James M. Fischer Larry W. Dority

Attorneys at Law Regulatory & Governmental Consultants

101 Madison Suite 400 Jefferson City, Mo 65101 lelephone: (573) 636-6758 . Fax: (573) 636-0383

June 11, 2003

Dale Hardy Roberts Secretary/Chief Regulatory Law Judge Missouri Public Service Commission 200 Madison Street, Suite 100 P.O. Box 360 Jefferson City, Missouri 65102

> RE: In the Matter of the Application of Fox Communications Corporation for a Certificate of Service Authority to Provide Intrastate, Interexchange Telecommunications Services within the State of Missouri

Dear Mr. Roberts:

Enclosed for filing in the above-referenced matter are the original and eight (8) copies of the Application of Fox Communications Corporation. A copy of the foregoing Application has been hand-delivered, emailed or mailed this date to each party of record.

Thank you for your attention to this matter.

Sincerely,

James M. Fischer

Enclosures

Office of the Public Counsel cc: Dana K. Joyce, General Counsel

BEFORE THE PUBLIC SERVICE COMMISSION STATE OF MISSOURI

In the Matter of the Application of)		
Fox Communications Corporation)		
for a Certificate of)		
Service Authority to Provide)	Case No.	
Competitive Intrastate Interexchange)		
Telecommunications Services within the)		
State of Missouri.)		

APPLICATION

COMES NOW Fox Communications Corporation ("Fox" or "Applicant"), and requests a Certificate of Service Authority to provide competitive intrastate interexchange telecommunications services between and among locations within the state of Missouri pursuant to Section 392.440, RSMo 2000, an order classifying Applicant as a competitive telecommunications carrier, and an order waiving or suspending certain Commission rules and statutory provisions pursuant to Sections 392.420 and 392.440. In support of its request, Applicant provides the following information:

1. Applicant is a corporation, organized under the laws of the State of Washington on December 4, 1989. Applicant's principal office is located at:

5210 Carillon Point Kirkland, Washington 98033

Company Contact: Robert Benson Telephone: (425) 562-2900 Facsimile: (425) 828-7889

A copy of Applicant's Articles of Incorporation are attached hereto as Exhibit A and incorporated herein by reference. A copy of Applicant's Certificate of Authority to

All citations to statutory sections are to the 2000 Revised Statutes of Missouri, as currently supplemented, unless otherwise indicated.

Transact Business in Missouri is attached hereto as **Exhibit B** and incorporated herein by reference.

- 2. Applicant is a non-facilities based provider of resold telecommunications services. Applicant proposes to offer switched access one plus outbound, toll free inbound, and postpaid Calling Card services to residential and business customer throughout the state of Missouri. Applicant does not provide alternative operator services. Applicant's tariff, containing the rules and regulations applicable to its customers, a description of the services offered, and a list of rates associated with such services, is being filed simultaneously with this application and has a forty-five (45) day effective date.
 - 3. Applicant's statutory representation in the state of Missouri is:

National Registered Agents, Inc. 300-B East High Street Jefferson City, Missouri 65101

- 4. Applicant proposes to offer resold switched access interexchange telecommunications services throughout the state of Missouri, in accordance with its tariffs as approved by the Commission.
- 5. Applicant possesses the managerial and technical telecommunications experience necessary to provide interexchange telecommunications services.
- 6. Applicant possesses the financial capability to provide the requested service.
- 7. Applicant requests classification as a competitive telecommunications company operating within the state of Missouri. Applicant further requests classification of its services described in its proposed tariff as competitive services.
- 8. Applicant will not unjustly discriminate among its customers, which discrimination is prohibited pursuant to Section 392.200.

- 9. Applicant, pursuant to Section 386.570, will comply with all applicable Commission rules, except those that are specifically waived by the Commission pursuant to a request filed by the Applicant.
 - 10. Applicant does not provide alternative operator services.
- 11. Correspondence or communications pertaining to this application should be addressed to:

Stacey Klinzman

Director – Regulatory Compliance

Miller Isar, Inc.

7901 Skansie Ave., Suite 240 Gig Harbor, Washington 98335 Telephone: (253) 851-6700 Facsimile: (253) 851-6474

Email: sklinzman@millerisar.com

and to:

James M. Fischer Fischer & Dority, P.C.

