

FISCHER DORITY
PROFESSIONAL CORPORATION

James M. Fischer
Larry W. DORITY

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101 Madison, Suite 400
Jefferson City, MO 65101
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July 8, 2004

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

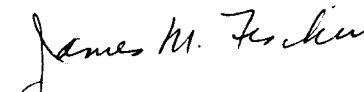
RE: *In the Matter of the Application of The Dodson Group, Incorporated for a
Certificate of Service Authority to Provide Competitive Intrastate Interexchange
Telecommunications Services within the State of Missouri.*
Case No. _____; Tariff Tracking No. _____.

Dear Mr. Roberts:

Enclosed for filing in the above-referenced matter is the original Application of The Dodson Group, Incorporated in the above-referenced matter. A copy of the attached has been emailed, hand-delivered or mailed this date to each party of record.

Thank you for your attention to this matter.

Sincerely,


James M. Fischer

Enclosures

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

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

In the Matter of the Application of)	
The Dodson Group, Incorporated)	
for a Certificate of)	
Service Authority to Provide)	Case No. _____
Competitive Intrastate Interexchange)	
Telecommunications Services within the)	
State of Missouri.)	

APPLICATION

COMES NOW The Dodson Group, Incorporated ("DGI" 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 2000,¹ 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 Indiana on May 28, 1986. Applicant's principal office is located at:

9100 Keystone Crossing, Suite 750
Indianapolis, IN 46240

Company Contact:
Kenneth Clements, Exec. Dir. of Telecommunications
Telephone: (317) 208-4821
Facsimile: (317) 581-9348

¹ All citations to statutory sections are to the 2000 Revised Statutes of Missouri, as currently supplemented, unless otherwise indicated.

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 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 provide resold, switched and dedicated 1+, toll-free, post-paid calling card, data and frame relay interexchange telecommunications services throughout the State of Missouri, primarily to business customers. Applicant will not provide non-switched service within an exchange. 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	-	Depreciation and income
4 CSR 240-3.545(2)(C)	-	Posting of exchange rates at central operating offices
4 CSR 240-30.040	-	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.

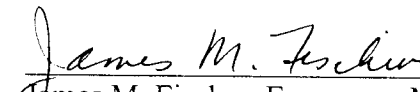
13. Applicant has no annual reports or regulatory assessment fees that are overdue in Missouri.

14. Applicant has no pending actions or 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 DGI'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 DGI's application also will expand the availability of innovative, high quality, and reliable telecommunications services within the state of Missouri.

WHEREFORE, Applicant The Dodson Group, Incorporated 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.
101 Madison Street, Suite 400
Jefferson City, Missouri 65101
Telephone: (573) 636-6758
Facsimile: (573) 636-0383

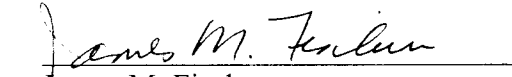
Attorneys for Applicant

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 8th day of July 2004, to:

Office of the Public Counsel
P.O. Box 7800
Jefferson City MO 65102

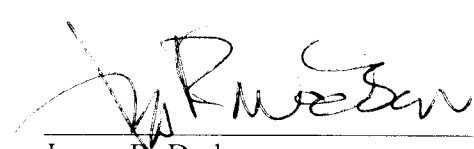
Dana K. Joyce, General Counsel
Missouri Public Service Commission
P.O. Box 360
Jefferson City MO 65102


James M. Fischer

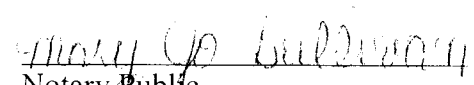
VERIFICATION OF APPLICANT

STATE OF INDIANA)
) ss.
COUNTY OF MARION)

I, James R. Dodson, first being duly sworn upon oath, depose and say I am President of The Dodson Group, Incorporated, 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.


James R. Dodson
President/CEO
Telephone: (317) 208-4821
Facsimile: (317) 581-9348

Subscribed and sworn to before me, a Notary Public on this 2nd day of July 2004.


