



TC98-002

HARBOR CONSULTING GROUP INC.

REGULATORY CONSULTANTS

4312 92ND AVENUE NORTHWEST  
GIG HARBOR WASHINGTON 98335

TELEPHONE 253.265.3910  
FACSIMILE 253.265.3912  
E-MAIL: hcg@nwlink.com

Via Overnight Delivery

January 7, 1998

RECEIVED

JAN 08 1998

SOUTH DAKOTA PUBLIC  
UTILITIES COMMISSION

Mr. William Bullard, Jr.  
Executive Director  
South Dakota Public Utilities Commission  
500 East Capitol Avenue  
Pierre, SD 57501-5070

RE: Business Calling Plan, Inc. - Application for Registration

Dear Mr. Bullard:

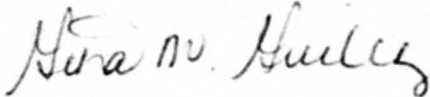
Enclosed are an original and ten (10) copies of Business Calling Plan, Inc.'s Application for Registration as a Provider of Intrastate Telecommunications Service on a Resold Basis in the State of South Dakota, filed pursuant to SDCL 49-31-3 and ARSD 20:10:24:02. Also enclosed is a check in the amount of \$250.00 to cover the filing fee.

Please acknowledge receipt of this filing by file stamping and returning the extra copy of the first page of the Application in the self-addressed, stamped envelope provided for this purpose.

Questions concerning the Application may be directed to me at (253) 924-0651.

Sincerely,

for HARBOR CONSULTING GROUP INC.



Gina M. Guiley

Enclosures  
cc: Business Calling Plan, Inc.

BEFORE THE PUBLIC UTILITIES COMMISSION  
OF THE STATE OF SOUTH DAKOTA

RECEIVED

JAN 08 1998

In the Matter of the Application )  
of Business Calling Plan, Inc. for )  
Registration as a Provider of ) No. \_\_\_\_\_  
Intrastate Telecommunications )  
Service on a Resold Basis in the )  
State of South Dakota. )

SOUTH DAKOTA PUBLIC  
UTILITIES COMMISSIONAPPLICATION

Business Calling Plan, Inc. ("Applicant"), a privately-held corporation, organized under the laws of the State of Nevada, hereby applies for registration as a provider of intrastate telecommunications services within the State of South Dakota on a resold basis, pursuant to SDCL 49-13-3 and ARSD 20:10:24:02. In support of its Application, Applicant provides the following information:

(1) Section 20:10:24:02(1). Applicant's name, address, telephone number and facsimile number are:

Business Calling Plan, Inc.  
1601 E. Flamingo Road, Suite 18-109  
Las Vegas, Nevada 89119  
Telephone: (888) 299-6618  
Facsimile: (883) 299-6619

(2) Section 20:10:24:02(2). Applicant will provide its service as Business Calling Plan, Inc.

(3) Section 20:10:24:02(3)(a). Applicant is a privately-held corporation organized under the laws of the State of Nevada on August 13, 1997. A copy of Applicant's Articles of Incorporation is attached as Exhibit A.

(4) Section 20:10:24:02(3)(b). Applicant will not establish an office in the State of South Dakota. Its current registered agent is:

BEFORE THE PUBLIC UTILITIES COMMISSION  
OF THE STATE OF SOUTH DAKOTA

In the Matter of the Application )  
of Business Calling Plan, Inc. for )  
Registration as a Provider of ) No. \_\_\_\_\_  
Intrastate Telecommunications )  
Service on a Resold Basis in the )  
State of South Dakota. )

APPLICATION

Business Calling Plan, Inc. ("Applicant"), a privately-held corporation, organized under the laws of the State of Nevada, hereby applies for registration as a provider of intrastate telecommunications services within the State of South Dakota on a resold basis, pursuant to SDCL 49-13-3 and ARSD 20:10:24:02. In support of its Application, Applicant provides the following information:

(1) Section 20:10:24:02(1). Applicant's name, address, telephone number and facsimile number are:

Business Calling Plan, Inc.  
1601 E. Flamingo Road, Suite 18-109  
Las Vegas, Nevada 89119  
Telephone: (888) 299-6618  
Facsimile: (883) 299-6619

(2) Section 20:10:24:02(2). Applicant will provide its service as Business Calling Plan, Inc.

(3) Section 20:10:24:02(3)(a). Applicant is a privately-held corporation organized under the laws of the State of Nevada on August 13, 1997. A copy of Applicant's Articles of Incorporation is attached as Exhibit A.

(4) Section 20:10:24:02(3)(b). Applicant will not establish an office in the State of South Dakota. Its current registered agent is:



National Registered Agents, Inc.  
300 South Phillips Avenue, Suite 300  
Sioux Falls, South Dakota 57102

(5) Section 20:10:24:02(3)(c). The names, title and address of Applicant's sole officer and stockholder are:

Mr. Robert Young  
President  
1601 E. Flamingo Road, Suite 18-109  
Las Vegas, Nevada 89119

(6) Section 20:10:24:02(3)(d). Applicant does not own nor control any subsidiaries.

(7) Section 20:10:24:03(5). Applicant is a non-facilities-based interexchange telecommunications resale provider proposing to offer outbound, switched access interexchange telecommunications services throughout the State of South Dakota. Applicant's services will be available to customers twenty-four (24) hours per day, seven (7) days per week, at rates, terms and conditions set by Applicant. Applicant does not propose to offer alternative operator services.

All network facilities are the property of, and controlled by Applicant's underlying carriers, AT&T and Sprint. Applicant's local access is provided as part of the network services purchased from Applicant's underlying carriers.

Applicant offers outbound, switched access calling card services designed primarily for small business customers. Applicant's services are meant to compete directly with services provided by other interexchange carriers authorized to provide such services by the Commission. As a non-facilities-based reseller, Applicant is able to pass on significant savings to its customers, through volume purchase discounts provided by an underlying

carrier, enabling customers to obtain attractive interexchange service rates typically unavailable directly from other interexchange carriers or local exchange companies. Applicant is able to provide greater flexibility in billing, customized customer service support, and service consultation, not generally available to Applicant's customers.

(8) Section 20:10:24:02(6). As a non-facilities-based provider of telecommunications services, Applicant relies solely on the networks of its underlying carriers for local access, switching and transport. Applicant's service will be available twenty-four (24) hours per day, seven (7) days per week.

(9) Section 20:10:24:02(7). Applicant's service will be available throughout the entire State of South Dakota. As such, it is not limited by "service boundaries". No map is included, accordingly.

(10) Section 20:10:24:02(8). Applicant's pro forma balance sheet and income statement are attached as Exhibit B. Applicant will require no additional debt to finance its operations in South Dakota. As a privately-held corporation, Applicant does not issue an annual report nor report to stockholders. Applicant's terms and conditions of service are include in its tariff, attached as Exhibit C.

(11) Section 20:10:24:02(9). Correspondence and communications concerning this Application and tariff should be directed to:

Gina M. Guiley  
c/o Harbor Consulting Group Inc.  
4312 92nd Avenue N.W.  
Gig Harbor, Washington 98335  
Telephone: (253) 265-3910  
Facsimile: (253) 265-3912

Official point of contact for the ongoing operations of the company and customer complaints/inquiries from the Commission is:

Mr. Robert Young  
President  
Business Calling Plan, Inc.  
1601 E. Flamingo Road, Suite 18-109  
Las Vegas, Nevada 89119  
Telephone: (888) 299-6618  
Facsimile: (888) 299-6619

Customers may contact Applicant's customer service department directly at (888) 798-0061.

(13) Section 20:10:24:02(10). Applicant holds intrastate operating authority in Colorado, Iowa, Idaho, Michigan, Montana, New Jersey, Utah and Virginia, and has initiated applications for regulatory authority in the remaining states. In no instance has any of Applicant's applications been suspended or rejected.

(14) Section 20:10:24:02(11). Applicant markets its services through a network of independent agents. Applicant is solely responsible for development of all marketing material provided to prospective customers. Applicant targets small business customers and does not engage in multilevel marketing.