101 Madison Street, Suite 400
Jefferson City, Missouri 65101
Telephone: (573) 636-6758
Facsimile: (573) 636-0383
Email: jfischerpc@aol.com

12. Applicant also respectfully requests, pursuant to Section 392.420, that the Commission suspend, waive, or modify the application of the following rules and statutory provisions as they relate to the regulation of the Applicant:

4 CSR 240-10.020 4 CSR 240-30.010(2)(C)	-	Depreciation and income Posting of exchange rates at central
4 CSR 240-30.040	-	operating offices Uniform system of accounts
4 CSR 240-33.030	-	Minimum charge rules
Section 392.210.2	-	Establish uniform system of accounts for annual reports
Section 392.240(1)	-	Rates – reasonable average return on investment
Section 392.270	-	Property valuation
Section 392.280	-	Depreciation rates

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, and			
		notes			
Section 392.340	-	Reorganization(s)			

The above-referenced rules and statutory provisions have been waived with regard to other interexchange carriers in prior cases. These rules or statutory provisions are principally designed to apply to non-competitive telecommunications carriers. It would be inconsistent with the goal and purpose of Section 392.530 to apply them to a competitive telecommunications carrier such as the Applicant.

- 13. Applicant has no annual reports or regulatory assessment fees that are overdue in Missouri.
- 14. Applicant has no pending actions of 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.
- 15. Applicant submits that the public interest will be served by Commission approval of Fox's application because the proposed services will create and enhance competition and expand customer service options consistent with the legislative goals set forth in the federal Telecommunications Act of 1996, and Chapter 392, RSMo 2000. Prompt approval of Fox's application also will expand the availability of innovative, high quality, and reliable telecommunications services within the state of Missouri.

WHEREFORE, Applicant Fox Communications Corporation respectfully requests the Missouri Public Service Commission to grant it a Certificate of Service Authority to provide competitive intrastate interexchange telecommunications services within the state of Missouri; an order classifying it as a competitive telecommunications company providing competitive service; an order suspending, waiving, or modifying the

above-referenced rules and statutory provisions as they relate to the regulation of the Applicant in the state of Missouri; and for such further orders as the Commission deems appropriate.

Respectfully submitted,

James M. Fischer, Esq.

MBN 27543

e-mail: jfischerpc@aol.com

FISCHER & DORITY, P.C.

Y01 Madison Street, Suite 400 Jefferson City, Missouri 65101 Telephone: (573) 636-6758

Facsimile:

(573) 636-0383

Attorneys for Applicant

CERTIFICATE OF SERVICE

I do hereby certify that a true and correct copy of the foregoing Application has been hand-delivered, emailed, or mailed, First Class mail, postage prepaid, this 11th day of June 2003, to:

Office of the Public Counsel P.O. Box 7800 Jefferson City MO 65102 Dana K. Joyce, General Counsel Missouri Public Service Commission P.O. Box 360 Jefferson City MO 65102

James M. Fischer

VERIFICATION OF APPLICANT

STATE OF WASHINGTON)	
)	SS
COUNTY OF KING)	

I, Steve Forbes, first being duly sworn upon oath, depose and say I am President of Fox Communications Corporation, that I have read the above and foregoing petition by me subscribed and know the contents thereof; that said contents are true in substance and in fact, except to those matters stated upon information and belief, and as to those, I believe the same to be true.

Steve Forbes

President

Telephone: 425.562.2900 Facsimile: 425.828.7889

Subscribed and sworn to before me, a Notary Public on this 2003.

Notary Public

My Commission expires:

3/24/63



BEFORE THE PUBLIC SERVICE COMMISSION STATE OF MISSOURI

In the Matter of the Application of)		
Fox Communications Corporation)		
for a Certificate of)		
Service Authority to Provide)	Case No.	
Competitive Intrastate Interexchange)		
Telecommunications Services within the)		
State of Missouri.	Ì		

LIST OF EXHIBITS

EXHIBIT A Articles of Incorporation

EXHIBIT B Certificate of Authority

EXHIBIT A

ARTICLES OF INCORPORATION

(Attached)



Secretary of State

I, Sam Reed, Secretary of State of the State of Washington and custodian of its seal, hereby issue this

certificate that the attached is a true and correct copy of

ARTICLES OF INCORPORATION

of

PHONELINK, INC.

as filed in this office on January 5, 1989.

Date: January 30, 2003

STATE OF WASHINGTON 1889

Given under my hand and the Seal of the State of Washington at Olympia, the State Capital.

Sam Reed, Secretary of State



STATE of WASHINGTON SECRETARY of STATE

I, Ralph Munro, Secretary of State of the State of Washington and custodian of its seal, hereby issue this

CERTIFICATE OF INCORPORATION

to

PHONELINK, INC.

a Washington

Profit

corporation. Articles of Incorporation were

filed for record in this office on the date indicated below.

Corporation Number: 601 146 065

Date: January 5, 1989

Given under my hand and the seal of the State of Washington, at Olympia, the State Capitol.

