

**Lance J.M. Steinhart, P.C.**

Attorney At Law  
1720 Windward Concourse  
Suite 250  
Alpharetta, Georgia 30005

Also Admitted in New York  
and Maryland

Telephone: (770) 232-9200  
Facsimile: (770) 232-9208

January 9, 2003

**VIA ELECTRONIC DELIVERY**

Mr. Dale Roberts  
Chief A.L.J./Executive Secretary  
Missouri Public Service Commission  
200 Madison Street, Suite 100  
Jefferson City, MO 65102  
(573) 751-3234

Re: Business Network Long Distance, Inc.

Dear Mr. Roberts:

Enclosed please find for filing an electronically submitted copy of Business Network Long Distance, Inc.'s Application for Certificate of Service Authority to Provide Interexchange Telecommunications Services Within the State of Missouri and Interexchange Telecommunications Tariff.

Please verify receipt of this filing via a return e-mail. If you have any questions or if I may provide you with any additional information, please do not hesitate to contact me.

Please note that this Application is being submitted by myself and Judith A. Rau, Esq., Missouri Counsel, Bar # 24856.

Respectfully submitted,

  
Lance J.M. Steinhart  
Attorney for Business Network Long Distance, Inc.

Enclosures

cc: Mari Demski  
Office of Public Counsel  
Office of General Counsel

No. F00516124

# STATE OF MISSOURI



Matt Blunt  
Secretary of State

## CORPORATION DIVISION - CERTIFICATE OF AUTHORITY

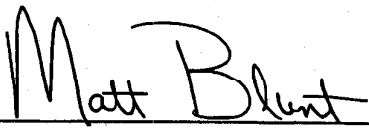
WHEREAS,  
BUSINESS NETWORK LONG DISTANCE, INC.

using in Missouri the name  
BUSINESS NETWORK LONG DISTANCE, 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 NEBRASKA.

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 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 23rd day of DECEMBER, 2002.

  
Secretary of State

\$155.00





DEAN HELLER  
Secretary of State

202 North Carson Street  
Carson City, Nevada 89701-4201  
(775) 684 5708

**Certificate of  
Amendment**  
(PURSUANT TO NRS 78.385 and  
78.390)

Office Use Only:

*Important: Read attached instructions before completing*

**Certificate of Amendment to Articles of Incorporation**  
**For Nevada Profit Corporations**  
**(Pursuant to NRS 78.385 and 78.390 - After Issuance of Stock)**  
**- Remit in Duplicate -**

1. Name of corporation:

Long Distance Network Services, Inc.

2. The articles have been amended as follows (provide article numbers, if available):

The above Corporation name has been changed to: Business Network Long Distance, Inc.

The original File # for the Corp. is: C10617-02

The original FEIN # is 73-1640534

3. The vote by which the stockholders holding shares in the corporation entitling them to exercise at least a majority of the voting power, or such greater proportion of the voting power as may be required in the case of a vote by classes or series, or as may be required by the provisions of the articles of incorporation have voted in favor of the amendment is: Yes \*

4. Officer Signature (Required):

Brian H. Curtiss, President

\* If any proposed amendment would alter or change any preference or any relative or other right given to any class or series of outstanding shares, then the amendment must be approved by the vote, in addition to the affirmative vote otherwise required, of the holders of shares representing a majority of the voting power of each class or series affected by the amendment regardless of limitations or restrictions on the voting power thereof.

**IMPORTANT:** Failure to include any of the above information and remit the proper fees may cause this filing to be rejected.

APR 26 2002 09:37PM F204-BUSINESS FILINGS INC

EDR

Y-801 F.002/104 F-473

ARTICLES OF INCORPORATION  
(Pursuant to NRS 78)  
STATE OF NEVADA  
Secretary of State

FILED # C10617-02

APR 26 2002

IN THE OFFICE OF  
DENY MELLER, SECRETARY OF STATE

## 1. NAME OF CORPORATION:

Long Distance Network Services, Inc.

## 2. RESIDENT AGENT:

Name of Resident agent: Business Filings Incorporated  
Street Address: 7583 Water View Way, Reno, Nevada 89511. Located in the County of Washoe.

## 3. SHARES:

The corporation is authorized to issue two thousand (2,000) shares of stock. The par value of each share is one cent (\$0.01).

## 4. GOVERNING BOARD:

The initial governing board shall be one (1) director.  
Brian Cariss, 29810 Trousdale scenic Dr., Evergreen, Colorado 80439

## 5. SIGNATURE OF INCORPORATOR:

Richard A. Oster, 8025 Excelsior Dr., Suite 200, Madison, WI 53717.

