

Andrew D. Lipman
Danielle Burt
Phone: (202) 373-6000
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June 23, 2008

By Overnight Mail

Patricia Van Gerpen, Executive Director
South Dakota Public Utilities Commission
500 E. Capitol Avenue
State Capitol Building, 1st Floor
Pierre, SD 57501

**Re: Application of NexUSTel, LLC for a Certificate of Authority to Provide
Resold Interexchange Telecommunications Services in the State of South
Dakota**

Dear Ms. Van Gerpen:

On behalf of NexUSTel, LLC ("NexUSTel"), enclosed for filing are an original and ten (10) copies of the above-referenced Application. Also enclosed is a check in the amount of \$250 to cover the filing fee.

Applicant requests confidential treatment of Exhibit C. The information submitted as Exhibit C constitutes commercially sensitive and competitively significant financial information that is not otherwise released to the public. Unrestricted availability of this information would provide competitors with knowledge that would be otherwise unavailable and could place the Applicant at a competitive disadvantage. Confidential and confidential treatment is therefore required to avoid commercial and competitive injury.

Please date-stamp the enclosed extra copy of this filing and return it in the self-addressed, postage paid envelope provided. Should you have any questions concerning this filing, please do not hesitate to contact Danielle Burt at (202) 373-6039.

Respectfully submitted,



Andrew D. Lipman
Danielle Burt

Counsel for NexUSTel, LLC

Boston
Hartford
Hong Kong
London
Los Angeles
New York
Orange County
San Francisco
Santa Monica
Silicon Valley
Tokyo
Walnut Creek
Washington

Bingham McCutchen LLP
2020 K Street NW
Washington, DC
20006-1806

T 202.373.6000
F 202.373.6001
bingham.com

A/72561702.1

Correspondence or communications pertaining to this Application should be directed to:

Andrew D. Lipman
Danielle C. Burt
Bingham McCutchen LLP
2020 K Street, N.W.
Washington, D.C. 20006
(202) 373-6000 (Telephone)
(202) 373-6001 (Facsimile)
danielle.burt@bingham.com

2. 20:10:24:02(2) Legal and Organizational Structure of the Applicant.

NexUSTel is a Delaware limited liability company formed on January 22, 2008. A copy of its incorporation documents are attached hereto as **Exhibit A**. NexUSTel has no parent or subsidiary. The major stockholder of NexUSTel, LLC is:

Cassara Acquisition Group, LLC - Managing Member, 100% common stock
125 Canal Landing Blvd.
Rochester, NY 14626

3. 20:10:24:02(4) Certificate of Authority to Transact Business.

A copy of NexUSTel's Certificate of Authority to Transact Business as a foreign corporation in South Dakota is attached hereto as **Exhibit B**.

4. 20:10:24:02(5). Location of Principal Office in South Dakota and Registered Agent.

Applicant does not currently have an office within South Dakota. NexUSTel's registered agent in South Dakota is:

Capitol Corporate Services, Inc.
300 South Phillips Ave.
Sioux Falls, SD 57104

5. 20:10:24:02(6) and 20:10:24:02(7). Description of Services.

NexUSTel seeks to provide resold interexchange telecommunications services to and from all points in the State of South Dakota. NexUSTel intends to offer retail voice services on

a prepaid and presubscribed basis, including inter-LATA and intra-LATA toll service. NexUSTel intends to use Global Crossing and Verizon as its underlying providers.

6. 20:10:32:03(8). Geographic Area to be Served.

NexUSTel seeks authority to provide resold interexchange telecommunications services to and from all points in the State of South Dakota. Therefore, NexUSTel seeks statewide authority.

7. 20:10:24:02(9). Financial Qualifications.

NexUSTel, LLC was formed on January 22, 2008, and therefore does not yet have financial statements for a twelve month period, nor does Applicant have audited financial statements. NexUSTel provides a current balance sheet and a statement of profit and loss, attached hereto as **Exhibit C**. This information is Confidential and is being filed under seal.

8. 20:10:24:02(10). Complaint Contact, Regulatory Contact, and Customer Service Matters.