Ralph Munro, Secretary of State

ARTICLES OF INCORPORATION

OF

PHONELINK, INC.

The undersigned, being of legal age, as incorporator of a corporation under the Washington Business Corporation Act, hereby adopts the following Articles of Incorporation for such corporation:

ARTICLE 1

NAME

The name of the corporation is PHONELINK, INC.

ARTICLE 2

DURATION

The period of duration of this corporation shall be perpetual.

ARTICLE 3

PURPOSES

This corporation is organized for the following purposes:

- (a) To engage in the business of providing telephone-controlled computer connection services.
- (b) To engage in any business, trade or activity which may lawfully be conducted by a corporation organized under the Washington Business Corporation Act.
- (c) To engage in all such activities as are incidental or conducive to the attainment of the purposes of this corporation or any of them and to exercise any and all powers authorized or permitted to be done by a corporation under any laws that may be now or hereafter applicable or available to this corporation.

The foregoing clauses of this Article 3 shall each be construed as purposes and powers, and the matters expressed in each clause shall be in no way limited or restricted by reference to or inference from the terms of any other clauses, but shall be regarded as independent purposes and powers; and nothing contained in these clauses shall be deemed in any way to limit or exclude any power, right or privilege given to this corporation by law or otherwise.

ARTICLE 4

SHARES

This corporation shall have authority to issue One Hundred Thousand (100,000) shares of common stock, each share shall have a par value of Two Dollars (\$2.00), amounting in the aggregate to Two Hundred Thousand Dollars (\$200,000).

ARTICLE 5

CONTRACTS IN WHICH DIRECTORS MAY HAVE INTEREST

Any contract or other transaction between this corporation and one or more of its directors, or between this corporation and any corporation, firm, association or other entity of which one or more of its directors are stockholders, members, directors, officers or employees or in which they are interested, shall be valid for all purposes, notwithstanding the presence of such director or directors at the meeting of the Board of Directors which acts upon or in reference to such contract or transaction and notwithstanding his or their participation in such action, by voting or otherwise, even though his or their presence or vote, or both, might have been necessary to obligate this corporation upon such contract or transaction; provided, that the fact of such interest shall be disclosed to or known by the Directors acting on such contract or transaction.

ARTICLE 6

DIRECTORS

The number of directors of this corporation shall be fixed by the Bylaws and may be increased or decreased from time to time in the manner specified therein. The initial Board of Directors shall consist of one director, and the name and address of the person who shall serve as the sole director until the first annual meeting of shareholders and until his successors are elected and qualified, unless he resigns or is removed is:

Name

Address

Lonnie Benson

13256 Northrup Way, Suite #9 Bellevue, Washington 98005

ARTICLE 7

BYLAWS

The Board of Directors shall have the power to adopt, amend or repeal the Bylaws for this corporation, subject to the power of the shareholders to amend or repeal such Bylaws.

ARTICLE 8

REGISTERED OFFICE, AGENT

The address of the initial registered office of this corporation is 225 108th Avenue N.E., Suite 310, Bellevue, Washington 98004, and the name of its initial registered agent at such address is Gregory D. Lucas, the attorney for the corporation.

ARTICLE 9

PRE-EMPTIVE RIGHTS

Pre-emptive rights shall exist with respect to shares of stock or securities convertible into shares of stock of this corporation.

ARTICLE 10

CUMULATIVE VOTING

The right to cumulate votes in the election of directors shall not exist with respect to shares of stock of this corporation.

ARTICLE 11

AMENDMENT OF ARTICLES OF INCORPORATION

This corporation reserves the right to amend or repeal by the affirmative vote of the holders of two-thirds of the shares entitled to vote thereon, any of the provisions contained in these Articles of Incorporation, and the rights of the shareholders or this corporation are granted subject to this reservation.

ARTICLE 12

INCORPORATOR

The name and address of the incorporator is Gregory D. Lucas of the law firm of Lucas & Whetsel, P.S., 225 108th Avenue N.E., Suite 310, Bellevue, Washington 98004, the attorneys for the corporation.

DATED this 4th day of

REGORY D. LUCAS, Incorporator

Lucas & Whetsel, P.S.

ATTORNEYS AT LAW
A Professional Service Corporation
225 108TH AVENUE N.E.
SUITE 310, FIRST INTERSTATE BUILDING
BELLEVUE, WASHINGTON 98004

(206) 454-3302

GREGORY D. LUCAS (WA & CO) ANDREA F. WHETSEL EDMUND J. JONES
OF COUNSEL

CONSENT TO SERVE AS REGISTERED AGENT

I, Gregory D. Lucas, hereby consent to serve as Registered Agent in the State of Washington for Phonelink, Inc. I understand that as agent for the corporation, it will be my responsibility to receive service of process in the name of the corporation; to forward all mail to the corporation; and to immediately notify the office of the Secretary of State in the event of my resignation, or of any changes in the registered office address of the corporation for which I am agent.

