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October 29, 1999

FILED³

OCT 29 1999

Mr. Dale Hardy Roberts
Executive Secretary-Chief Regulatory Law Judge
Missouri Public Service Commission
P. O. Box 360
Jefferson City, MO 65102-0360

Missouri Public
Service Commission

RE: Case No. TA-2000-311

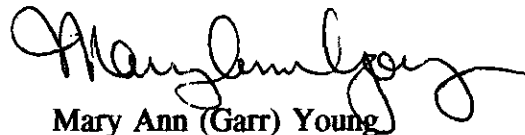
Application of New Edge Network, Inc. d/b/a New Edge Networks for Certificate of Service Authority to Provide Interexchange and Non-Switched Local Exchange Telecommunications Services

Dear Mr. Roberts:

Enclosed please find an original and fourteen copies of the Application of New Edge Network, Inc. d/b/a New Edge Networks, for Interexchange and Non-switched Local Exchange Service for filing with the Commission.

Thank you for your assistance in processing this filing. A copy is being served on the Office of Public Counsel and General Counsel. If there are any questions, please feel free to call me at 634-8109.

Sincerely,


Mary Ann (Garr) Young

Enclosure

cc: Office of Public Counsel
General Counsel's Office
Michael Donahue, Swidler Berlin

0000417

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

FILED³

OCT 29 1999

**Missouri Public
Service Commission**

In the Matter of the Application of)
)
New Edge Network, Inc. d/b/a New Edge Networks)
)
for a Certificate of Service Authority to Provide)
Interexchange and Non-Switched Local Exchange)
Telecommunications Services)
in the State of Missouri)
and for Competitive Classification)

Case No. TA-2000-311

**APPLICATION FOR CERTIFICATE OF SERVICE AUTHORITY
AND COMPETITIVE CLASSIFICATION**

New Edge Network, Inc. d/b/a New Edge Networks ("New Edge" or "Applicant") a Delaware corporation, files this verified application respectfully requesting that the Missouri Public Service Commission ("Commission") issue an order that:

- (a) grants Applicant a Certificate of Service Authority to provide all forms of resold and facilities based intrastate interexchange telecommunications service and non-switched local exchange telecommunications services in the State of Missouri pursuant to Sections 392.361 and 392.420 of the Missouri Revised Statutes;
- (b) grants competitive status to Applicant; and
- (c) waives certain Commission rules and statutory provisions pursuant to Section 392.420 RSMo.

In support of its verified application, New Edge states the following:

I. DESCRIPTION OF THE APPLICANT

Applicant's legal name is New Edge Network, Inc. New Edge intends to market its services in Missouri under the name New Edge Networks. New Edge maintains its principal place of business at:

0000417

New Edge Network, Inc. d/b/a New Edge Networks
3000 Columbia House Boulevard, Suite 106
Vancouver, WA 98661
Tel: (360) 693-9009
Fax: (360) 693-9997

Correspondence or communications pertaining to this application should be directed
to New Edge's attorneys of record:

Mary Ann (Garr) Young
WILLIAM D. STEINMEIER, P.C.
2031 Tower Drive
Jefferson City, MO 65109
Tel: (573) 634-8109
Fax: (573) 634-8224

and

Eric J. Branfman
Michael P. Donahue
Swidler Berlin Shereff Friedman, LLP
3000 K Street, N.W., Suite 300
Washington, D.C. 20007-5116
Tel: (202) 424-7500
Fax: (202) 424-7645

Questions concerning the ongoing operations of New Edge's following certification
should be directed to:

Stacey Waddell, Vice President
New Edge Network, Inc. d/b/a New Edge Networks
3000 Columbia House Boulevard, Suite 106
Vancouver, Washington 98661
Tel: (360) 693-8554
Fax: (360) 693-9997

The following toll-free number is available for customer service inquiries:

877-725-EDGE (3343)

II. REQUIREMENTS OF 4 CSR 240-2.060(4)

1. Certificate of Authority to Transact Business in Missouri

New Edge is a corporation organized on June 1, 1999 under the laws of the State of Delaware as Access 21 Corporation. The company subsequently changed its name to New Edge Network, Inc. A copy of New Edge's Certificate of Authority to Transact Business in Missouri is attached hereto as Exhibit 1.