Questions concerning the ongoing operations and regulatory issues of NexUSTel, including annual reports and fees, following certification should be directed to:

Regulatory and Annual Reports Contact

Jorge Asecio, President
9700 S. Dixie Highway
Miami, FL 33156
Tel: (786) 521-6074
Fax: (585) 220-1720

Fees and Assessments Contact

Robert DePalma, Chief Financial Officer
125 Canal Landing Blvd.
Rochester, NY 14626
Tel: (585) 720-1700 Ext. 108
Fax: (585) 720-1790

Questions concerning customer service matters, such as complaints and billing, should be directed to:

Sonia Varas, Director of Customer Service
9700 S. Dixie Highway
Suite 550
Miami, FL 33156
Telephone: (786) 220-3720
Toll Free: (877) 639-8775

9. 20:10:24:02(11). Billing.

NexUSTel will directly bill and collect charges from its customers.

10. 20:10:24:02(12). Solicitation of New Customers; Slamming.

NexUSTel intends to directly market its services to customers in the State of South Dakota. In addition, NexUSTel will comply with South Dakota law and the Federal Communications Commission's ("FCC") regulations governing changing a customer's primary interexchange carrier. A sample Letter of Agency is attached hereto as **Exhibit D.**

11. 20:10:24:02(13). Availability of Information on Rates, Terms and Conditions of Service.

NexUSTel will make its telecommunication rates, terms and conditions available at its office or by email to any person upon request.

12. 20:10:24:02(14). Customer Notification.

NexUSTel will provide notice to customers of any adverse changes to its rates, terms and conditions of service. The notice will be made by bill insert or direct mailing at least thirty (30) days in advance of the change.

13. 20:10:24:02(15). Current Authority to Provide Service.

NexUSTel is in the process of obtaining authority to provide resold interexchange services in all states with the exception of Alaska and Hawaii. NexUSTel is currently authorized to provide

telecommunications services in Colorado, Florida, Georgia, Indiana, Iowa, Michigan, Montana, New Jersey, New York, North Carolina, Texas, Utah, Virginia, Washington and Wisconsin. NexUSTel has applications to provide telecommunications services pending in Alabama, Arizona, Arkansas, California, Connecticut, Delaware, Idaho, Illinois, Massachusetts, Minnesota, Missouri, New Mexico, Oklahoma, Oregon and Pennsylvania. NexUSTel is also authorized by the Federal Communications Commission. NexUSTel has not been denied requested certification in any jurisdiction, nor has any permit, license, or certificate been revoked by any authority.

14. 20:10:24:02(16). Marketing.

NexUSTel intends to market its services to residential and business customers in the State of South Dakota. Applicant plans to market its services through the use of direct marketing and sales.

15. 20:10:24:02(17). Federal Tax Identification Number and South Dakota Sale Tax Number.

Applicant's federal tax identification number is 26-1802267. Applicant's has applied for but not yet received its South Dakota sales tax number. Applicant will provide a supplement to this application upon receipt of a sales tax number.

16. 20:10:24:02(18). Complaints Against Applicant.

There are no pending complaints against Applicant in any jurisdiction regarding the unauthorized switching of a customer's telecommunications provider or the act of charging customers for services that have not been ordered.

17. 20:10:24:02(19). Waivers.

NexUSTel request all waivers routinely granted to providers of resold interexchange services, including prepaid calling services.

18. 20:10:24:02(20). Other information.

NexUSTel is well qualified to provide telecommunications services in South Dakota. NexUSTel's management team has over 20 years experience in the telecommunications industry and is well equipped to manage the Applicant's provision of services in South Dakota. The officers of Applicant are as follows:

Jorge Asecio, President and Chief Executive Officer
Robert DePalma, Chief Financial Officer
Gonzalo Alvarez, Vice President, Information Technology
Manuel Molina, Vice President of Operations
Anthony Cassara, Treasurer

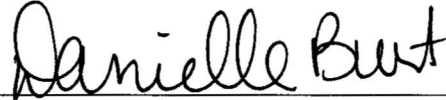
A copy of the biographies of Applicant's key management personnel is provided as **Exhibit E.**

19. Public Interest Considerations.

Granting this Application will promote the public interest by increasing competition in the provision of telecommunications services in South Dakota. NexUSTel will deploy and expand a competitive telecommunications infrastructure in the State. NexUSTel will provide customers high quality, cost effective telecommunications services, with an emphasis on customer service. In addition to driving prices closer to costs, thereby ensuring just and reasonable rates, competition also promotes efficiency in the delivery of services and in the development of new services. These benefits work to maximize the public interest by providing continuing incentives for carriers to reduce costs while, simultaneously, promoting the availability of potentially desirable services.