(15) Section 20:10:24:02(12). Not applicable. Applicant's service is a competitive service.

(16) Applicant submits the following reasons in support of its belief that the public interest will be served by the approval of this Application:

(a) Applicant's proposed intrastate services are developed to serve the long distance needs of customers who cannot otherwise realize similar cost savings through major

carriers.

(b) While providing its customers with cost advantages realized by the resale of communications facilities. Applicant's service will necessarily utilize existing carrier communications facilities more efficiently through increased usage and provide greater revenues for local exchange carriers by way of additional access purchase through other carriers.

(c) Commission approval of this Application will bring the following long-term benefits to the public:

- (i) greater value to customers through lower priced, better quality services;
- (ii) innovative telecommunications services;
- (iii) increased consumer choice in telecommunications service and alternative billing options;
- (iv) efficient use of existing telecommunications resources as well as increased diversification and reliability in the supply of telecommunications services;
- (v) an additional tax revenue source for the State of South Dakota; and
- (vi) additional access revenues to local exchange providers.

WHEREFORE, Business Calling Plan, Inc. respectfully requests the South Dakota Public Utilities Commission grant Certificate of Public Convenience and Necessity authorizing the provision of competitive intrastate telecommunications resale services within the State of South Dakota.

(Signature on following page)

Respectfully submitted this 30 day of December, 1997.

Business Calling Plan, Inc.

By: 

Robert Young

President

1601 E. Flamingo Road, Suite 18-109

Las Vegas, Nevada 89119

(888) 299-6618

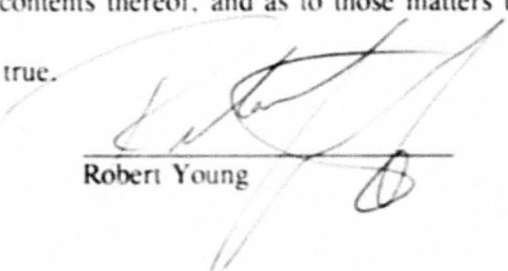
Harbor Consulting Group Inc.  
4312 92nd Avenue N.W.  
Gig Harbor, Washington 98335  
(253) 265-3910

Applicant's Regulatory Consultants

VERIFICATION OF APPLICANT

STATE OF CALIFORNIA            )  
  ) ss.  
COUNTY OF ORANGE            )

I, Robert Young, being first duly sworn and deposed, state that I am President of Business Calling Plan, Inc., the Applicant in the proceeding entitled above, that I have read the foregoing application and know the contents thereof, and as to those matters that are therein stated on belief, I believe them to be true.

  
\_\_\_\_\_  
Robert Young

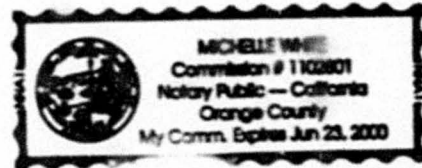
Subscribed and sworn to before me this 30<sup>th</sup> day of December, 1997.

Michelle White

Notary Public in and for the State of California.

residing at: \_\_\_\_\_

637 S Dewberry Lane  
Anaheim CA 92808





BEFORE THE PUBLIC UTILITIES COMMISSION  
OF THE STATE OF SOUTH DAKOTA

In the Matter of the Application )  
of Business Calling Plan, Inc. for )  
Registration as a Provider of )  
Intrastate Telecommunications )  
Service on a Resold Basis in the )  
State of South Dakota. \_\_\_\_\_ )

No. \_\_\_\_\_

LIST OF EXHIBITS

- |           |                                |
|-----------|--------------------------------|
| EXHIBIT A | Articles of Incorporation      |
| EXHIBIT B | Pro Forma Financial Statements |
| EXHIBIT C | Proposed Tariff                |
| EXHIBIT D | Certificate of Authority       |

**EXHIBIT A**

**ARTICLES OF INCORPORATION**

(Attached)

# SECRETARY OF STATE



## CORPORATE CHARTER

I, DEAN HELLER, the duly elected and qualified Nevada Secretary of State, do hereby certify that **BUSINESS CALLING PLAN, INC.** did on **August 13, 1997** file in this office the original Articles of Incorporation; that said Articles are now on file and of record in the office of the Secretary of State of the State of Nevada, and further, that said Articles contain all the provisions required by the law of said State of Nevada.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed the Great Seal of State, at my office, in Carson City, Nevada, on **August 14, 1997**.

*Dean Heller*

Secretary of State

By

*Kelly R. Davenport*

Certification Clerk



**AUG 13 1997**

No. C17348-97 ARTICLES OF INCORPORATION OF  
*Dean Heller*  
DEAN HELLER, SECRETARY OF STATE  
**BUSINESS CALLING PLAN, INC.**

FIRST. The name of the corporation is:

**BUSINESS CALLING PLAN, INC.**

SECOND. The resident agent for this corporation shall be:

**CORPORATE SERVICE CENTER, INC.**

The address of said agent, and the principal or statutory address of this corporation in the State of Nevada, shall be **1475 Terminal Way, Suite E, Reno, Nevada 89502**, located in **Washoe County**, State of Nevada. This corporation may maintain an office, or offices, in such other place or places within or without the State of Nevada as may be from time to time designated by the Board of Directors, or by the bylaws of said corporation, and that this corporation may conduct all corporation business of every kind and nature, including the holding of all meetings of directors and stockholders, outside the State of Nevada as well as within the State of Nevada.

THIRD. The objects for which this corporation is formed are as follows: to engage in any lawful activity.

FOURTH. That the total number of voting common stock authorized that may be issued by the corporation is **TWENTY FIVE THOUSAND (25,000)** shares of stock with No par value, and no other class of stock shall be authorized. Said shares may be issued by the corporation from time to time for such considerations as may be fixed from time to time by the Board of Directors.

FIFTH. The governing board of this corporation shall be known as directors, and the number of directors may from time to time be increased or decreased in such manner as shall be provided by the bylaws of this corporation, providing that the number of directors shall not be reduced to less than one (1). The name and post office address of the first Board of Directors shall be one (1) in number and listed as follows: **TREVOR C. ROWLEY, 1475 Terminal Way, Suite E, Reno, NV 89502**.

SIXTH. The capital stock, after the amount of the subscription price, or par value, has been paid in, shall not be subject to assessment to pay the debts of the corporation.

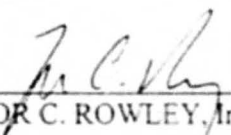
SEVENTH. The name and post office address of the Incorporator signing the Articles of Incorporation is as follows: **TREVOR C. ROWLEY, 1475 Terminal Way, Suite E, Reno, NV 89502**.

EIGHTH. The corporation is to have perpetual existence.

NINTH. No director or officer of the corporation shall be personally liable to the corporation or any of its stockholders for damages for breach of fiduciary duty as a director or officer or for any act or omission of any such director or officer; however, the foregoing provision shall not eliminate or limit the liability of a director or officer for (a) acts or omissions which involve intentional misconduct, fraud or a knowing violation of law; or (b) the payment of dividends in violation of Section 78.300 of the Nevada Revised Statutes. Any repeal or modification of this Article by the stockholders of the corporation shall be prospective only and shall not adversely affect any limitation on the personal liability of a director or officer of the corporation for acts or omissions prior to such repeal or modification.

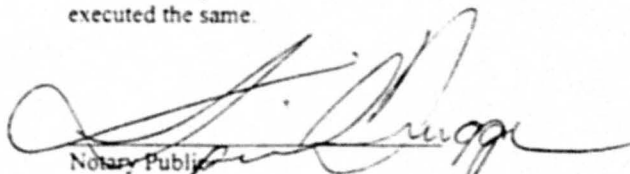
TENTH. This corporation reserves the right to amend, alter, change or repeal any provision contained in the Articles of Incorporation, in the manner now or hereafter prescribed by statute, or by the Articles of Incorporation, and all rights conferred upon stockholders herein are granted subject to this reservation.