Notary Public
Hamilton City Resident

My Commission expires:

7/27/08

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

In the Matter of the Application of)	
The Dodson Group, Incorporated)	
for a Certificate of)	
Service Authority to Provide)	Case No. _____
Competitive Intrastate Interexchange)	
Telecommunications Services within the)	
State of Missouri.)	

LIST OF EXHIBITS

EXHIBIT A	Articles of Incorporation
EXHIBIT B	Certificate of Authority

EXHIBIT A

ARTICLES OF INCORPORATION
(Attached)

RECEIVED
CORPORATIONS DIV.

ARTICLES OF INCORPORATION

OF

THE DODSON GROUP, INCORPORATED

66 MAY 28 411:34

EDWARD J. SHACOX
SECRETARY OF STATE

--

The undersigned incorporator, desiring to form a corporation (hereinafter referred to as the "Corporation") pursuant to the provisions of the Indiana General Corporation Act, as amended (hereinafter referred to as the "Act"), executes the following Articles of Incorporation.

ARTICLE I

The name of the Corporation is The Dodson Group, Incorporated.

ARTICLE II

Purposes and Powers

1. The purposes for which the Corporation is formed are:

a. For pecuniary profit and to transact any and all lawful business for which a corporation may be incorporated under the Act.

2. Subject to any limitation or restriction imposed by the Act, any other law, or any provisions of these Articles of Incorporation, the Corporation shall have the power:

a. To do everything, necessary, advisable or convenient for the accomplishment of any of the purposes hereinbefore set forth, or which shall at any time appear conducive to or expedient for the protection or benefit of the Corporation, and to do all other things incidental thereto or connected therewith which are not forbidden by law;

b. To carry out the purposes hereinbefore set forth in any state, territory, district or possession of the United States, or in any foreign country, to the extent that such purposes are not forbidden by the law of any such state, territory, district or possession of the United States or by any such foreign country; and

c. To have, exercise and enjoy in furtherance of the purposes hereinbefore set forth all the general

rights, privileges and powers granted to corporations by the Act, as now or hereafter amended, and by the common law.

ARTICLE III

Period of Existence

The period during which the Corporation shall continue is perpetual.

ARTICLE IV

Principal Office and Resident Agent

Section 1. Principal Office. The post office address of the principal office of the Corporation is 918 E. 57th Street, Indianapolis, Indiana 46220.

Section 2. Resident Agent. The name and address of the Resident Agent in charge of the Corporation's principal office is L. Robert Lowe, Jr., One Indiana Square, Suite 3130, Indianapolis, Indiana 46204.

ARTICLE V

Terms of Shares

Section 1. Number.

The total number of shares which the Corporation has authority to issue is one thousand (1,000) without par value.

Section 2. Classes.

All the authorized shares of the corporation shall be of one class only and be designated common stock. At all times each holder of a share of common stock shall be entitled to cast one vote for each share of such stock standing in the shareholder's name on the corporation's books on matters of the corporation upon which the shareholder is entitled to vote. The common stock of the corporation shall in all other respects entitle the holder to the same rights and preferences, and subject the holder to the same qualifications, limitations and restrictions as all other shareholders.

ARTICLE VI

Requirements Prior to Doing Business

The Corporation will not commence business until consideration of the value of at least One Thousand Dollars

(\$1,000.00) has been received for the issuance of shares.

ARTICLE VII

Director(s)

Section 1. Number. The initial Board of Directors is composed of two (2) members. The number of directors may be from time to time fixed by the By-Laws of the Corporation at any number. In the absence of a By-Law fixing the number of directors the number shall be two (2).

Section 2. Names and Post Office Addresses of the Directors. The names and post office addresses of the initial Board of Directors of the Corporation are:

<u>Name</u>	<u>Street</u>	<u>City</u>	<u>State</u>	<u>Zip</u>
James R. Dodson	918 E. 57th Street	Indianapolis	IN	46220
Mary S. Dodson	918 E. 57th Street	Indianapolis	IN	46220

Section 3. Qualifications of Directors. Directors need not be shareholders of the Corporation, but shall have such other qualifications as the By-Laws may prescribe.