*Richard A. Oster*

State of Wisconsin County of Dane

This instrument was acknowledged before me on  
April 26, 2002 by  
Richard A. Oster  
as Incorporator



*Steven R. McClellan 06-19-05*

## 6. CERTIFICATE OF ACCEPTANCE OF APPOINTMENT OF RESIDENT AGENT:

Business Filings Incorporated hereby accepts appointment as resident agent for the above named corporation.

*Law*

Business Filings Incorporated  
Richard Oster, Vice President  
Business Filings Incorporated

April 26, 2002

**Brian H. Curtiss**  
29810 Troutdale Scenic Dr.  
Evergreen, CO 80439  
(303) 679-0522 briancurtiss@earthlink.net

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**PROFESSIONAL  
SUMMARY**

Business analyst with cross-functional experience in market and financial analysis, sales and business development. More than 7 years experience in the telecommunications industry and 4 years of P&L responsibility managing products, combining strong analytical skills with business acumen to contribute to company profitability. Effective team leader with successful record in directing teams in the development of high quality deliverables.

**PROFESSIONAL  
EXPERIENCE**

**Independent Consultant**

**May 2002 – Present**

*ChevronTexaco, Environmental Management Company* – the environmental remediation division of ChevronTexaco.

- Performed analysis of all processes and software applications used in the management of a remediation project.
- Drafted business strategy recommendation, based on opportunity cost assessment, for the creation of the appropriate information-technology architecture and infrastructure to support the Retail remediation business.

*Spartan Steel Products* – a company specializing in the distribution of steel pipe to the oil & gas industry.

- Currently performing analysis of all internal operational processes as they pertain to the management of the company's inventory processes, including receiving, accounts payable, purchasing and sales.

**Product Manager, Wireless Conferencing**

**February 2001 – December 2001**

*Voyant Technologies, Inc.* – a leader in voice collaboration solutions for switched, IP-based and wireless networks.

- Responsible for the development and rollout of Voyant's wireless conferencing product from idea to general availability.
- Drafted wireless conferencing product business plan including customer and competitor analysis, market sizing, financial forecast/modeling, and promotional and sales strategy.
- Presented plan to executive team, securing \$5 million for initial beta release, continued market assessment, and trial rollout.
- P&L responsibility for the product, requiring the creation and management of a detailed financial pro-forma.
- Managed a cross-functional team, guiding all aspects of application development, including content creation, functionality, release schedules and support services.
- Targeted and secured beachhead accounts with two of the top 4 US wireless carriers, achieving first to market position. Obtained trials with two prominent international prospects.
- Member of company 'Balanced Scorecard' implementation team, responsible for the analysis and development of a metric based approach to the management of Voyant's corporate strategy.

**Vice President, Product**

**March 2000 – January 2001**

*Degrees of Freedom, Inc.* – a Delaware C Corporation, providing a Web-based online distribution channel via a network of vertically focused Web sites.

- Responsible for corporate product strategy, guiding all aspects of application development.
- Built and maintained corporate pro-forma financial models.
- Assisted with the raising of capital by participating in pitching venture capital firms (Redpoint Ventures, Softbank), strategic investors (Oracle, IBM, American Express), angel investors and internal investors.
- Successfully negotiated and directed agreements with 6 strategic partners. Oversaw all legal activities pertaining to the formation of strategic partnerships.
- Directed business development and market analysis efforts, achieving market share of more than 45% within 4 months of first product launch.