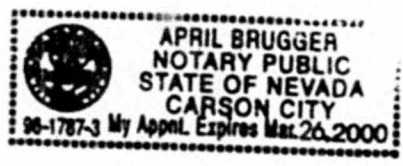
I, THE UNDERSIGNED, being the Incorporator hereinbefore named for the purpose of forming a corporation pursuant to the General Corporation Laws of the State of Nevada, do make and file these Articles of Incorporation, hereby declaring and certifying that the facts herein stated are true, and accordingly have hereunto set my hand this Tuesday, August 12, 1997.

  
 \_\_\_\_\_  
 TREVOR C. ROWLEY, Incorporator

STATE OF NEVADA     )  
   ) SS.  
 WASHOE COUNTY           )

On this Tuesday, August 12, 1997 in Reno, Washoe County, Nevada, before me, the undersigned, a Notary Public in and for Washoe County, State of Nevada, personally appeared TREVOR C. ROWLEY, known to me to be the person whose name is subscribed to the foregoing document and acknowledged to me that he executed the same.

  
 \_\_\_\_\_  
 Notary Public



**AUG 13 1997**

No. C17348-97 **CERTIFICATE OF ACCEPTANCE OF  
APPOINTMENT BY RESIDENT AGENT**

*Dean Meller*  
DEAN MELLER, SECRETARY OF STATE

I, CORPORATE SERVICE CENTER, INC., hereby accept the appointment as Resident  
Agent of BUSINESS CALLING PLAN, INC..

Date: Tuesday, August 12, 1997

Corporate Service Center, Inc.

By:

*T.C. Rowley*  
TREVOR C. ROWLEY, Vice President

Signature of Resident Agent



**EXHIBIT B**

**PRO FORMA FINANCIAL STATEMENTS**  
(Attached)

**TO THE BOARD OF DIRECTORS  
BUSINESS CALLING PLAN, INC.  
LAS VEGAS, NEVADA**

**DECEMBER 5, 1997**

**ACCOUNTANT'S PRO FORMA COMPILATION REPORT**

**I HAVE COMPILED THE ACCOMPANYING PRO FORMA BALANCE SHEET OF BUSINESS CALLING PLAN, INC. (A NEVADA CORPORATION) AS OF OCTOBER 31, 1998, AND THE RELATED STATEMENTS OF PRO FORMA INCOME AND PRO FORMA CASH FLOWS FOR THE YEAR THEN ENDED.**

**THE ACCOMPANYING PRESENTATION AND THIS REPORT WERE PREPARED FOR THE PURPOSE OF OBTAINING TELECOMMUNICATIONS LICENSING, AND SHOULD NOT BE USED FOR ANY OTHER PURPOSE.**

**A COMPILATION IS LIMITED TO PRESENTING IN THE FORM OF PRO FORMA FINANCIAL STATEMENTS INFORMATION THAT IS THE REPRESENTATION OF MANAGEMENT AND DOES NOT INCLUDE EVALUATION OF THE SUPPORT FOR THE ASSUMPTIONS UNDERLYING THE PRO FORMA TRANSACTIONS. WE HAVE NOT EXAMINED THE ACCOMPANYING PRO FORMA FINANCIAL STATEMENTS AND, ACCORDINGLY DO NOT EXPRESS AN OPINION OR ANY OTHER FORM OF ASSURANCE ON THEM.**

**GENE QUERRY & ASSOCIATES**

**BUSINESS CALLING PLAN, INC.**  
**PRO FORMA FINANCIAL STATEMENT**  
**OCTOBER 31, 1998**

**BUSINESS CALLING PLAN, INC.**  
**PRO FORMA BALANCE SHEET**  
**OCTOBER 31, 1998**

**ASSETS**

**Current Assets:**

Cash and Cash Equivalents	\$ 210,000	
Contracts Receivable, Net	<u>420,000</u>	
<b>Total Current Assets</b>		<b>\$ 630,000</b>

**Equipment**

Computer Equipment	10,000	
Office Equipment	10,000	
Less: Accumulated Depreciation & Amortization	<u>(4,000)</u>	
<b>Net Equipment</b>		<u>16,000</u>
<b>Total Assets</b>		<u><b>\$ 646,000</b></u>

**Current Liabilities:**

Accounts Payable	\$ 10,000
------------------	-----------

**Stockholder's Equity:**

Common Stock, No Par Value; 100,000 Shares Authorized; 100,000 Shares Issued and Outstanding	450,000	
Retained Earnings	<u>186,000</u>	
<b>Total Stockholder's Equity</b>		<u>636,000</u>
<b>Total Liabilities &amp; Stockholder's Equity</b>		<u><b>\$ 646,000</b></u>

See Accountant's Pro Forma Report

**BUSINESS CALLING PLAN, INC.  
 PRO FORMA STATEMENT OF INCOME  
 OCTOBER 31, 1998**

	Year-to-Date	%
<b>Gross Sales</b>	\$ 1,000,000	106.38
Customer Credits	(21,000)	(2.23)
Unbillable Sales	<u>(39,000)</u>	<u>(4.15)</u>
<b>Net Sales</b>	940,000	100.00
<b>Cost of Sales</b>	<u>507,000</u>	<u>53.94</u>
<b>Gross Margin on Sales</b>	433,000	46.06
<b>Operating Expenses</b>	<u>123,000</u>	<u>13.09</u>
<b>Income from Operations</b>	310,000	32.98
<b>Other Income / (Expense)</b>		
Interest Income	<u>4,000</u>	<u>0.43</u>
<b>Income before Provision for Income Taxes</b>	314,000	33.40
Provision for Federal Income Taxes	107,000	11.38
Provision for State Income Taxes	<u>21,000</u>	<u>2.23</u>
<b>Net Income</b>	<u>\$ 186,000</u>	<u>19.79</u>

See Accountant's Pro Forma Report

**EXHIBIT C**

**PROPOSED TARIFF**

(Attached)



SOUTH DAKOTA TELECOMMUNICATIONS TARIFF

OF

Business Calling Plan, Inc.

1601 E. Flamingo Road, Suite 18-109, Las Vegas, Nevada 89119

RESALE INTEREXCHANGE TELECOMMUNICATIONS SERVICE

This tariff contains the descriptions, regulations, and rates applicable to the furnishing of interexchange telecommunications services provided by Business Calling Plan, Inc. within the State of South Dakota. This tariff is on file with the South Dakota Public Utilities Commission ("Commission"). Copies may be inspected during normal business hours at the Company's principal place of business: 1601 E. Flamingo Road, Suite 18-109, Las Vegas, Nevada 89119.

Business Calling Plan, Inc. is a provider of interexchange telecommunications services on a 24-hour basis. Service is provided for the direct transmission and reception of voice and data communications between points within the State of South Dakota as an adjunct to Business Calling Plan, Inc.'s interstate service.

---

Issued: January 7, 1998

Issued By:

Robert Young, President  
Business Calling Plan, Inc.  
1601 E. Flamingo Road, Suite 18-109  
Las Vegas, Nevada 89119  
(888) 299-6618

Effective Date:

**CHECK SHEET**

The Title Sheet and Sheets 1 through 22 inclusive of this tariff are effective as of the date shown at the bottom of the respective sheet(s).

<u>SHEET</u>	<u>REVISION</u>
Title	Original
1	Original
2	Original
3	Original
4	Original
5	Original
6	Original
7	Original
8	Original
9	Original
10	Original
11	Original
12	Original
13	Original
14	Original
15	Original
16	Original
17	Original
18	Original
19	Original
20	Original
21	Original
22	Original

Issued January 7, 1998

Issued By:

Robert Young, President  
Business Calling Plan, Inc  
1601 E Flamingo Road, Suite 18-109  
Las Vegas, Nevada 89119  
(888) 299-6618

Effective Date:

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Las Vegas, Nevada 89119  
(888) 299-6618

Effective Date:

**CONCURRING CARRIERS**

None

**CONNECTING CARRIERS**

None

**OTHER PARTICIPATING CARRIERS**

None

**EXPLANATION OF SYMBOLS**

- (C) To signify **changed** condition or regulation.
- (D) To signify **deleted or discontinued** rate, regulation or condition.
- (I) To signify a change resulting in an **increase** to a Customer's bill.
- (M) To signify that material has been **moved from** another tariff location.
- (N) To signify a **new** rate, regulation condition or sheet.
- (R) To signify a change resulting in a **reduction** to a Customer's bill.
- (T) To signify a change in **text** but no change to rate or charge.