ARTICLE VIII

Incorporator(s)

The name and post office address of the incorporator of the Corporation is:

<u>Name</u>	<u>Street</u>	<u>City</u>	<u>State</u>	<u>Zip</u>
James R. Dodson	918 E. 57th Street	Indianapolis	IN	46220

ARTICLE IX

Provisions for Regulation of Business and Conduct of Affairs of Corporation

Section 1. Issuance of Shares. Any shares of the Corporation which are unissued or which have been issued and thereafter reacquired by the Corporation, may be from time to time issued upon such terms and conditions, for such consideration, and to such persons, corporations or other legal entities as the Board of Directors may determine and order, without authorization or approval of the shareholders of the Corporation subject to the terms and conditions of any stock transfer agreements. The Board of Directors may allocate what is received upon the issuance of shares between the capital and

surplus accounts of the Corporation.

Section 2. Place of Meetings. Meetings of the shareholders and meetings of the Board of Directors of the Corporation shall be held at such place, either within or without the State of Indiana, as shall be specified in the respective calls, notices or waivers of notice of such meetings given in accordance with the By-Laws of the Corporation.

Section 3. Interest of Directors in Contracts. Any contract or other transaction between the Corporation and one or more of its directors, or between the Corporation and any firm of which one or more of its directors are directors, officers or employees, or in which they are financially interested, or between the Corporation and any corporation or association of which one or more of its directors are shareholders, members, directors, officers or employees, or in which they are financially interested, shall be valid for all purposes, notwithstanding the presence of such director or directors at the meeting of the Board of Directors of the Corporation (or a committee thereof) which acts upon or in reference to such contract or transaction, and notwithstanding the director or directors participation in such action, if the fact of such interest shall be fully disclosed or known by the Board of Directors and the Board shall authorize, approve or ratify such contract or transaction by a vote of a majority of the directors present. The above provisions shall not be construed to invalidate any contract or other transactions which would otherwise be valid under the common and statutory law applicable thereto.

Section 4. Indemnification of Directors, Officers and Employees. The Corporation shall indemnify any person who was or is a party or is threatened to be made a party to any threatened, pending or completed action, suit or proceeding, whether civil, criminal, administrative or investigative (other than an action by or in the right of the Corporation) by reason of the fact that the person is or was a director, officer, employee or agent of the Corporation, or is or was serving at the request of the Corporation as a director, officer, employee or agent of another corporation, partnership, joint venture, trust or other enterprise, against expenses (including attorney's fees), judgments, fines and amounts paid in settlement actually and reasonably by the person in connection with such action, suit or proceeding if the person acted in good faith and in a manner the person reasonably believed to be in or not opposed to the best interests of the Corporation, and, with respect to any criminal action or proceeding, had no reasonable cause to believe the person's conduct was unlawful, except that no indemnification shall be made in relation to matters as to which the person shall be adjudged in such action, suit or proceeding to be liable for negligence or misconduct in the performance of duty to the

Corporation. The termination of any action, suit or proceeding by judgment, order, settlement, conviction, or upon a plea of nolo contendere or its equivalent, shall not, of itself, create a presumption that the person did not act in good faith and in a manner which the person reasonably believed to be in or not opposed to be the best interests of the Corporation, and, with respect to any criminal action or proceeding, had reasonable cause to believe that the person's conduct was unlawful.

Any such director, officer, employee or agent who has been wholly successful, on the merits or otherwise, with respect to any claim, suit or proceeding of the character described herein shall be entitled to indemnification as of right. Except as provided in the preceding sentence, any indemnification hereunder shall be made at the discretion of the Corporation, but only if the Board of Directors, acting by a quorum consisting of directors who are not parties to or who have been wholly successful with respect to such claim, action, suit or proceeding, shall find that the director, officer, employee or agent has met the standards of conduct set forth in the first sentence of this section. The directors may request independent legal counsel (who may be regular counsel of the Corporation) to deliver to it their written opinion as to whether such director, officer, employee or agent has met such standards.

