	eet and Number City and Stat		ownership must equal
OTT: D	eet and Number City and Stat 50 Whitestone Expressway Flushing, NY	•	100%
	ov Wincstone Expressway Plushing, NY	11354	
n Affirmation thereof, the facts stated the undersigned understands that false statement	d above are true and correct: s made in this filing are subject to the penalties respired.		
and and small make statement	s made in this filing are subject to the penalties provided		
n Affirmation thereof, the facts states. The undersigned understands that false statement authorized Signature	s made in this filing are subject to the penalties provided David Larsen, VP of B	under Section 575.060 RSMo) El Prepaid, LLC - Member	2/5/07
amiel (s made in this filing are subject to the penalties provided		2/5/07 Date
athorized Signature	s made in this filing are subject to the penalties provided David Larsen, VP of B Printed Name		2/5/07 Date
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Robin Carnahan, Secretary of State

Corporations Division P.O. Box 778 / 600 W. Main Street, Rm 322 Jefferson City, MO 65102 File Number: 200704611693 X00796552 Date Filed: 02/08/2007 Expiration Date: 02/08/2012 Robin Carnahan Secretary of State

Registration of Fictitious Name

(Submit with filing fee of \$7) (Must be typed or printed)

Business name to be	e registered:	DEI			
Business Address:		30-50 Whitestone E	xpressway		
(P.O. Box may only be use	ed in addition to a	physical street address)			
City, State and Zip C	Code:	Flushing, NY 11354			
The parties having an interest percentage owned. If all parti	in the busines ies are jointly a	s, and the percentage and severally liable, po	they own are (If a busin ercentage of ownership	ess entity is owner, indicat need not be listed.):	If listed, Percentage of
individual or					ownership must equal
Business Entity STi Prepaid, LLC		nd Number	City and State	Zip Code	100%
STI Frepaid, LLC	30-50 WI	nitestone Expressway	Flushing, NY	11354	
Affirmation thereof, the fa	acts stated abo	ive are true and corr	ect:		
the undersigned understands that fals	se statements made	ove are true and corr in this filing are subject to	vect : the penalties provided under	Section 575.060 RSMo)	
he undersigned understands that fals	se statements made	ove are true and corr in this filing are subject to	was :	Section 575.060 RSMo)	2/s/07
the undersigned understands that fals	se statements made	ove are true and corr in this filing are subject to	vect : the penalties provided under vid Larsen, VP of BEI P	Section 575.060 RSMo)	2/s/o7 Date
In Affirmation thereof, the fa The undersigned understands that fals uthorized Signature uthorized Signature	se statements made	ove are true and corr in this filing are subject to	veer: o the penalties provided under vid Larsen, VP of BEI P Printed Name	Section 575.060 RSMo)	2/s/o7 Date Date

EXHIBIT D

Proposed Tariff