---

Issued: January 7, 1998  
Issued By:

Robert Young, President  
Business Calling Plan, Inc.  
1601 E. Flamingo Road, Suite 18-109  
Las Vegas, Nevada 89119  
(888) 299-6618

Effective Date:

---

**TARIFF FORMAT**

- A. **Sheet Numbering** - Sheet numbers appear in the upper right corner of the sheet. Sheets are numbered sequentially. However, occasionally, when a new sheet is added between sheets already in effect, a decimal is added. For example, a new sheet added between sheets 14 and 15 would be 14.1.
- B. **Sheet Revision Numbers** - Revision numbers also appear in the upper right corner of each sheet. These numbers are used to determine the most current sheet version on file with the Commission. For example, the 4th revised Sheet 14 cancels the 3rd Revised Sheet 14. Because of various suspension periods, deferrals, etc. the Commission follows in their tariff approval process, the most current sheet number on file with the Commission is not always the sheet in effect. Consult the Check Sheet for the sheet currently in effect.
- C. **Paragraph Numbering Sequence** - There are four levels of paragraph coding. Each level of code is subservient to its next higher level:
- 2.
  - 2.1.
  - 2.1.1.
  - 2.1.1.1.
- D. **Check Sheets** - When a tariff filing is made with the Commission, an updated Check Sheet accompanies the tariff filing. The Check Sheet lists the sheets contained in the tariff with a cross reference to the current revision number. When new sheets are added, the Check Sheet is changed to reflect the revision. All revisions made in a given filing are designated by an asterisk (\*). There will be no other symbols used on this sheet if these are the only changes made to it (i.e., the format, etc., remains the same, just revised revision levels on some sheets). The tariff user should refer to the latest Check Sheet to find if a particular sheet is the most current on file with the Commission.

---

Issued: January 7, 1998

Effective Date:

Issued By

Robert Young, President  
Business Calling Plan, Inc.  
1601 E. Flamingo Road, Suite 18-109  
Las Vegas, Nevada 89119  
(888) 299-6618

### APPLICATION OF TARIFF

This tariff contains the rates applicable to the provision of intrastate resale common carrier telecommunications services by Business Calling Plan, Inc. between various locations within the State of South Dakota. All services are interstate offerings. Intrastate service is an add on service available only if the Customer subscribes to the Company's interstate offerings.

---

Issued January 7, 1998  
Issued By:

Robert Young, President  
Business Calling Plan, Inc  
1601 E. Flamingo Road, Suite 18-109  
Las Vegas, Nevada 89119  
(888) 299-6618

Effective Date:



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**SECTION 1 - TECHNICAL TERMS AND ABBREVIATIONS**

**Account Code:**

A numerical code, one or more of which are available to a Customer to enable identification of individual users or groups of users on an account and to allocate costs of service accordingly.

**Called Station:**

The terminating point of a call (i.e., the called number).

**Calling Card:**

A card issued by Company containing such account numbers assigned to its Customer which enables the charges for calls made to be properly billed on a pre-arranged basis.

**Company:**

Business Calling Plan, Inc. ("Business Calling Plan")

**Commission:**

The South Dakota Public Utilities Commission

**Customer:**

The person, firm, corporation or other entity which orders or uses service and is responsible for payment of charges and compliance with tariff regulation.

**Disconnect or Disconnection:**

The termination of a circuit connection between the originating station and the called station or the Company's operator.

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Issued January 7, 1998  
Issued By

Robert Young, President  
Business Calling Plan, Inc.  
1601 E. Flamingo Road, Suite 18-109  
Las Vegas, Nevada 89119  
(888) 299-6618

Effective Date:

## SECTION 1 - TECHNICAL TERMS AND ABBREVIATIONS

### Measured Service:

The provision of long distance measured time communications telephone service to Customers who access the Company's service at its contracted interexchange carriers' switching and call processing equipment by means of access facilities obtained from local exchange common carrier(s). Company contracted interexchange carrier is responsible for arranging the access lines.

### Point of Presence:

The point of physical interconnection between the local exchange company's local network and the interexchange carrier's network ("POP").

### Subscriber:

See "Customer" definition.

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Issued By:

Robert Young, President  
Business Calling Plan, Inc  
1601 E. Flamingo Road, Suite 18-109  
Las Vegas, Nevada 89119  
(888) 299-6618

Effective Date:

## SECTION 2 - RULES AND REGULATIONS

### 2.1. UNDERTAKING OF COMPANY

- 2.1.1. Company's services are furnished for telecommunications originating and/or terminating in any area between points within the State of South Dakota.
- 2.1.2. Company is a provider of interexchange telecommunications to Customers for direct transmission and reception of voice, data, and other types of communications.
- 2.1.3. Company resells access, switching, transport and termination services provided by interexchange carriers.
- 2.1.4. Customer's monthly charges for Company's service are based on the total time Customer actually uses the service.
- 2.1.5. Subject to availability, the Customer may use authorization codes to identify the users or user groups on an account. The numerical composition of the codes shall be set by Company to assure compatibility with the Company's accounting and billing systems and to avoid the duplication of codes.
- 2.1.6. The Company's services are provided on a monthly basis unless otherwise provided, and are available twenty-four (24) hours per day, seven (7) days per week.

### 2.2. LIMITATIONS

- 2.2.1. Service is offered subject to availability of the necessary facilities and/or equipment and subject to the provisions of this tariff.
- 2.2.2. Company reserves the right to immediately disconnect service when necessitated by conditions beyond the company's control or when the Customer is using the service in violation of either the provisions of this tariff or the laws, rules, regulations, or policies of the jurisdiction of the originating station or terminating station, or the laws of the United States including rules, regulations and policies of the South Dakota Public Utilities Commission.

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**SECTION 2 - RULES AND REGULATIONS, Continued**

**2.2. LIMITATIONS, Continued**

- 2.2.3. The Company does not undertake to transmit messages, but offers the use of its facilities when available.
- 2.2.4. Title to all facilities provided by Company under these regulations remains in Company's name.
- 2.2.5. Prior written permission from the Company is required before any assignment or transfer. All regulations and conditions contained in this tariff shall apply to all such permitted assignees or transferees, as well as all conditions of service.

**2.3. USE**

- 2.3.1. Service may be used for the transmission of communications by the Customer.
- 2.3.2. Service may not be used for any unlawful purpose or for any purpose for which any payment or other compensation is received by the Customer, except when the Customer is a duly authorized and regulated common carrier. This provision does not prohibit an arrangement between the Customer, authorized user or joint user to share the cost of service.
- 2.3.3. The Company strictly prohibits use of the Company's services without payment or an avoidance of payment by the Customer by fraudulent means or devices including providing falsified calling card numbers or invalid calling card numbers to the Company, providing falsified or invalid credit card numbers to the Company or in any way misrepresenting the identity of the Customer.

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**SECTION 2 - RULES AND REGULATIONS, Continued**

**2.4. LIABILITIES OF THE COMPANY**

2.4.1. The liability of the Company for damages arising out of mistakes, omissions, interruptions, delays, errors, or defects in transmission occurring in the course of furnishing service or other facilities and not caused by the negligence of the Customer, commences upon activation of service and in no event exceeds an amount equivalent to the proportionate charge to the Customer for the period of service during which such mistakes, omissions, interruptions, delays, errors, or defects in transmission occur. In no event will the Company be responsible for consequential damages for lost profits suffered by a Customer or end user as the result of interrupted or unsatisfactory service. For the purpose of computing such amount a month is considered to have 30 days.