2. Description of Services

New Edge seeks authority to provide all forms of interexchange and dedicated, non-switched local exchange telecommunications services. New Edge requests authority to offer dedicated non-switched local exchange services to customers located in all exchanges in Missouri. New Edge also requests authority to offer interexchange services throughout the state of Missouri, including both inbound and outbound intraLATA services. This will be accomplished through a combination of its own facilities and through the resale of the facilities of other certificated carriers.

Initially, New Edge plans to offer services through a combination of purchased and leased assets and to expand its services to include facilities-based services as market conditions warrant. New Edge does not currently own any telecommunications facilities in the State of Missouri.

3. Managerial, Technical and Financial Qualifications

Applicant possesses managerial and technical expertise to provide the proposed interexchange and local exchange telecommunications services. Applicant also has ample financial resources to operate as a telecommunications provider.

4. Tariff Requirement

Concurrently with this filing, Applicant is filing its proposed tariff containing the rules and regulations governing its services, a description of the services currently offered, and a list of rates associated with such services. The tariff has a forty-five (45) day effective date as required by 4 CSR 240-060(4)(h).

III. CLASSIFICATION AS A COMPETITIVE COMPANY

1. Applicant also seeks classification as a competitive company, with accompanying reduced regulation, pursuant to Section 392.361.2 and 392.361.3, RSMo. In making the determination of classification of an applicant the Commission may consider such factors as market share, financial resources and name recognition, among others. *See In the Matter of the Investigation for the Purpose of Determining the Classification of the Services Provided by Interexchange Telecommunications Companies within the State of Missouri*, 30 Mo. P.S.C. (N.S.) 16 (1989); *In the Matter of Southwestern Bell Telephone Company's application for Classification of Certain Services as Transitionally Competitive*, 1 Mo. P.S.C. 3d 479, 484 (1992). All the services a competitive company provides must be classified as competitive. New Edge submits that as a new market entrant, New Edge does not have the market share or name recognition to inhibit competition,. Rather, the Commission's approval of this application will ensure competition with those carriers who now possess sufficient market share and name recognition to dominate the telecommunications service market in the state of Missouri. Allowing New Edge to compete with established carriers will bring benefits such as lower costs and better service to residents of the State of Missouri. The public interest benefits of competition justify a lesser degree of regulation for carriers such as New Edge.

2. Applicant will comply with all applicable statutes and Commission rules, regulations, decisions, and orders governing the provision of Applicant's proposed services. Applicant, however, requests that, at a minimum, the following statutes and regulations be waived at this time consistent with the Commission's previous decisions regarding other telecommunications providers:

Statutes

Section 392.240(1)	--	rate making
Section 392.270	--	valuation of property (rate making)
Section 392.280	--	depreciation accounts
Section 392.290	--	issuance of securities
Section 292.310	--	stock and debt issuance
Section 392.320	--	stock dividend payment
Section 392.330	--	issuance of securities, debts and notes
Section 392.340	--	reorganization(s)

Commission Rules

4 CSR 240-10.020	-	depreciation fund income
4 CSR 240-30.010(2)(C)	-	rate schedules
4 CSR 240-30.040	-	Uniform System of Accounts
4 CSR 240-32.030(1)(B)	-	exchange boundary maps
4 CSR 240-32.030 (1)(C)	-	record keeping
4 CSR 240-32.030(2)	-	in-state record keeping
4 CSR 240-32.050(3)	-	local office record keeping
4 CSR 240-32.050(4)	-	telephone directories
4 CSR 240-32.050(5)	-	call intercept
4 CSR 240-32.050(6)	-	telephone number changes
4 CSR 240-32.070(4)	-	public coin telephone
4 CSR 240-33.030	-	minimum charges rule
4 CSR 240-33.040(5)	-	financing fees

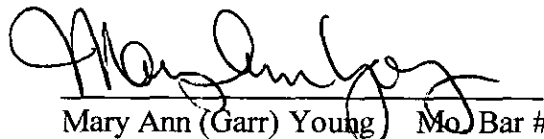
IV. CONCLUSION

The telecommunications industry is characterized by unprecedented growth and increasing opportunity. New Edge's entry into the telecommunications market will enhance

competition in the provision of telecommunications services throughout the State of Missouri, one of the primary goals of both SB 507 and the 1996 Act.