For the reasons stated above, Applicant respectfully submits that the public interest, convenience, and necessity would be furthered by a grant of this Application for the authority to provide resold interexchange telecommunications services.

Respectfully submitted,

A handwritten signature in black ink that reads "Danielle Burt". The signature is written in a cursive style and is positioned above a horizontal line.

Andrew D. Lipman
Danielle C. Burt
Bingham McCutchen LLP
2020 K Street, N.W.
Washington, D.C. 20006
(202) 373-6000 (Telephone)
(202) 373-6001 (Facsimile)
danielle.burt@bingham.com

Counsel for NexUSTel, LLC

Dated: June 23, 2008

LIST OF EXHIBITS

EXHIBIT A	Certificate of Formation
EXHIBIT B	Certificate of Authority to Transact Business
EXHIBIT C	Financial Statements -CONFIDENTIAL
EXHIBIT D	Sample Letter of Agency
EXHIBIT E	Management Biographies

VERIFICATION

EXHIBIT A

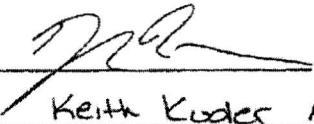
Certificate of Formation

State of Delaware
Secretary of State
Division of Corporations
Received 11:59 AM 01/22/2008
FILED 11:22 AM 01/22/2008
080066603 - 4490662 FILE

CERTIFICATE OF FORMATION
OF
NEXUSTEL LLC

- 1 The name of the limited liability company is NEXUSTEL LLC
- 2 The address of its registered office in the State of Delaware is:
Corporation Trust Center, 1209 Orange Street, in the City of Wilmington,
Delaware 19801. The name of its registered agent at such address is The
Corporation Trust Company

IN WITNESS WHEREOF, the undersigned have executed this Certificate
of Formation of NEXUSTEL LLC this 17th day of January, 2008



Keith Kuder, AUTHORIZED PERSON

Delaware

PAGE 1

The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF FORMATION OF "NEXUSTEL LLC", FILED IN THIS OFFICE ON THE TWENTY-SECOND DAY OF JANUARY, A.D. 2008, AT 11:22 O'CLOCK A.M.



4490662 8100

080066603

You may verify this certificate online
at corp.delaware.gov/authver.shtml

Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 6326345

DATE: 01-22-08

Delaware

PAGE 1

The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "NEXUSTEL LLC" IS DULY FORMED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE THIRTY-FIRST DAY OF JANUARY, A.D. 2008.

AND I DO HEREBY FURTHER CERTIFY THAT THE ANNUAL TAXES HAVE NOT BEEN ASSESSED TO DATE.

4490662 8300

080105469

You may verify this certificate online
at corp.delaware.gov/authver.shtml



Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 6352235

DATE: 01-31-08

EXHIBIT B

Certificate of Authority to Transact Business

State of South Dakota



OFFICE OF THE SECRETARY OF STATE

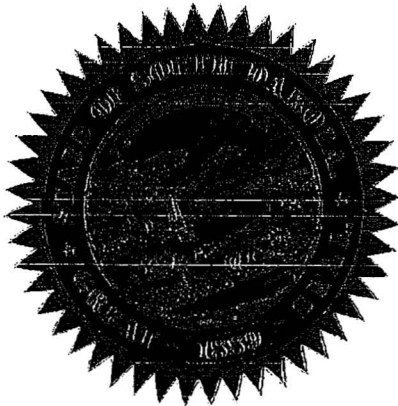
Certificate of Authority Limited Liability Company

ORGANIZATIONAL ID #: FL004030

I, **Chris Nelson**, Secretary of State of the State of South Dakota, hereby certify that duplicate of the Application for a Certificate of Authority of **NEXUSTEL LLC (DE)** to transact business in this state duly signed and verified pursuant to the provisions of the South Dakota Limited Liability Company Act, 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 for certificate of authority.

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 April 16, 2008.