|   |  |
|---|--|
| <b>PROFESSIONAL<br/>EXPERIENCE<br/>(cont)</b> | <b>Product Manager</b><br><i>Evolving Systems, Inc.</i> – a leading provider of software products and integration services to the telecommunications industry.<br>October 1996 – March 2000 <ul style="list-style-type: none"> <li>Managed the strategic direction of Evolving System's Local Number Portability product suite. Owned and organized pricing, market forecast and P&amp;L for 4 products worth \$18 million in annual revenue.</li> <li>Authored and implemented the 1999 and 2000 Product Line Business Plans for ESI's LNP product suite, achieving 65% market share in 2000.</li> <li>Worked with Sales, Business Development, Legal and Senior Management to develop a sound product offering strategy, including opportunity assessment, sizing, competitive analysis, promotion and distribution. Oversaw the successful launch of five releases of ESI's LNP Product Suite.</li> </ul> |
|   | <b>Business Analyst – Telecommunications Group</b><br><i>American Management Systems, Inc.</i> – an international business and information technology consulting firm providing eBusiness strategy and Next-Generation Enterprise management and technology services.<br>March 1996 – October 1997 <ul style="list-style-type: none"> <li>Authored general designs and test plans for the billing, adjustments and recurring charge subsystems for a next generation object oriented telecommunication billing and customer care application.</li> <li>Managed group responsible for researching, assembling and maintaining reference data used in the testing of various subsystems within a billing and customer care development project for a European cellular provider.</li> </ul>  |
|   | <b>Consultant</b><br><i>Spriggs and Hollingsworth</i> – a prominent Washington D.C. construction litigation law firm.<br>February 1994 – December 1995 <ul style="list-style-type: none"> <li>Prepared fact summaries based on analysis of correspondence, reports, and construction blueprints. Specific projects included claims involving the construction of the U. S. Embassies in Georgetown, Guyana, Santiago, Chile and Cairo, Egypt.</li> </ul>   |
|   | <b>Credit Analyst - Corporate Banking - Telecom Group</b><br><i>The Bank of California, N.A.</i> – a San Francisco personal and corporate banking concern.<br>January 1992 – December 1993 <ul style="list-style-type: none"> <li>Structured and implemented loans specializing in the telecommunications industry.</li> <li>Prepared and assisted with presentations to the Credit Committee for highly leveraged transactions, including preparation of a \$20 million loan for Tele-Communications, Inc., with syndication to seven banks nationwide.</li> </ul>  |
| <b>EDUCATION</b>                              | <b>University of Denver Daniels College of Business</b><br>Masters in Business Administration - Executive MBA Program. GPA 3.8/4.0.<br>March 2000  |
|   | <b>Colgate University</b><br>Bachelors of Arts Degree in Economics. Concentration in International Relations. Extensive course work in Accounting, Mathematics, and French.<br>June 1991   |
|   | <b>London School of Economics</b><br>Member of the Colgate Honors Study Group. Explored all facets of the European Economic Community.<br>Fall 1989  |
| <b>ASSOCIATION<br/>MEMBERSHIP</b>             | Colorado Software & Internet Association, Program Committee. The Internet Chamber of Commerce, Denver.   |
| <b>SKILLS &amp;<br/>TRAINING</b>              | Series 7 & 63 License, Systematic Project Management Training, Member of CRM Implementation Team, Proficient in French, MS Excel, MS Project, MS Word, MS PowerPoint, MS Access, Lotus Notes, and Visio  |

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12/12/02

Accrual Basis

**Business Network Long Distance, Inc.**  
**Balance Sheet**  
As of December 12, 2002

|                                       | <u>Dec 12, 02</u>        |
|---------------------------------------|--------------------------|
| <b>ASSETS</b>                         |                          |
| Current Assets                        |                          |
| Checking/Savings                      |                          |
| 1010 - Comerica Account               | 42,895.50                |
| Total Checking/Savings                | <u>42,895.50</u>         |
| Other Current Assets                  |                          |
| 1230 - A/R - BOSS                     | -93,156.34               |
| Total Other Current Assets            | <u>-93,156.34</u>        |
| Total Current Assets                  | <u>-50,260.84</u>        |
| <b>TOTAL ASSETS</b>                   | <u><u>-50,260.84</u></u> |
| <b>LIABILITIES &amp; EQUITY</b>       |                          |
| Equity                                |                          |
| Net Income                            | -50,260.84               |
| Total Equity                          | <u>-50,260.84</u>        |
| <b>TOTAL LIABILITIES &amp; EQUITY</b> | <u><u>-50,260.84</u></u> |

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12/12/02

Accrual Basis

**Business Network Long Distance, Inc.****Profit & Loss**

January 1 through December 12, 2002

|                             | <u>Jan 1 - Dec 12, 02</u> |
|-----------------------------|---------------------------|
| Ordinary Income/Expense     |                           |
| Expense                     |                           |
| Professional Fees           |                           |
| 6306 - Compliance Services  | 8,968.00                  |
| 6307 - Legal Fees           | <u>27,330.34</u>          |
| Total Professional Fees     | 36,298.34                 |
| 6170 - Licenses and Permits | 13,929.50                 |
| 6274 - web hosting          | <u>33.00</u>              |
| Total Expense               | <u>50,260.84</u>          |
| Net Ordinary Income         | <u>-50,260.84</u>         |
| Net Income                  | <u><u>-50,260.84</u></u>  |