WHEREFORE, Applicant, New Edge Network, Inc. d/b/a New Edge Networks, requests that the Missouri Public Service Commission grant it a Certificate of Service Authority to provide resold and facilities-based interexchange and non-switched local exchange telecommunications services, classify Applicant and its services as competitive, and grant a waiver of the statutes and regulations referenced above.

Respectfully Submitted,



Mary Ann (Garr) Young Mo. Bar #27951

WILLIAM D. STEINMEIER, P. C.

2031 Tower Drive

Jefferson City, MO 65109

Tel: (573) 634-8109

Fax: (573) 634-8224

Eric J. Branfman (DC Bar No. 164186)

Michael P. Donahue (DC Bar No. 459285)

Swidler Berlin Shereff Friedman, LLP

3000 K Street, N.W., Suite 300

Washington, D.C. 20007

(202) 424-7500 (Telephone)

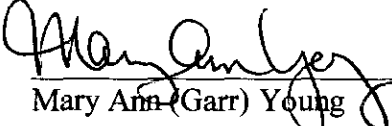
(202) 424-7645 (Facsimile)

Counsel for New Edge Network , Inc.
d/b/a New Edge Networks

Dated: October 29 ,1999

Certificate of Service

I hereby certify that a copy of this document has been hand delivered or mailed by first class mail, postage prepaid, to the Office of Public Counsel, on this 29th day of October 1999.



Mary Ann (Garr) Young

EXHIBITS

Exhibit 1

Certificate of Incorporation, Certificate of Amendment, and
Certificate of Authority to Transact Business in Missouri

Affidavit

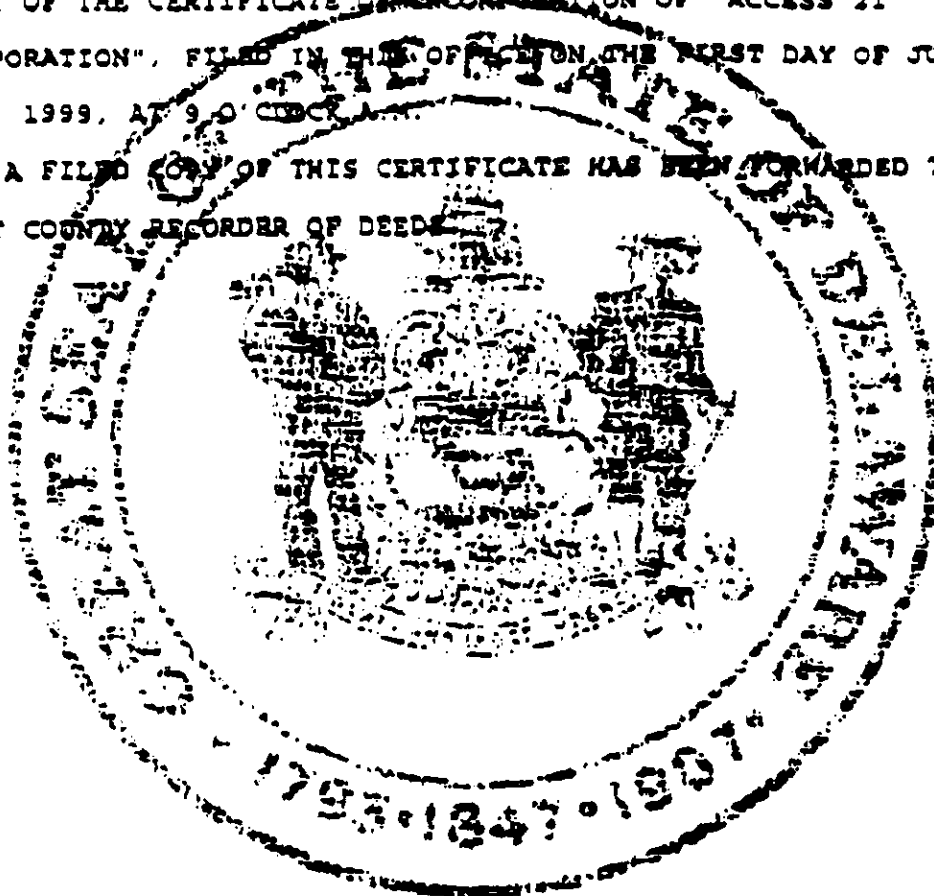
EXHIBIT 1

Certificate of Incorporation, Certificate of Amendment
and
Certificate of Authority to Transact Business in the State of Missouri

Office of the Secretary of State

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF INCORPORATION OF "ACCESS 21 CORPORATION", FILED IN THIS OFFICE ON THE FIRST DAY OF JUNE, A.D. 1999, AT 9:00 O'CLOCK A.M.