2.4.2. Company shall be indemnified and held harmless by the Customer against:

- A. Claims for libel, slander, infringement of copyright or unauthorized use of any trademark, trade name or service mark arising out of the material, data, information or other content transmitted over company's facilities; and
- B. Claims for patent infringement arising from combining or connecting company's facilities with apparatus and systems of the Customer; and
- C. All other claims arising out of any act or omission of the Customer in connection with any service provided by Company.

2.4.3. The Company is not liable for any defacement of, or damage to, the equipment or premises of a Customer resulting from the furnishing of services when such defacement or damage is not the result of the Company's negligence.

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**SECTION 2 - RULES AND REGULATIONS, Continued****2.4. LIABILITIES OF THE COMPANY, Continued**

- 2.4.4. Company shall not be liable for and the Customer indemnifies and holds harmless from any and all loss claims, demands, suits, or other actions or liabilities whatsoever, whether suffered, made, instituted or asserted by the Customer or by any other party or person, for any personal injury to, death of any person or persons, and for any loss, damage, defacement or destruction of the premises of the Customer or any other property, whether owned by the Customer or by others, caused or claimed to have been caused directly or indirectly by the installation, operation, failure to operate, maintenance, removal, presence, condition, location or use of equipment or wiring provided by company where such installation, operation, failure to operate, maintenance, condition, location or use is not the direct result of the Company's negligence.
- 2.4.5. The Company is not liable for any failure of performance hereunder due to causes beyond its control, including, but not limited to, unavoidable interruption in the working of its circuits or those of another common carrier; acts of God, storms, fire, floods, or other catastrophes; any law, order, regulation, direction, action, or request of the United States Government, or any other governmental entity having jurisdiction over the company or of any department, agency, commission, bureau, corporation, or other instrumentality or any one or more of such instrumentality or any one or more of such governmental entities, or of any civil or military authority; national emergencies, insurrections, riots, rebellions, wars, strikes, lockouts, work stoppages, or other labor difficulties; or notwithstanding anything in this tariff to the contrary, the unlawful acts of the Company's agents and employees, if committed beyond the scope of their employment.

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**SECTION 2 - RULES AND REGULATIONS, Continued**

**2.4. LIABILITIES OF THE COMPANY, Continued**

- 2.4.6. The Company shall not be liable for damages or adjustments, refunds, or cancellation of charges unless the Customer has notified the Company, in writing, of any dispute concerning charges, or the basis of any claim for damages, after the invoice is rendered by the company for the call giving rise to such dispute or claim, unless ordered by the Commission. Any such notice must set forth sufficient facts to provide the Company with a reasonable basis upon which to evaluate the Customer's claims or demands.
- 2.4.7. The Company shall not be liable for any damages, including usage charges, that the Customer may incur as a result of the unauthorized use of its communications equipment. The unauthorized use of the Customer's communications equipment includes, but is not limited to, the placement of calls from the Customer's premises and the placement of calls through Customer-controlled or Customer-provisioned equipment that are transmitted or carried over the Company's network services without the authorization of the Customer. The Customer shall be fully liable for all such charges.

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**SECTION 2 - RULES AND REGULATIONS, Continued**

**2.5. INTERRUPTION OF SERVICE**

- 2.5.1. Credit allowance for interruptions of service which are not due to Company's testing or adjusting, to the negligence of the Customer, or to the failure of channels, equipment and/or communications equipment provided by the Customer, are subject to the general liability provisions set forth in Section 2.4, herein. It shall be the obligation of the Customer to notify Company of any interruptions of service. Before giving such notice, the Customer shall ascertain that the trouble is not being caused by any action or omission of the Customer, not within the Customer's control.
- 2.5.2. No credit allowances will be allowed for an interruption of services for continuous duration of less than two hours.
- 2.5.3. The subscriber shall be credited for an interruption of two hours or more at the rate of 1/160th for each hour over two (2) such hours of interruption up to a maximum of 6/160th multiplied by the average monthly usage bill of the Customer. If service is activated for less than one (1) month, the monthly usage amount shall be determined by extending the actual usage for the days of service to thirty (30) days.

**2.6. RESTORATION OF SERVICE**

The use and restoration of service in emergencies shall be in accordance with part 64, Subpart D of the Federal Communication Commission's Rules and Regulations which specifies the priority system for such activities.

**2.7. MINIMUM SERVICE PERIOD**

The minimum service period is one month (30 days).

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**SECTION 2 - RULES AND REGULATIONS, Continued****2.8. PAYMENTS AND BILLING**

- 2.8.1. Charges for service are applied on a recurring and nonrecurring basis. Service is provided and billed on a monthly (30 day) basis. The billing date is dependent on the billing cycle assigned to the subscriber. Service continues to be provided until canceled by the Customer with no less than thirty (30) days notice.
- 2.8.2. The Customer is responsible for the payment of all charges for services furnished to the Customer. Charges are based on actual usage and are billed monthly in arrears.
- 2.8.3. Billing will be payable upon receipt and deemed past due twenty-two (22) days after issuance and posting of invoice. Bills not paid within twenty-two (22) days after the date of posting are subject to a 1.5% late payment charge for the unpaid balance, or the maximum allowable under state law. Each account shall be granted not less than one complete forgiveness of late payment charge. Customers shall be notified by letter when eligibility for forgiveness of late payment charge has been utilized.
- 2.8.4. The name(s) of the Customer(s) desiring to use the service must be set forth in the application for service.

**2.9. BILLING DISPUTES**

- 2.9.1. Billing disputes should be addressed to Company's customer service organization via telephone to (888) 798-0061. Customer service representatives are available twenty-four (24) hours per day, seven (7) days per week.
- 2.9.2. In the case of a dispute between the Customer and the Company for service furnished to the Customer, which cannot be settled with mutual satisfaction, the Customer may take the following course of action:
- 2.9.2.1. First, the Customer may request the Company perform an in-depth review of the disputed amount. (The undisputed portion and subsequent bills must be paid on a timely basis or the service may be subject to disconnection).

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**SECTION 2 - RULES AND REGULATIONS, Continued**

**2.9. BILLING DISPUTES, Continued**

- 2.9.2.2. Second, if there is still a disagreement about the disputed amount after the investigation and review by a manager of the Company, the Customer may appeal to the Commission for its investigation and decision. The address of the Commission is:

South Dakota Public Utilities Commission  
500 East Capitol Avenue  
Pierre, South Dakota 57501-5070

**2.10. CANCELLATION BY CUSTOMER**

- 2.10.1. Customer may cancel service by providing written notice to Company thirty (30) days prior to cancellation.
- 2.10.2. Customer is responsible for usage charges while still connected to the Company's service and the payment of associated local exchange company charges, if any, for service charges.
- 2.10.3. Any non-recoverable cost of company expenditures shall be borne by the Customer if:
- A. The Customer orders service requiring special facilities dedicated to the Customer's use and then cancels the order before such service begins, before completion of the minimum period or before completion of some period mutually agreed with the Customer for the non-recoverable portions of expenditures; or
  - B. Liabilities are incurred expressly on behalf of the Customer by Company and not fully reimbursed by installation and monthly charges; and
  - C. Based on an order for service and construction has either begun or has been completed, but no service provided.

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**SECTION 2 - RULES AND REGULATIONS, Continued**

**2.11. CANCELLATION BY COMPANY**

2.11.1. Company reserves the right to immediately discontinue furnishing the service to Customers:

- A. In the event of a condition determined to be hazardous to the Customer, to other Customers of the utility, to the utilities equipment, to the public or to employees of the utility; or
- B. By reason of any order or decision of a court or any other governmental authority which prohibits the Company from furnishing such service; or
- C. If the Company deems such refusal necessary to protect itself or third parties against fraud or to otherwise protect its personnel, agents, facilities or services without notice; or
- D. For unlawful use of the service or use of the service for unlawful purposes; or
- E. If the Customer provides false information to the Company regarding the Customer's identity, address, credit-worthiness, past, current or planned use of Company's services.

