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March 7, 2001

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

FILED²
MAR 07 2001
Missouri Public
Service Commission

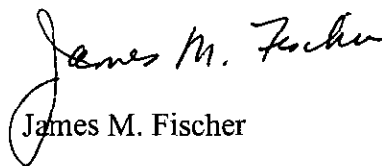
RE: *Southwestern Bell Communications Services, Inc. d/b/a Southwestern Bell Long Distance, Case No. TA-99-47*

Dear Mr. Roberts:

Enclosed for filing in the above-referenced matter are the original and eight (8) copies of the First Amended Application of Southwestern Bell Communications Services, Inc. d/b/a Southwestern Bell Long Distance. A copy of the foregoing First Amended Application has been hand-delivered or mailed this date to all parties of record.

Thank you for your attention to this matter.

Sincerely,


James M. Fischer

/jr
Enclosures

cc: Office of the Public Counsel
Dana K. Joyce, General Counsel
Craig S. Johnson
Kenneth A. Schiffman
Carl J. Lumley/Leland B. Curtis
Paul S. DeFord
W.R. England III./Sondra B. Morgan
Mary Ann (Garr) Young
Richard S. Brownlee III
Edward J. Cadieux

200100925

BEFORE THE PUBLIC SERVICE COMMISSION
OF THE STATE OF MISSOURI

FILED²
MAR 07 2001
Missouri Public
Service Commission

In the matter of the application of)
Southwestern Bell Communications Services,)
Inc., d/b/a Southwestern Bell Long Distance)
for a Certificate of Service Authority to provide)
Interexchange Telecommunications Services)
within the State of Missouri)

Case No. TA-99-47

FIRST AMENDED APPLICATION

Southwestern Bell Communications Services, Inc. d/b/a Southwestern Bell Long Distance ("Applicant"), a Delaware and Virginia corporation, files this First Amended Application respectfully requesting the Missouri Public Service Commission ("Commission") to issue an order that:

- (a) grants Applicant a Certificate of Service Authority to provide Interexchange Telecommunications Services pursuant to Chapter 392 of the Missouri Revised Statutes,¹ conditioned on federal authority to provide in-region interLATA services;
- (b) approves Applicant's tariff rules and regulations, as set forth in its tariff, which is being filed simultaneously with this First Amended Application;
- (c) grants competitive status to Applicant; and
- (d) waives certain Commission rules and statutory provision pursuant to Section 392.420.

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

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In support of its request, Applicant states:

1. The legal name and principal office or place of business of Applicant are:

Southwestern Bell Communications Services, Inc.
d/b/a Southwestern Bell Long Distance
5850 West Las Positas Boulevard
Pleasanton, California 94588
Telephone: (925) 468-5128
Facsimile: (925) 468-4660
Email: cj2352@sbeld.com

2. A copy of Applicant's registration with the State of Missouri to use the fictitious name Southwestern Bell Long Distance ("SBLD") in the state of Missouri and Applicant's certificate of authority to do business in Missouri from the Missouri Secretary of State, which were previously filed as Exhibit 1 to Applicant's Application filed with the Commission on August 4, 1998, in this proceeding are incorporated herein by reference.

3. The name and address of Applicant's in-state attorney are:

James M. Fischer
Larry W. Dority
Fischer & Dority, P.C.
101 Madison Street, Suite 400
Jefferson City, Missouri 65101
Telephone: (573) 636-6758

4. Applicant is incorporated in the states of Delaware and Virginia. Applicant is a wholly owned subsidiary of SBC Communications Inc. ("SBC"). Applicant is SBC's subsidiary that will offer Interexchange Telecommunications Services. Applicant is structurally separate from Southwestern Bell Telephone Company ("SWBT"), another wholly owned subsidiary of SBC. Applicant is not a subsidiary of SWBT.

5. Applicant possesses the managerial and technical experience, as well as the financial ability, necessary to provide competitive Interexchange Telecommunications Services within the state of Missouri.

6. Applicant requests authority to provide Interexchange Telecommunications Services within Missouri to commercial, residential, governmental, and not-for-profit customers. Such services include intrastate switched and dedicated inbound and outbound interexchanges services, calling card services, operator services, directory assistance service, and debit card services. Such service will be available twenty-four (24) hours a day, seven (7) days a week.