A FILED COPY OF THIS CERTIFICATE HAS BEEN FORWARDED TO THE KENT COUNTY RECORDER OF DEEDS.



Edward J. Freel
Edward J. Freel, Secretary of State

3049857 8100
991218717

AUTHENTICATION: 9778959
DATE: 06-02-99

CERTIFICATE OF INCORPORATION
OF
ACCESS 21 CORPORATION

FIRST: The name of the Corporation is Access 21 Corporation (hereinafter sometimes referred to as the "Corporation").

SECOND: The address of the registered office of the Corporation in the State of Delaware is 15 East North Street, in the City of Dover, County of Kent. The name of the registered agent at that address is Incorporating Services, Ltd.

THIRD: The purpose of the Corporation is to engage in any lawful act or activity for which a corporation may be organized under the General Corporation Law of Delaware.

FOURTH: The Corporation is authorized to issue a total of twenty-five million (25,000,000) shares of stock in one class designated as "Common Stock", per value \$0.001 per share and the Corporation is authorized to issue a total of ten million (10,000,000) shares of stock in one class designated as "Preferred Stock", per value \$0.001.

FIFTH: The business and affairs of the Corporation shall be managed by or under the direction of the Board of Directors. In addition to the powers and authority expressly conferred upon them by Statute or by this Certificate of Incorporation or the Bylaws of the Corporation, the directors are hereby empowered to exercise all such powers and do all such acts and things as may be exercised or done by the Corporation. Election of directors need not be by written ballot, unless the Bylaws so provide.

SIXTH: The Board of Directors is authorized to make, adopt, amend, alter or repeal the Bylaws of the Corporation. The stockholders shall also have power to make, adopt, amend, alter or repeal the Bylaws of the Corporation.


SEVENTH: The name and address of the incorporator is as follows:

Steve R. Gibson
GRAY CARY WARE & FREIDENRICH LLP
400 Hamilton Avenue
Palo Alto, California 94301

EIGHTH: To the fullest extent permitted by the Delaware General Corporation Law, a director of this Corporation shall not be liable to the Corporation or its stockholders for monetary damages for breach of fiduciary duty as a director. Any repeal or modification of the foregoing provisions of this Article EIGHTH by the stockholders of the Corporation shall not adversely affect any right or protection of a director of the Corporation existing at the time of such repeal or modification.

NINTH: This Corporation reserves the right to amend or repeal any of the provisions contained in this Certificate of Incorporation in any manner now or hereafter permitted by law, and the rights of the stockholders of this Corporation are granted subject to this reservation.

I, THE UNDERSIGNED, being the incorporator, for the purpose of forming a corporation under the laws of the State of Delaware, do make, file and record this Certificate of Incorporation, do certify that the facts herein stated are true, and accordingly, have hereunto set my hand this 1st day of June, 1990.


Steve R. Gibson
Incorporator

State of Delaware

Office of the Secretary of State PAGE 1

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF AMENDMENT OF "NEW EDGE NETWORK", CHANGING ITS NAME FROM "NEW EDGE NETWORK" TO "NEW EDGE NETWORK, INC.", FILED IN THIS OFFICE ON THE FIFTH DAY OF AUGUST, A.D. 1999, AT 9 O'CLOCK A.M.

A FILED COPY OF THIS CERTIFICATE HAS BEEN FORWARDED TO THE KENT COUNTY RECORDER OF DEEDS.