2.11.2. Company may discontinue service according to the following conditions upon ten (10) days written notice:

- A. For violation of Company's filed tariff.
- B. For the non-payment of any proper charge as provided by Company's tariff.
- C. For Customer's breach of the contract for service between the utility and Customer.
- D. When necessary for the Company to comply with any order or request of any governmental authority having jurisdiction.

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**SECTION 2 - RULES AND REGULATIONS, Continued**

**2.11. CANCELLATION BY COMPANY, Continued**

- 2.11.3. The discontinuance of service(s) by the Company pursuant to this section does not relieve the Customer of any obligations to pay the Company for charges due and owing for service(s) furnished up to the time of discontinuance. The remedies set forth herein shall not be exclusive and the company shall at all times be entitled to all the rights available to it under law or equity.
- 2.11.4. The Company may refuse to permit collect calling, calling card, third number billing which it determines to be fraudulent and/or may limit the use of these billing options or services.

**2.12. INTERCONNECTION**

- 2.12.1. Service furnished by Company may be interconnected with services or facilities of other authorized communications common carriers and with private systems, subject to the technical limitations established by Company. Any special interface of facilities necessary to achieve compatibility between the facilities of Company and other participating carriers shall be provided at the Customer's expense.
- 2.12.2. Interconnection between the facilities or services of other carriers shall be under the applicable terms and conditions of the other carriers' tariffs. The Customer is responsible for taking all necessary legal steps for interconnecting Customer provided terminal equipment or communications equipment with Company's facilities. The Customer shall secure all licenses, permits, rights-of-way, and other such arrangements necessary for interconnection.

**2.13. DEPOSITS**

The Company does not require a deposit from the Customer.

**2.14. TAXES**

Taxes are not included in the tariffed rates.

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**SECTION 3 - DESCRIPTION OF SERVICE****3.1. TIMING OF CALLS**

- 3.1.1. The subscriber's long distance usage charge is based on the actual usage of Company's service. Usage begins when the receiver of the called number is answered. The moment of the called party's answer is determined by hardware supervision in which the local telephone company sends a signal to the underlying carrier's switch or the software utilizing audio tone detection. The timing of the call occurs when called party answers and terminates when either party hangs up.
- 3.1.2. The minimum call duration for billing purposes differs between rate plans.
- 3.1.3. Usage is measured and rounded up to the next billing increment.
- 3.1.4. There is no billing for incomplete calls.

**3.2. BUSINESS CALLING PLAN TELECOMMUNICATIONS SERVICES**

- 3.2.1. Company provides switched access telecommunications services which allow Customers to establish a communications path between two stations by using uniform dialing plans.
- 3.2.2. **"1 Plus" Long Distance Service - Switched** is a switched access service, offering users outbound "1 plus" long distance telecommunications services from points originating and terminating within the State of South Dakota.

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**SECTION 4 - RATES AND CHARGES****4.1. SERVICE CHARGES****4.1.1. Business Calling Plan, Rate Plan I**

This plan is offered to Customers with call volumes of less than \$200.00 per month and provides for an eighteen (18) second minimum call duration and six (6) second additional billing increments.

	DAY		EVENING		NIGHT	
	Initial 18 Sec.	Add'l 6 Sec.	Initial 18 Sec.	Add'l 6 Sec.	Initial 18 Sec.	Add'l 6 Sec.
Intrastate	\$0.1120	\$0.0370	\$0.1010	\$0.0340	\$0.1010	\$0.0340

Monthly Access Fee: \$3.78

**4.1.2. Business Calling Plan, Rate Plan II**

This plan is offered to Customers with call volumes of more than \$200.00 per month and provides for an eighteen (18) second minimum call duration and six (6) second additional billing increments.

	DAY		EVENING		NIGHT	
	Initial 18 Sec.	Add'l 6 Sec.	Initial 18 Sec.	Add'l 6 Sec.	Initial 18 Sec.	Add'l 6 Sec.
Intrastate	\$0.0930	\$0.0310	\$0.0830	\$0.0280	\$0.0830	\$0.0280

Monthly Access Fee: \$3.78

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**SECTION 4 - RATES AND CHARGES****4.1. SERVICE CHARGES.** Continued**4.1.3. Business Calling Plan, Rate Plan III**

This plan is offered to Customers with call volumes of less than \$200.00 per month and provides for one (1) minute billing increments.

	DAY		EVENING		NIGHT	
	Initial Minute	Add'l Minute	Initial Minute	Add'l Minute	Initial Minute	Add'l Minute
Intrastate	\$0.3740	\$0.3740	\$0.3370	\$0.3370	\$0.3370	\$0.3370

Monthly Access Fee: \$3.78

**4.1.4. Business Calling Plan, Rate Plan IV**

This plan is offered to Customers with call volumes of more than \$200.00 per month and provides for one (1) minute billing increments.

	DAY		EVENING		NIGHT	
	Initial Minute	Add'l Minute	Initial Minute	Add'l Minute	Initial Minute	Add'l Minute
Intrastate	\$0.3080	\$0.3080	\$0.2770	\$0.2770	\$0.2770	\$0.2770

Monthly Access Fee: \$3.78

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**SECTION 4 - RATES AND CHARGES****4.1. SERVICE CHARGES.** Continued**4.1.5. Business Calling Plan, Rate Plan V**

This plan is offered to Customers with call volumes of less than \$200.00 per month and provides for thirty (30) second billing increments.

	DAY		EVENING		NIGHT	
	Initial 30 Sec.	Add'l 30 Sec.	Initial 30 Sec.	Add'l 30 Sec.	Initial 30 Sec.	Add'l 30 Sec.
Intrastate	\$0.1870	\$0.1870	\$0.1680	\$0.1680	\$0.1680	\$0.1680

Monthly Access Fee: \$3.78

**4.1.6. Business Calling Plan, Rate Plan VI**

This plan is offered to Customers with call volumes of more than \$200.00 per month and provides for thirty (30) second billing increments.

	DAY		EVENING		NIGHT	
	Initial 30 Sec.	Add'l 30 Sec.	Initial 30 Sec.	Add'l 30 Sec.	Initial 30 Sec.	Add'l 30 Sec.
Intrastate	\$0.1540	\$0.1540	\$0.1390	\$0.1390	\$0.1390	\$0.1390

Monthly Access Fee: \$3.78

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**SECTION 4 - RATES****4.2. TIME PERIODS**

	MON	TUE	WED	THUR	FRI	SAT	SUN
8:00 AM to 4:59 PM	Day	Day	Day	Day	Day	Night	Night
5:00 PM to 10:59 PM	Evening	Evening	Evening	Evening	Evening	Night	Evening
11:00 PM to 7:59 AM	Night	Night	Night	Night	Night	Night	Night

Calls are billed at the rate in effect for the actual time period(s) during which the call occurs. Calls that cross rate period boundaries are billed at the rates in effect for each portion of the call.

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**EXHIBIT D**

**CERTIFICATE OF AUTHORITY**  
(Attached)

# State of South Dakota



## OFFICE OF THE SECRETARY OF STATE

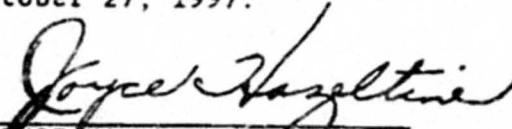
### CERTIFICATE OF AUTHORITY

I, JOYCE HAZELTINE, Secretary of State of the State of South Dakota, hereby certify that the Application for a Certificate of Authority of BUSINESS CALLING PLAN, INC. (NV) to transact business in this state duly signed and verified pursuant to the provisions of the South Dakota Corporation Acts, have been received in this office and are found to conform to law.

ACCORDINGLY and by virtue of the authority vested in me by law, I hereby issue this Certificate of Authority and attach hereto a duplicate of the application to transact business in this state under the name of BUSINESS CALLING PLAN, INC.