Applicant also anticipates seeking and obtaining authority to provide these same services in other states. Under such authority, Applicant may have customers in these other states who, from time to time, travel in Missouri and originate intrastate long distance calls (both interLATA and intraLATA) within Missouri. In certain circumstances, these customers may make calling card or debit card calls within Missouri that are branded with SBC's other brand names. Pursuant to the Commission's custom and practice regarding the use of brand names, SBC will seek additional certificates of service authority for authorization to use other brand names.

7. Applicant's tariff, containing the rules and regulations applicable to customers, a description of services to be offered, and rates for these services, is being filed simultaneously with this First Amended Application and has a forty-five (45) day effective date.

8. Applicant will not provide Interexchange Telecommunications Services within Missouri, pursuant to the authority requested herein, either until authorized to provide in-region interLATA services by the FCC, pursuant to Section 271 of the 1996 Federal Telecommunications Act ("Act"), or until otherwise permitted to do so by federal law.

9. Through this First Amended Application, Applicant proposes to resolve with the Commission any issues directly related to Missouri's statutory requirements and the Commission's rules for certification, as well as resolve any issues directly related to Applicant's tariff, as soon as possible. Such resolution will allow Applicant to obtain its Certificate of Service Authority as soon as possible so that Applicant can commence providing competitive Interexchange Telecommunications Services within Missouri as soon as practicable, when permitted to provide in-region interLATA services by federal law.

10. This First Amended Application is separate from the filing that SWBT has made with the Commission pursuant to Section 271 of the Act in Case No. TO-99-227. On March __, 2001, the Commission issued its order in Case No. TO-99-227 finding that SWBT's has complied with the requirements of the Act for obtaining Section 271 relief. The immediate First Amended Application demonstrates that SBLD is in compliance with Missouri's statutory requirements and Commission rules for obtaining state certification.

11. Applicant will provide Interexchange Telecommunications initially through the resale of services of an underlying carrier which has been certified to operate within Missouri. As financial and operational conditions warrant in the future, Applicant may provide services over its own facilities.

12. Applicant will contract initially with an underlying carrier for operators. Under this arrangement, Applicant's operator services will be branded as SBLD. Applicant's operator services will be offered to end users at traffic aggregator locations (*e.g.*, hotels, motels, and hospitals) under the same terms, conditions, and rates as Applicant's operator services offered directly to customers. In other matters regarding operator services, pursuant Section 392.515 and 4 CSR 240-130,

Applicant agrees to comply with all other requirements established by the Commission for the provisioning of operator services.

13. Customer inquiries will be handled through Applicant's customer service number, which will be printed on all customer bills. Applicant will bill customers directly, through the customers' local exchange carriers, or through a company or affiliate offering such billing services.

14. Applicant requests classification as a competitive telecommunications company within the state of Missouri. This lesser degree of regulation is justified because (a) the proposed services will be subject to intense competition from interexchange carriers and resellers already certified to operate within Missouri; (b) Applicant currently has zero (0) percent of the interexchange services market within Missouri; and (c) Applicant's rates will be competitive with those of the interexchange carriers and reseller already operating within Missouri. Granting of this First Amended Application, therefore, will increase competition and allow greater price benefits and service options for telephone users in the state of Missouri.

15. Applicant also requests, pursuant to Section 392.420, that the Commission waive the application of the following rules and statutory provisions as it relates to the regulation of Applicant:

4 CSR 240-10.020	-	Depreciation and income
4 CSR 240-30.010(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
4 CSR 240-35	-	Bypass
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 for other interexchange carriers in prior cases.

16. Applicant will comply with all applicable Commission rules except those which are specifically waived by the Commission pursuant to a request filed by the Applicant.