Edward J. Freel, Secretary of State

3049857 8100

991324281

AUTHENTICATION: 9905664

DATE: 08-05-99

STATE OF DELAWARE
SECRETARY OF STATE
DIVISION OF CORPORATIONS
FILED 05:00 AM 08/04/1999
291324181 - 3849837

**CERTIFICATE OF AMENDMENT
OF
AMENDED AND RESTATED CERTIFICATE OF INCORPORATION
OF
NEW EDGE NETWORK**

New Edge Network (the "Corporation"), a corporation organized and existing under the Delaware General Corporation Law ("DGCL") does hereby certify that:

FIRST: That the Board of Directors of the Corporation adopted a resolution proposing and declaring advisable the following amendment to the Amended and Restated Certificate of Incorporation of the Corporation:

RESOLVED, that upon approval of the stockholders of the Corporation, Article I of the Certificate of Incorporation shall be amended to read as follows:

"The name of the corporation is New Edge Network, Inc."

SECOND: That in lieu of a meeting and vote of stockholders, the stockholders have given unanimous written consent to said amendment in accordance with the provisions of Section 228 of the DGCL.

THIRD: That the aforesaid amendment was duly adopted in accordance with the applicable provisions of Sections 228 and 242 of the DGCL.

IN WITNESS WHEREOF, this Certificate of Amendment has been executed on behalf of the corporation by its President on August 4, 1999.


Daniel G. Moffin, President

STATE OF MISSOURI



Rebecca McDowell Cook
Secretary of State

CORPORATION DIVISION - CERTIFICATE OF AUTHORITY

WHEREAS,
NEW EDGE NETWORK, INC.

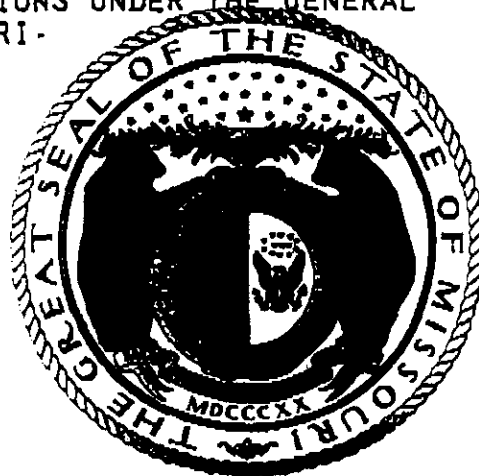
USING IN MISSOURI THE NAME
NEW EDGE NETWORK, INC.

HAS COMPLIED WITH THE GENERAL AND BUSINESS CORPORATION LAW WHICH GOVERNS FOREIGN CORPORATIONS; BY FILING IN THE OFFICE OF THE SECRETARY OF STATE OF MISSOURI AUTHENTICATED EVIDENCE OF ITS INCORPORATION AND GOOD STANDING UNDER THE LAWS OF THE STATE OF DELAWARE.

NOW, THEREFORE, I, REBECCA MCDOWELL COOK, SECRETARY OF STATE OF THE STATE OF MISSOURI, DO HEREBY CERTIFY THAT SAID CORPORATION IS FROM THIS DATE DULY AUTHORIZED TO TRANSACT BUSINESS IN THIS STATE, AND IS ENTITLED TO ALL RIGHTS AND PRIVILEGES GRANTED TO FOREIGN CORPORATIONS UNDER THE GENERAL AND BUSINESS CORPORATION LAW OF MISSOURI.

IN TESTIMONY WHEREOF, I HAVE SET MY HAND AND IMPRINTED THE GREAT SEAL OF THE STATE OF MISSOURI, ON THIS, THE 7TH DAY OF SEPTEMBER, 1999.

A handwritten signature in cursive script that reads "Rebecca McDowell Cook".
Secretary of State



\$155.00

AFFIDAVIT

STATE OF WASHINGTON)

SS)
COUNTY OF Clark)

I, Stacey Waddell, declare that I am Vice President of New Edge Network, Inc. d/b/a New Edge Networks, the Applicant in the subject proceeding; that I have read the foregoing Application for a Certificate of Service Authority to Provide Telecommunications Services, and I declare under penalty of perjury that the foregoing is true, accurate and correct to the best of my knowledge, information or belief, this 13 day of August, 1999.

Name: Stacey Waddell
Title: VP, Carrier Relations

New Edge Network, Inc. d/b/a New Edge Networks

Subscribed and sworn before me this 13 day of August 1999.

Luanne Jefferson
Notary Public

My Commission expires: 9/9/02