IN TESTIMONY WHEREOF, I have hereunto set my hand and affixed the Great Seal of the State of South Dakota, at Pierre, the Capital, this October 27, 1997.

  
JOYCE HAZELTINE  
Secretary of State



SECRETARY OF STATE  
 STATE CAPITOL  
 500 E. CAPITOL  
 PIERRE, S.D. 57501-1097  
 605-773-4845  
 FAX: (605) 773-2850

RECEIVED

FILE NO. \_\_\_\_\_  
 RECEIPT NO. \_\_\_\_\_

OCT 27 1997

RECEIVED

OCT 22 1997

APPLICATION FOR CERTIFICATE OF AUTHORITY  
 S.D. SEC. OF STATE

S.D. SEC. OF STATE

*Filed via [unclear] of [unclear]*  
*[Signature]*

Pursuant to the provisions of SDCL 47-8-7, the undersigned corporation hereby applies for a Certificate of Authority to transact business in the State of South Dakota and for that purpose submits the following statement:

(1) The name of the corporation is Business Calling Plan, Inc.  
 (Exact corporate name)

(2) If the name of the corporation does not contain the word "corporation", "company", "incorporated" or "limited" or does not contain an abbreviation of one of such words, then the name of the corporation with the word or abbreviation which it elects to add thereto for use in this state is \_\_\_\_\_

(3) State where incorporated Nevada Federal Taxpayer ID# 86--0887150

(4) The date of its incorporation is August 13, 1997 and the period of its duration, which may be perpetual, is perpetual

(5) The address of its principal office in the state or country under the laws of which it is incorporated is 1601 E. Flamingo Rd, Ste. 18-109, Las Vegas, NV Zip Code 89119

mailing address if different from above is: \_\_\_\_\_ Zip Code \_\_\_\_\_

(6) The street address, or a statement that there is no street address, of its proposed registered office in the State of South Dakota is 300 S. Phillips Ave, Suite 300, Sioux Falls Zip 57102 and the name of its proposed registered agent in the State of South Dakota at that address is National Registered Agents, Inc.

(7) The purposes which it proposes to pursue in the transaction of business in the State of South Dakota are: (state specific purpose) \_\_\_\_\_  
Long Distance Telecommunication Service

(8) The names and respective addresses of its directors and officers are:

Name	Officer Title	Street Address	City	State	Zip
<u>Robert Young</u>	<u>President</u>	<u>1610 E. Flamingo Rd,</u> <u>Ste. 18-109</u>	<u>Las Vegas</u>	<u>NV</u>	<u>89119</u>
<u>Robert Young</u>	<u>V. President</u>	<u>same as above</u>			
<u>Robert Young</u>	<u>Sec./Treas.</u>	<u>same as above</u>			
<u>Robert Young</u>	<u>Chairperson</u>	<u>same as above</u>			

(9) The aggregate number of shares which it has authority to issue, itemized by classes, par value of shares, shares without par value, and series, if any, within a class is:

Number of shares	Class	Series	Par value per share or statement that shares are without par value
<u>25,000</u>	<u>Common</u>	<u>_____</u>	<u>No Par Value</u>

(10) The aggregate number of its issued shares, itemized by classes, par value of shares, shares without par value, and series, if any, within a class, is:

Number of shares	Class	Series	Par value per share or statement that shares are without par value
4,500	Common		No Par Value

(11) The amount of its stated capital is \$ 450,000.00  
Shares issued times par value equals stated capital. In the case of no par value stock, stated capital is the consideration received for the issued shares.

(12) This application is accompanied by a CERTIFICATE OF FACT or a CERTIFICATE OF GOOD STANDING duly acknowledged by the secretary of state or other officer having custody of corporate records in the state or country under whose laws it is incorporated.

(13) That such corporation shall not directly or indirectly combine or make any contract with any incorporated company, foreign or domestic, through their stockholders or the trustees or assigns of such stockholders, or with any copartnership or association of persons, or in any manner whatever to fix the prices, limit the production or regulate the transportation of any product or commodity so as to prevent competition in such prices, production or transportation or to establish excessive prices therefor.

(14) That such corporation, as a consideration of its being permitted to begin or continue doing business within the State of South Dakota, will comply with all the laws of the said State with regard to foreign corporations.

The application must be signed, in the presence of a notary public, by the chairman of the board of directors, or by the president or by another officer.

I DECLARE AND AFFIRM UNDER THE PENALTY OF PERJURY THAT THIS APPLICATION IS IN ALL THINGS, TRUE AND CORRECT.

Dated 10/14 19 97

[Signature]  
(Signature) Robert Young  
President  
(Title)

State of California  
County of Orange

On this 14th day of October, 19 97, before me Michelle White, Notary Public personally appeared Robert Young, known to me, or proved to me, to be the President of the corporation that is described in and that executed the within instrument and acknowledged to me that such corporation executed same.

My Commission Expires: 6/23/2000 Michelle White  
(Notary Public)

Notarial Seal

\*\*\*\*\*

The Consent of Appointment below must be signed by the registered agent listed in number six.

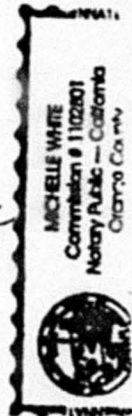
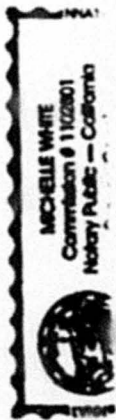
**CONSENT OF APPOINTMENT BY THE REGISTERED AGENT**

Tina Leland-Asst. Secretary for National

I, Registered Agents, Inc., hereby give my consent to serve as the  
(name of registered agent)

registered agent for Business Calling Plan, Inc.  
(corporate name)

Dated Oct 16 19 97 Tina Leland  
(signature of registered agent)





(10) The aggregate number of its issued shares, itemized by classes, par value of shares, shares without par value, and series, if any, within a class, is:

Number of shares	Class	Series	Par value per share or statement that shares are without par value
<u>4,500</u>	<u>Common</u>	<u>          </u>	<u>No Par Value</u>
<u>          </u>	<u>          </u>	<u>          </u>	<u>          </u>
<u>          </u>	<u>          </u>	<u>          </u>	<u>          </u>

(11) The amount of its stated capital is \$ 450,000.00  
Shares issued times par value equals stated capital. In the case of no par value stock, stated capital is the consideration received for the issued shares.

(12) This application is accompanied by a CERTIFICATE OF FACT or a CERTIFICATE OF GOOD STANDING duly acknowledged by the secretary of state or other officer having custody of corporate records in the state or country under whose laws it is incorporated.

(13) That such corporation shall not directly or indirectly combine or make any contract with any incorporated company, foreign or domestic, through their stockholders or the trustees or assigns of such stockholders, or with any copartnership or association of persons, or in any manner whatever to fix the prices, limit the production or regulate the transportation of any product or commodity so as to prevent competition in such prices, production or transportation or to establish excessive prices therefor.

(14) That such corporation, as a consideration of its being permitted to begin or continue doing business within the State of South Dakota, will comply with all the laws of the said State with regard to foreign corporations.

The application must be signed, in the presence of a notary public, by the chairman of the board of directors, or by the president or by another officer.

I DECLARE AND AFFIRM UNDER THE PENALTY OF PERJURY THAT THIS APPLICATION IS IN ALL THINGS, TRUE AND CORRECT.

Dated 10/14 19 97

[Signature]  
 (Signature) Robert Young  
President  
 (Title)

State of California  
County of Orange

On this 14th day of October, 19 97, before me Michelle White, Notary Public personally appeared Robert Young, known to me, or proved to me, to be the President of the corporation that is described in and that executed the within instrument and acknowledged to me that such corporation executed same.

My Commission Expires: 6/23/2000 Michelle White  
(Notary Public)

Notarial Seal

\*\*\*\*\*

The Consent of Appointment below must be signed by the registered agent listed in number six.