The Corporation may advance expenses incurred in defending a civil or criminal action to, or where appropriate may, at its expense, undertake the defense of any such director, officer, employee or agent upon receipt of an undertaking by or on behalf of such person to repay such expenses if it should ultimately be determined that such person is not entitled to indemnification under this section.

The provisions of this section shall be applicable to claims, actions, suits or proceedings made or commenced before or after the adoption hereof and whether arising from acts or omissions occurring before or after the adoption hereof.

The indemnification provided by this section shall not be deemed exclusive of any other rights to which those seeking indemnification may be entitled under any by-law, agreement, vote of stockholders or disinterested directors as a matter of law, or otherwise, both as to action in such person's official capacity and as to action in another capacity while holding such office, and shall continue as to a person who has ceased to be a director, officer, employee or agent and shall inure to the benefit of the heirs, executors and administrators of such a person.

The Corporation shall have power to purchase and maintain insurance on behalf of any person who is or was a director, officer, employee or agent of the Corporation, or is or was

serving at the request of the Corporation as a director, officer, employee or agent of another corporation, partnership, joint venture, trust or other enterprise against any liability asserted against such person and incurred by such person in any such capacity, or arising out of the person's status as such, whether or not the Corporation would have the power to indemnify the person against such liability under the provisions of this section.

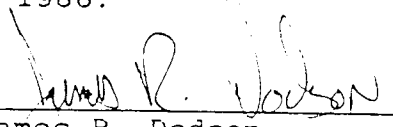
Section 5. Powers of Board of Directors. Subject to any limitation or restriction imposed by law or by these Articles of Incorporation, the board of directors of the Corporation is hereby authorized to exercise, in furtherance of the purposes of the Corporation, all the powers of the Corporation without authorization or approval of the shareholders of the Corporation.

Section 6. Shareholders' Preemptive Rights. The holders from time to time of the capital stock of the corporation shall have the right to purchase, at such respective equitable prices, terms and conditions (including pragmatic adjustments to avoid the issue of fractional shares) as shall be fixed by the Board of Directors, such of the shares of the capital stock of the corporation as may be hereafter issued, from time to time, whether constituting a part of the capital stock presently or subsequently authorized, and including shares held in the treasury of the corporation, in the respective ratios which the number of shares held by each shareholder at the respective times of such issues bears to the total number of shares issued and outstanding in the names of all shareholders at such respective times.

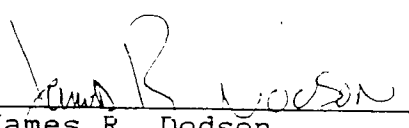
Section 7. Distribution of Capital Surplus. The Board of Directors may, from time to time, distribute to its shareholders out of capital surplus of the Corporation a portion of its assets, in cash or property, without authorization or approval of the shareholders of the Corporation but subject to such limitations as may be imposed by law.

Section 8. Acquisition of Corporate Shares. The Corporation shall have the right and power, exercisable by authorization and approval of the Board of Directors, to purchase, take, receive or otherwise acquire its own shares to the extent of unreserved and unrestricted earned surplus and unreserved and unrestricted capital surplus available therefor and without authorization or approval of the shareholders of the Corporation.

IN WITNESS WHEREOF, the undersigned, being the incorporator designated in ARTICLE VIII, execute these Articles of Incorporation and certifies to the truth of the facts herein stated, this 28 day of MAY, 1986.


James R. Dodson

I affirm under penalties of perjury that the facts contained herein are true.


James R. Dodson

This instrument was prepared by L. Robert Lowe, Jr., Attorney at Law, LOWE GRAY STEELE & HOFFMAN, One Indiana Square, Suite 3130, Indianapolis, Indiana 46204; (317) 635-8020.

EXHIBIT B

CERTIFICATE OF AUTHORITY
(Attached)

STATE OF MISSOURI



Matt Blunt
Secretary of State
CERTIFICATE OF AUTHORITY

WHEREAS,

THE DODSON GROUP INCORPORATED
F00585334


using in Missouri the name

THE DODSON GROUP INCORPORATED

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 Indiana.

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 30th day of April, 2004.


Secretary of State