Chris Nelson

Chris Nelson
Secretary of State

SECRETARY OF STATE
STATE CAPITOL
500 E. CAPITOL AVE.
PIERRE, S.D. 57501
605-773-4843

16th day of
April 2008

**CERTIFICATE OF AUTHORITY APPLICATION
OF A
FOREIGN LIMITED LIABILITY COMPANY**

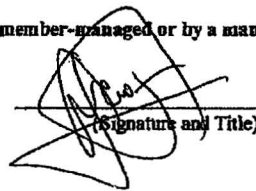
**RECEIVED
APR 16 2008
S.D. SEC. OF STATE**

1. The name of the foreign limited liability company is: NexUStel LLC
2. The name of the state or country under whose laws it is organized is: Delaware
3. The street address of its principal office is: 9100 S Dadeland Blvd, Suite 1500 Miami Florida 33156
4. The address of its initial designated office in South Dakota is: 300 South Phillips Avenue, Suite 300 Sioux Falls South Dakota 57104
5. The name and street address of its initial agent for service of process in South Dakota is: Capitol Corporate Services, Inc. 300 South Phillips Avenue, Suite 300 Sioux Falls South Dakota 57104
6. The date of organization is 01/22/2008, and the period of duration is: Perpetual
7. If the company is manager-managed, rather than member-managed, the name and address of each initial manager:
Cassara Acquisition Group, LLC 125 Canal Landing Blvd Rochester NY 14628

8. Whether one or more of the members of the company are to be liable for its debts and obligations under a provision similar to SDCL 47-34A-303 (c).
NO

This application must be signed by a member if the company is member-managed or by a manager if it's a manager-managed company.

Date 04/09/2008


(Signature and Title)

Manager

The Consent of Appointment below must be signed by the registered agent.

CONSENT OF APPOINTMENT BY THE REGISTERED AGENT

I, Capitol Corporate Services, Inc., hereby give my consent to serve as the
(name of registered agent)

registered agent for NexUStel LLC
(limited liability company name)

Dated 4/15/08 Basilio A. Karyzias
(signature) *Asst Sec.*

FILING INSTRUCTIONS:

- FILING FEE \$550
- One original and one exact or conformed copy must be submitted
- The application must be accompanied by an original, currently dated *Certificate of Good Standing or Existence* from the Secretary of State in the state where it is organized.

EXHIBIT C

Financial Statements – CONFIDENTIAL

(Filed Under Seal)

EXHIBIT D

Sample Letter of Agency

SAMPLE LETTER OF AUTHORIZATION

Dear NexUSTel Customer:

Thank you for choosing NexUSTel, LLC ("NexUSTel") as your long distance telephone service provider. Government regulations require that you explicitly authorize and request that your service be transferred to NexUSTel.com. The process may take up to fifteen business days to complete. NexUSTel will notify you when your services are transferred, and we will notify you if there are unexpected delays.

By filling in all fields below and signing and dating this letter you authorize NexUSTel to begin transferring your long distance services to NexUSTel.

Service Address: (no P.O. Boxes)

Billing Address: (if different from Service Address)

Customer Name _____

Billing Name _____

Address _____

Address _____

City _____ State _____ Zip _____

City _____ State _____ Zip _____

Main Billing Telephone Number:

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**Additional Telephone Number(s)
Associated with this Billing Address:**

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- Selected Service Type(s):**
- IntraLATA Toll (Local Toll) Service
 - InterLATA Long Distance Service
 - International Long Distance Service

Note: We list these choices separately because for a single telephone number you have the option to select different providers for each type of service. You may not have more than one provider for each TYPE of service.

Current Service Provider(s):

IntraLATA Toll (Local Toll): _____

InterLATA Long Distance: _____

International Long Distance: _____

PLEASE DO NOT PLACE ANY NEW SERVICE ORDERS WITH YOUR CURRENT SERVICE PROVIDER ON THIS ACCOUNT, AS THIS WILL CAUSE DELAY IN TRANSFERRING YOUR SERVICE.