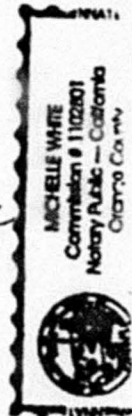
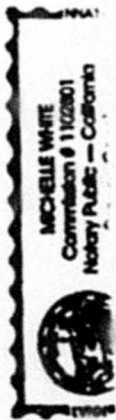
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registered agent for Business Calling Plan, Inc.  
(corporate name)

Dated Oct 16 19 97 Tina Leland  
(signature of registered agent)





**GREG L. ERIKSEN - BAR #113420**  
**ATTORNEY CLIENT TRUST ACCOUNT**  
 2560 N. SANTIAGO BLVD  
 ORANGE, CA 92867 (714) 974-9100

**ORANGE NATIONAL BANK**  
 ORANGE, CA 92667  
 90-3765/1222

0070

12/30/97

PAY TO THE ORDER OF South Dakota Public Utilities Commission \$\*\*250.00

Two Hundred Fifty and 00/100\*\*\*\*\* DOLLARS

Security features included. Details on back.

South Dakota Public Utilities Commission

MEMO Business Calling Plan, Inc.

⑈000070⑈ ⑆⑆22237654⑆ 70⑆⑈48⑆⑆??⑈

South Dakota  
Public Utilities Commission  
State Capitol 500 E. Capitol  
Pierre, SD 57501-5070  
Phone: (605) 773-3705  
Fax: (605) 773-3809

# TELECOMMUNICATIONS SERVICE FILINGS

These are the telecommunications service filings that the Commission has received for the period of:

01/02/98 through 01/08/98

If you need a complete copy of a filing faxed, overnight expressed, or mailed to you, please contact Delaine Kolbo within five days of this filing.

DOCKET NUMBER	TITLE/STAFF/SYNOPSIS	DATE FILED	INTERVENTION DEADLINE
<b>REQUEST FOR CERTIFICATE OF AUTHORITY</b>			
TC98-001	Application by A C S TEL COM INC. for a Certificate of Authority to operate as a telecommunications company within the state of South Dakota. (Staff: TS/KC) "A C S TEL COM offers two types of card services: (1) A Post-paid calling card services; and, (2) A Prepaid calling card service."	01/02/98	01/23/98
TC98-002	Application by Business Calling Plan, Inc. for a Certificate of Authority to operate as a telecommunications company within the state of South Dakota. (Staff: TS/CH) "Applicant offers outbound, switched access ... services designed primarily for small business customers."	01/08/98	01/23/98
TC98-003	Application by Telephone Company of Central Florida, Inc. for a Certificate of Authority to operate as a telecommunications company within the state of South Dakota. (Staff: TS/KC) "The Company, proposes to provide intrastate long distance service in conjunction with its interstate long distance service.... The Company plans on offering the following services to its customers: Direct Dial 1+, Inbound Toll Free, Travel Card, Debit Card, Casual Calling, and Directory Assistance."	01/08/98	01/23/98
<b>APPLICATION FOR REHEARING</b>			
TC97-163	U S WEST Communications, Inc. applied for a rehearing in the docket granting it designation as an eligible telecommunications carrier. "U S WEST respectfully requests that the Commission rehear and reconsider Finding of Fact XX, Conclusion of Law VI to the extent that it addresses single party service, and the FURTHER ORDERED provision relative to single party service on page 6 of the December 17, 1997 order in this docket to allow U S WEST to rely on the approved timetable as allowed by the FCC order." (Staff: HB/KC)	01/08/98	

**Important Notice:** The Commission is compiling a list of internet addresses. If you have an internet address please notify the Commission by E-mailing it to Terry Norum at [terryn@puc.state.sd.us](mailto:terryn@puc.state.sd.us) Faxing the address to the Commission at 605-773-3809

**BEFORE THE PUBLIC UTILITIES COMMISSION  
OF THE STATE OF SOUTH DAKOTA**

IN THE MATTER OF THE APPLICATION OF )  
BUSINESS CALLING PLAN, INC. FOR A )  
CERTIFICATE OF AUTHORITY TO PROVIDE )  
TELECOMMUNICATIONS SERVICES IN )  
SOUTH DAKOTA )

ORDER GRANTING  
CERTIFICATE OF  
AUTHORITY

TC98-002

On January 8, 1998, the Public Utilities Commission (Commission), in accordance with SDCL 49-31-3 and ARSD 20:10:24:02, received an application for a certificate of authority from Business Calling Plan, Inc. (BCPI).

BCPI is a non-facility-based interexchange resale provider which proposes to offer outbound, switched access interexchange telecommunications services throughout South Dakota. A proposed tariff was filed by BCPI. The Commission has classified long distance service as fully competitive.

On January 8, 1998, the Commission electronically transmitted notice of the filing and the intervention deadline of January 23, 1998, to interested individuals and entities. No petitions to intervene or comments were filed and at its regularly scheduled March 10, 1998, meeting, the Commission considered BCPI's request for a certificate of authority. Commission Staff recommended granting a certificate of authority, subject to the condition that BCPI not offer a prepaid calling card or require deposits or advance payments without prior approval of the Commission.

The Commission finds that it has jurisdiction over this matter pursuant to Chapter 49-31, specifically 49-31-3 and ARSD 20:10:24:02 and 20:10:24:03. The Commission finds that BCPI has met the legal requirements established for the granting of a certificate of authority. BCPI has, in accordance with SDCL 49-31-3, demonstrated sufficient technical, financial and managerial capabilities to offer telecommunications services in South Dakota. The Commission approves BCPI's application for a certificate of authority, subject to the condition that BCPI not offer a prepaid calling card or require deposits or advance payments without prior approval of the Commission. As the Commission's final decision in this matter, it is therefore

ORDERED, that BCPI's application for a certificate of authority is hereby granted, subject to the condition that BCPI not offer a prepaid calling card or require deposits or advance payments without prior approval of the Commission. It is

FURTHER ORDERED, that BCPI shall file informational copies of tariff changes with the Commission as the changes occur.

Dated at Pierre, South Dakota, this 16<sup>th</sup> day of March, 1998.

CERTIFICATE OF SERVICE	
The undersigned hereby certifies that this document has been served today upon all parties of record in this docket, as listed on the docket service list, by first class mail, in properly addressed envelopes, with charges prepaid thereon.	
By:	<u>Debra Kachko</u>
Date:	<u>3/17/98</u>
(OFFICIAL SEAL)	

BY ORDER OF THE COMMISSION:

James A. Burg  
JAMES A. BURG, Chairman

Pam Nelson  
PAM NELSON, Commissioner

Laska Schoenfelder  
LASKA SCHOENFELDER, Commissioner



# SOUTH DAKOTA PUBLIC UTILITIES COMMISSION

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## CERTIFICATE OF AUTHORITY

To Conduct Business As A Telecommunications Company  
Within The State Of South Dakota

Authority was Granted March 10, 1998  
Docket No. TC98-002

*This is to certify that*

**BUSINESS CALLING PLAN, INC.**

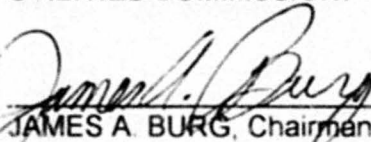
*is authorized to provide telecommunications services in South Dakota.*

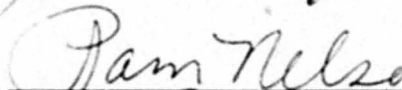
This certificate is issued in accordance with SDCL 49-31-3 and ARSD 20:10:24:02, and is subject to all of the conditions and limitations contained in the rules and statutes governing its conduct of offering telecommunications services.

Dated at Pierre, South Dakota, this 16<sup>th</sup> day of March, 1998.

SOUTH DAKOTA PUBLIC  
UTILITIES COMMISSION:



  
\_\_\_\_\_  
JAMES A. BURG, Chairman

  
\_\_\_\_\_  
PAM NELSON, Commissioner

  
\_\_\_\_\_  
LASKA SCHOENFELDER, Commissioner