

**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

^{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 svwatterson@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 dial-around (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:

<u>Rule/Statute</u>	
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
svwatterson@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
EXHIBIT C	Registration of Fictitious Names
EXHIBIT D	Proposed Tariff

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.

4271215 8300
070040179



Harriet Smith Windsor
Harriet Smith Windsor, Secretary of State
AUTHENTICATION: 5351107

DATE: 01-12-07

Delaware

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".

4271215 8100H
070040179



Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State
AUTHENTICATION: 5351108

DATE: 01-12-07

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 Del.C. § 18-101, et seq.).

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

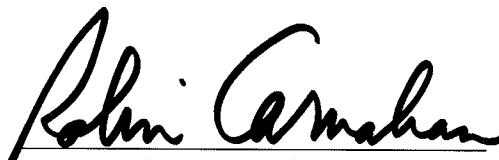
Using in Missouri the name

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.


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

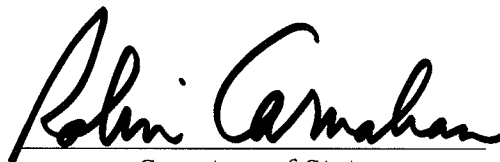
STI PREPAID, LLC

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


Secretary of State



Certification Number: 9410848-1 Reference:

Verify this certificate online at <http://www.sos.mo.gov/businessentity/verification>

EXHIBIT C

Registration of Fictitious Names



State of Missouri

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)

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 Group
Business Address: 30-50 Whitestone Expressway
(P.O. Box may only be used in addition to a physical street address)
City, State and Zip Code: Flushing, NY 11354

The parties having an interest in the business, and the percentage they own are (If a business entity is owner, indicate business name and percentage owned. If all parties are jointly and severally liable, percentage of ownership need not be listed.):

Name of Owners, Individual or Business Entity	Street and Number	City and State	Zip Code	If listed, Percentage of ownership must equal 100%
STi Prepaid, LLC	30-50 Whitestone Expressway	Flushing, NY	11354	

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 575.060 RSMo)

Authorized Signature: David J. Larsen Printed Name: David Larsen, VP of BEI Prepaid, LLC - Member Date: 2/5/07

Authorized Signature: _____ Printed Name: _____ Date: _____

Authorized Signature: _____ Printed Name: _____ Date: _____

Name and address to return filed document:

Name: _____
Address: _____
City, State, and Zip Code: _____

State of Missouri
Fictitious Creation 1 Page(s)



T0703901126



State of Missouri

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 Expressway

(P.O. Box may only be used in addition to a physical street address)

City, State and Zip Code: Flushing, NY 11354

The parties having an interest in the business, and the percentage they own are (If a business entity is owner, indicate business name and percentage owned. If all parties are jointly and severally liable, percentage of ownership need not be listed.):

Name of Owners,

Individual or

Business Entity

STi Prepaid, LLC

Street and Number

30-50 Whitestone Expressway Flushing, NY

City and State

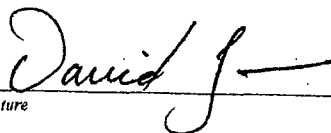
Zip Code

11354

If listed,
Percentage of
ownership
must equal
100%

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 575.060 RSMo)

Authorized Signature 

David Larsen, VP of BEI Prepaid, LLC - Member

Printed Name

2/5/07
Date

Authorized Signature

Printed Name

Date

Authorized Signature

Printed Name

Date

Name and address to return filed document:

Name:

Address:

City, State, and Zip Code:

State of Missouri
Fictitious Creation 1 Page(s)



T0703901128



State of Missouri

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)

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: TGI

Business Address: 30-50 Whitestone Expressway

(P.O. Box may only be used in addition to a physical street address)

City, State and Zip Code: Flushing, NY 11354

The parties having an interest in the business, and the percentage they own are (If a business entity is owner, indicate business name and percentage owned. If all parties are jointly and severally liable, percentage of ownership need not be listed.):

Name of Owners, Individual or Business Entity	Street and Number	City and State	Zip Code	If listed, Percentage of ownership must equal 100%
STi Prepaid, LLC	30-50 Whitestone Expressway	Flushing, NY	11354	

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 575.060 RSMo)

Authorized Signature: David Larsen Printed Name: David Larsen, VP of BEI Prepaid, LLC - Member Date: 2/8/07

Authorized Signature: _____ Printed Name: _____ Date: _____

Authorized Signature: _____ Printed Name: _____ Date: _____

Name and address to return filed document:

Name: _____

Address: _____

City, State, and Zip Code: _____

State of Missouri
Fictitious Creation 1 Page(s)



T0703901130

Corp. Sec. (100)



State of Missouri
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 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: Dialaround Enterprises
Business Address: 30-50 Whitestone Expressway
(P.O. Box may only be used in addition to a physical street address)
City, State and Zip Code: Flushing, NY 11354