Authorization to Switch IntraLATA Toll, InterLATA Long Distance, and/or International Long Distance: By signing below I designate NexUSTel to act as my agent for the preferred carrier change(s) for the service type(s) selected above. By signing below, I also authorize NexUSTel or its designated agent to obtain billing information, customer service records and other network information required to provide me with NexUSTel services. I understand that only one service provider may be designated as my interstate or interLATA long distance carrier for any one telephone number. I also understand that I may consult with NexUSTel as to whether a fee will apply to the changes resulting from the completion of this form. By signing below I verify that I am authorized, as the subscriber, to make changes to the lines/numbers listed above, or on any attached sheet.

Customer Signature _____

Date _____

Name/Title _____

EXHIBIT E

Key Management Biographies

Jorge Asecio – President and CEO

In his position as President of NexUSTel, Asecio presides over the business development, sales and operations functions of NexUSTel from the offices in Miami, Florida. General Manager with over 20 years of diversified management experience in different industries, including the last 12 years in senior management positions in the telecommunications industry. Most recently, served for 7 years as CEO of Americatel Corporation, a \$200M long distance Telecommunications Company based in Miami, oriented to the fast-growing Hispanic market in the United States. Has served as CEO and Board Member of several companies and has hands-on experience in senior sales and marketing positions, both in public and private companies, with retail product offerings, marketing, budgeting and forecasting and customer care and CRM procedures. Started his professional career as Under-Secretary of Economy in the Chilean government and worked with six different Secretaries between 1983 and 1989. Also worked in senior management positions for a private retirement fund and one of the largest insurance companies in Chile. Served as Professor of Economics, Business and Social Science in several universities and received the 2002 Award of Excellence – USA, from the magazine America Economía. Mr. Asecio holds a bachelor of Business Administration and Economics degree from the Universidad de Concepción, Concepción, Chile.

Gonzalo Alvarez – Vice President Information Technology

In his position as Vice President of Information Technology, Alvarez is responsible for all IT/IS initiatives to build and support NexUSTel's operations. Alvarez is the principle responsible for selecting and contracting for all underlying platforms and systems necessary to support NexUSTel's products and its billing and customer service functions. Alvarez is an International executive manager with 14 years of multidisciplinary experience in Information Systems, Information Technology, software definition, strategy, business development, and project management. Key accomplishments include the successful development and management of the Americatel IT department. In this role he created a billing process and software application to process \$300M in annual sales. In addition he also defined and coordinated the implementation of a redundant EMC platform, a Business Intelligence solution and a Customer Resource Management solution which integrated customer information from multiple legacy applications. Mr. Alvarez is a 1991 graduate of Pontificia Universidad Católica de Chile, School of Engineering, Santiago, Chile.

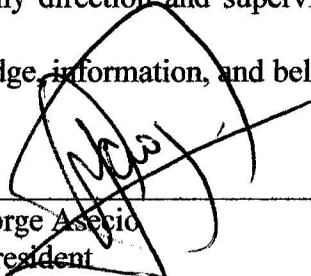
Manuel Molina – Vice President of Operations

In his position as Vice President of Operations, Molina is responsible for the specification, implementation, and management of the voice access and termination networks, and voice switching systems for NexUSTel LLC. Molina has more than 15 years of professional experience in engineering and operations in telecommunications, including voice and data communications over diverse transport media. Molina has experience with optical and satellite

communications, IP networking, network security and Internet communications. Mr. Molina progressed through a variety of management positions at Americatel from 1995 through 2007. As Director of Engineering at Americatel, he was responsible for network optimization and system evaluation and purchase for all network elements. Mr. Molina began his career at Entel Chile as a Data Network Engineer. Mr. Molina holds a BS degree in Electrical Engineering from Federico Santa Maria Technical University in Valparaiso, Chile.

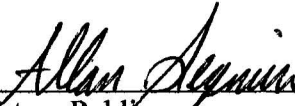
VERIFICATION

I, Jorge Asecio, state that I am President of NexUSTel, LLC, the Applicant to the foregoing Application; that I am authorized to make this Verification on behalf of NexUSTel, LLC; that the foregoing filing was prepared under my direction and supervision; and that the contents are true and correct to the best of my knowledge, information, and belief.



Jorge Asecio
President
NexUSTel, LLC

Sworn and subscribed before me this 20TH day of June, 2008.



Allan Sequin
Notary Public

My commission expires March 21, 2010



Allan Coqueira
Commission #DD531358
Expires: MAR. 21, 2010
www.AARONNOTARY.com