DATED this 5th day of January, 1989.

LUCAS & WHETSEL, P.S.

Gregory D. Lucas

Attorneys for the Corporation 225 108th Avenue N.E., #310 Bellevue, Washington 98004

(206) 454-3302



Secretary of State

I, Sam Reed, Secretary of State of the State of Washington and custodian of its seal, hereby issue this

certificate that the attached is a true and correct copy of

ARTICLES OF AMENDMENT

of

PHONELINK, INC.

CHANGING NAME TO FOX COMMUNICATIONS CORPORATION

as filed in this office on July 21, 1992.

Date: January 30, 2003

STATE ON WASHING

Given under my hand and the Seal of the State of Washington at Olympia, the State Capital.

Sam Reed, Secretary of State



STATE of WASHINGTON SECRETARY of STATE

I, Ralph Munro, Secretary of State of the State of Washington and custodian of its seal, hereby issue this

CERTIFICATE OF AMENDMENT

to

PHONELINK, INC.

a Washington

Profit

corporation. Articles of Amendment were

filed for record in this office on the date indicated below.

Changing name to FOX COMMUNICATIONS CORPORATION

U.B.I. Number: 601 146 065

Date: July 21, 1992

Given under my hand and the seal of the State of Washington, at Olympia, the State Capital

Ralph Munro, Secretary of State

ssf 58 (5/91)

State of Washington Corporations Division Office of the Secretary of State

FILED STATE OF WASHINGTON

RALPIn manager

ARTICLES OF AMENDMENT

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Pursuant to RCW 23B.10.060 of the Washington Business Corporation Act, the undersigned corporation hereby submits the following amendment(s) to the corporation's Articles of Incorporation.

- The name of the corporation is: PHONELINK, INC.
- The text of <u>each</u> amendment(s) as adopted is (are) as follows:

See Attached.

3. If an amendment provides for an exchange, reclassification, or cancellation of issued shares, provisions for implementing the amendment, if not contained in the text of the amendment itself, are as follows:

Not Applicable.

4. The date of adoption of each amendment(s) was:

July 2, 1992

- 5. The amendment(s) was (were) adopted by:
 - () The incorporators. Shareholder action was not required.
 - () The board of directors. Shareholder action was not required.
 - (XX) Duly approved shareholder action in accordance with the provisions of RCW 23B.10.030 and RCW 23B.10.040.

Dated: July 10, 1992

Lonnie Benson, President

ARTICLES OF AMENDMENT

OF

PHONELINK, INC.

The undersigned, being of legal age, as all of the shareholders and directors of Phonelink, Inc., which was organized under the Washington Business Corporation Act, hereby adopts the following Articles of Amendment for such corporation pursuant to RCW 23B.10.060 et. seq.:

- The name of the corporation is currently:
 - "PHONELINK, INC."
- 2. The name of the corporation is hereby changed to:
 - "FOX COMMUNICATIONS CORPORATION"
- 3. The above amendments were unanimously adopted by all of the shareholders and directors of the Corporation on July 2, 1992, by written consent in lieu of a meeting of the shareholders and directors pursuant to RCW 23B.10.030 and 23B.10.040.
- 4. 4,000 shares of the Corporation are issued and outstanding, and are entitled to vote on this resolution and amendment.
- 5. The number of shares that were voted for this resolution and amendment were 4,000. The number of shares that were voted against this resolution and amendment were none.
- 6. These Articles of Amendment provide for a name change. The Articles of Amendment do not provide for the reclassification of issued shares. The number of issued and outstanding shares shall not be altered in any way as a result of these Articles of Amendment.

DATED this 2nd day of July, 1992.

Lonnie benson

SHAREHOLDER/DIRECTOR

EXHIBIT B

CERTIFICATE OF AUTHORITY

(Attached)

No. F00501643

STATE OF MISSOURI



Matt Blunt Secretary of State

CORPORATION DIVISION - CERTIFICATE OF AUTHORITY

WHEREAS, FOX COMMUNICATIONS CORPORATION

using in Missouri the name FOX COMMUNICATIONS CORPORATION

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

NOW, THEREFORE, I, MATT BLUNT, 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 Rusiness Corporation Law of Missouri Business Corporation Law of Missouri.

IN TESTIMONY WHEREOF, I have set my hand and imprinted the GREAT SEAL of the State of Missouri, on this, the 17th day of OCTOBER, 2001.

\$155.00

Secretary of State