The parties having an interest in the business, and the percentage they own are (If a business entity is owner, indicate business name and percentage owned. If all parties are jointly and severally liable, percentage of ownership need not be listed.):

Name of Owners, Individual or Business Entity	Street and Number	City and State	Zip Code	If listed, Percentage of ownership must equal 100%
STi Prepaid, LLC	30-50 Whitestone Expressway	Flushing, NY	11354	

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 575.060 RSMo)

<u>David J</u> Authorized Signature	David Larsen, VP of BEI Prepaid, LLC - Member Printed Name	<u>2/5/07</u> Date

Name and address to return filed document:

Name: _____
Address: _____
City, State, and Zip Code: _____

State of Missouri
Fictitious Creation 1 Page(s)



T0703901132



State of Missouri

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)

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: Dialaround

Business Address: 30-50 Whitestone Expressway

(P.O. Box may only be used in addition to a physical street address)

City, State and Zip Code: Flushing, NY 11354

The parties having an interest in the business, and the percentage they own are (If a business entity is owner, indicate business name and percentage owned. If all parties are jointly and severally liable, percentage of ownership need not be listed.):

Name of Owners,

Individual or

Business Entity

Street and Number

City and State

Zip Code

If listed,
Percentage of
ownership
must equal
100%

STi Prepaid, LLC

30-50 Whitestone Expressway Flushing, NY

11354

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 575.060 RSMo)

Authorized Signature

David Larsen, VP of BEI Prepaid, LLC - Member

Printed Name

2/5/07
Date

Authorized Signature

Printed Name

Date

Authorized Signature

Printed Name

Date

Name and address to return filed document:

Name:

Address:

City, State, and Zip Code:

State of Missouri
Fictitious Creation 1 Page(s)



T0703901134



State of Missouri
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: VOIP Enterprises

Business Address: 30-50 Whitestone Expressway

(P.O. Box may only be used in addition to a physical street address)

City, State and Zip Code: Flushing, NY 11354

The parties having an interest in the business, and the percentage they own are (If a business entity is owner, indicate business name and percentage owned. If all parties are jointly and severally liable, percentage of ownership need not be listed.):

Name of Owners, Individual or Business Entity	Street and Number	City and State	Zip Code	If listed, Percentage of ownership must equal 100%
STi Prepaid, LLC	30-50 Whitestone Expressway	Flushing, NY	11354	100%

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 575.060 RSMo)

David J. David Larsen, VP of BEI Prepaid, LLC - Member 2/8/07
Authorized Signature Printed Name Date

Authorized Signature Printed Name Date

Authorized Signature Printed Name Date

Name and address to return filed document:

Name: _____
Address: _____
City, State, and Zip Code: _____

State of Missouri
Fictitious Creation 1 Page(s)



T0703901136



State of Missouri

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)

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: VOIP

Business Address: 30-50 Whitestone Expressway

(P.O. Box may only be used in addition to a physical street address)

City, State and Zip Code: Flushing, NY 11354

The parties having an interest in the business, and the percentage they own are (If a business entity is owner, indicate business name and percentage owned. If all parties are jointly and severally liable, percentage of ownership need not be listed.):

Name of Owners, Individual or Business Entity	Street and Number	City and State	Zip Code	If listed, Percentage of ownership must equal 100%
STi Prepaid, LLC	30-50 Whitestone Expressway	Flushing, NY	11354	100%

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 575.060 RSMo)

Authorized Signature:

David Larsen, VP of BEI Prepaid, LLC - Member

Printed Name

2/8/07
Date

Authorized Signature

Printed Name

Date

Authorized Signature

Printed Name

Date

Name and address to return filed document:

Name:

Address:

City, State, and Zip Code:

State of Missouri
Fictitious Creation 1 Page(s)



T0703901138

Corp. 30 (01/05)



State of Missouri
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)

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: DEI

Business Address: 30-50 Whitestone Expressway
(P.O. Box may only be used in addition to a physical street address)

City, State and Zip Code: Flushing, NY 11354

The parties having an interest in the business, and the percentage they own are (If a business entity is owner, indicate business name and percentage owned. If all parties are jointly and severally liable, percentage of ownership need not be listed.):

Name of Owners, Individual or Business Entity	Street and Number	City and State	Zip Code	If listed, Percentage of ownership must equal
STi Prepaid, LLC	30-50 Whitestone Expressway	Flushing, NY	11354	100%

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 575.060 RSMo)

David f
Authorized Signature

David Larsen, VP of BEI Prepaid, LLC - Member

Printed Name

2/8/07
Date

Authorized Signature

Printed Name

Date

Authorized Signature

Printed Name

Date

Name and address to return filed document:

Name: _____
Address: _____
City, State, and Zip Code: _____

State of Missouri
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EXHIBIT D

Proposed Tariff