17. Correspondence or communications pertaining to this First Amended Application should be addressed to:

Joe Carrisalez
Director - Regulatory
Southwestern Bell Long Distance
5850 West Law Positas Boulevard
Pleasanton, California 94588
Telephone: (925) 468-5128
Facsimile: (925) 468-4660

and

James M. Fischer
Larry W. Dority
Fischer & Dority, P.C.
101 Madison Street, Suite 400
Jefferson City, Missouri 65101
Telephone: (573) 636-6758
Facsimile: (573) 636-0383

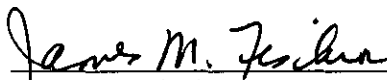
18. Applicant will not unjustly discriminate among its customers, which discrimination is prohibited pursuant to Section 392.200.

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

20. 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 First Amended Application.

WHEREFORE, Applicant Southwestern Bell Communications Services, Inc., d/b/a Southwestern Bell Long Distance respectfully requests the Missouri Public Service Commission to grant Applicant a Certificate of Service Authority to provide Interexchange Telecommunications within the state of Missouri, conditioned on federal authority to provide in-region interLATA services; approval of its tariff rules and regulations; classification as a competitive telecommunications company; and waive the above-referenced rules and statutory provisions, pursuant to Section 392.420.

Respectfully submitted,



James M. Fischer, Esq. MBN 27543

e-mail: jfischerpc@aol.com

Larry W. Dority, Esq. MBN 25617

e-mail: lldority@sprintmail.com

FISCHER & DORITY, P.C.

101 Madison Street, Suite 400

Jefferson City, Missouri 65101

Telephone: (573) 636-6758

Facsimile: (573) 636-0383

Attorneys for Southwestern Bell Communications Services, Inc. d/b/a Southwestern Bell Long Distance

CERTIFICATE OF SERVICE

I do hereby certify that a true and correct copy of the foregoing First Amended Application has been hand-delivered or mailed, First Class mail, postage prepaid, this 7th day of March 2001, to:

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

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

Craig S. Johnson
Andereck Evans Milne Peace Johnson
700 East Capitol
P.O. Box 1438
Jefferson City, MO 65102

Kenneth A. Schifman
Sprint Communications Company L.P.
8140 Ward Parkway, 5E
Kansas City, MO 64114

Carl J. Lumley
Leland B. Curtis
Curtis Oetting Heinz Garrett & Soule
130 S. Bemiston, Suite 200
Clayton, MO 63105

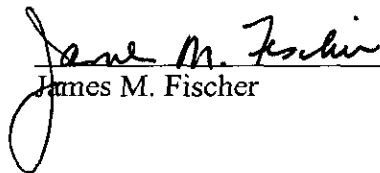
W.R. England III
Sondra B. Morgan
Brydon Swearengen & England P.C.
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Jefferson City, MO 65102

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Lathrop & Gage L.C.
2345 Grand Boulevard
Kansas City, MO 64108

Mary Ann (Garr) Young
William D. Steinmeier P.C.
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Jefferson City, MO 65110

Richard S. Brownlee III
Hendren and Andrae
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P.O. Box 1069
Jefferson City, MO 65102

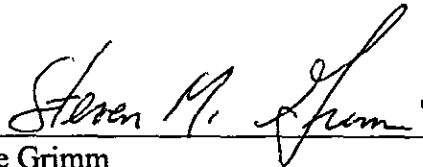
Edward J. Cadieux
MCI WorldCom
One Brooks Center Parkway
4th Floor
Town and Country, MO 63017


James M. Fischer

VERIFICATION

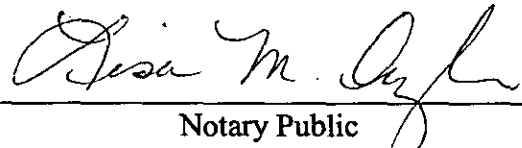
STATE OF CALIFORNIA)
) ss.
COUNTY OF ALAMEDA)

Steve Grimm, being first duly sworn, on his oath and in his capacity as President for Southwestern Bell Communications Services, Inc. d/b/a Southwestern Bell Long Distance, states that he is authorized to execute on behalf of Southwestern Bell Communications Services, Inc. d/b/a Southwestern Bell Long Distance this Application, and has knowledge of the matters stated in this application, and that said matters are true and correct to the best of his knowledge and belief.



Steve Grimm

Subscribed and sworn to before me this 5th day of March 2001.



Notary Public

My Commission Expires: 11/9/04.

