

BEFORE THE SOUTH DAKOTA
PUBLIC UTILITIES COMMISSION

In the matter of the Applications of:

NORLIGHT, INC.

for Authority to provide Interexchange
Services in the State of South Dakota

Docket No:

APPLICATION

Norlight, Inc. (hereafter "Norlight" or "Applicant"), by and through counsel, pursuant to S.D. Codified Laws § 49-31-76 and the rules and regulations of the South Dakota Public Utilities Commission (hereafter "Commission") hereby submits its Application for Certification of Authority to provide interexchange services throughout the State of South Dakota.

In support of its application, Applicant states the following:

- (1) The applicant's name, address, telephone number, facsimile number, web page URL, and E-mail address;

Answer: Norlight, Inc.
8829 Bond Street
Overland Park KS 66214
Telephone: 800.599.5000
Fax: 913.495.5583
Web: www.norlight.com
E-Mail: qcom-regulatory@qservices.com

- (2) A description of the legal and organizational structure of the applicant's company;

Answer: Applicant is a corporation formed and in good standing under the laws of the State of Kentucky. A copy of the Applicant's Certificate of Existence is attached as Exhibit 1. Applicant currently has three Board members and nine corporate officers.

Board Members: Albert E. Cinelli, Chairman
John P. Cinelli
Lohn H. Weber

Officers: John P. Cinelli, President
Ed Corr, Vice-President – Tax
Lohn H. Weber, Vice-President Treasurer & C.F.O.

Dan King, Secretary and Corporate Counsel
Patrick Heck, Vice-President
Marc Rouleau, Vice-President – Chief Information
Officer

These Directors and officers may be reached at the following
address:

Norlight, Inc.
8829 Bond Street
Overland Park KS 66214

(3)The name under which the applicant will provide interexchange services if different
than in subdivision (1) of this section;

Answer: Applicant will only use its legal name to provide service in South
Dakota.

(4)A copy of the applicant's certificate of authority to transact business in South Dakota
from the Secretary of State;

Answer: See attached Exhibit 2.

(5)The location of the applicant's principal office, if any, in this state and the name and
address of its current registered agent, if applicable;

Answer: Applicant does not have an office in the State of South Dakota. Its
Registered Agent is as follows:

National Registered Agents, Inc.
300 S. Phillips Ave, Suite 300
Sioux Falls SD 57104-6322

(6)A list and specific description of the telecommunications services the applicant
intends to offer;

Answer: Applicant intends to provide Intrastate interexchange voice and
data services

(7)A detailed statement of how the applicant will provide its services;

Answer: Norlight, Inc. purchase wholesale interexchange voice and data
services from various long distance service providers, packages
and resells that service to our retail customers.

(8)A service area map or narrative description indicating with particularity the
geographic area proposed to be served by the applicant;

Answer: Norlight plans to offer our products to selected residential and business customers in various markets throughout South Dakota.

(9) For the most recent 12 month period, financial statements of the applicant including a balance sheet, income statement, and cash flow statement. The applicant shall provide audited financial statements, if available;

Answer: A Copy of Applicant's CONFIDENTIAL financial statements are being filed electronically herewith.

(10) The names, addresses, telephone number, facsimile number, E-mail address, and toll free number of the applicant's representatives to whom all inquiries must be made regarding complaints and regulatory matters and a description of how the applicant handles customer service matters;

Answer: All communications, correspondence and pleadings with respect to this Application, commission complaints and ongoing regulatory questions should be directed to the following:

Greg Garrelts
Norlight, Inc.
8829 Bond Street
Overland Park KS 66214
Telephone: 800.599.5000
Fax: 913.495.5583
Web: www.norlight.com
Email: qcom-regulatory@qservices.com

Customers may contact a customer service representative in an effort to resolve a dispute or concern. If the customer is not satisfied with the response provided by the customer service representative, customer may escalate the matter to a supervisor. The customer may also, at any time, contact the Commission to obtain assistance in resolving the matter.

(11) Information concerning how the applicant plans to bill and collect charges from customers;

Answer: Billing and collection for products and services provided to Norlight's retail residential and business customers will be accomplished through Norlight's current internal billing and collections processes and systems. No third party billing company will be utilized.

(12) Information concerning the applicant's policies relating to solicitation of new customers and a description of the efforts the applicant shall use to prevent the unauthorized switching of interexchange customers;

Answer: Pursuant to § 49-31-92, 93 and 99 Applicant will comply with South Dakota's Telecommunications Services rules related to solicitation and unauthorized changes of carrier, product and services changes.

(13) Information concerning how the applicant will make available to any person information concerning the applicant's current rates, terms, and conditions for all of its telecommunications services;

Answer: Pursuant to § 49-31-121 Applicant will comply with South Dakota's Telecommunications Services rules related to releasing confidential communications records without customer authorization.

(14) Information concerning how the applicant will notify a customer of any materially adverse change to any rate, term, or condition of any telecommunications service being provided to the customer. The notification must be made at least thirty days in advance of the change;

Answer: Pursuant to § 49-31-12.2 Applicant shall provide written notice 30 days, at a minimum, advance notice to its customers and the Commission of any rate increase.

(15) A list of the states in which the applicant is registered or certified to provide telecommunications services, whether the applicant has ever been denied registration or certification in any state and the reasons for any such denial, a statement as to whether or not the applicant is in good standing with the appropriate regulatory agency in the states where it is registered or certified, and a detailed explanation of why the applicant is not in good standing in a given state, if applicable;

Answer: Applicant is registered in the following states.

- Arizona (2003)
- Arkansas (2004)
- California (2008)
- Florida (2003)
- Georgia (2000)
- Idaho (2009)
- Illinois (1989)
- Indiana (2002)
- Iowa (2007)
- Kansas (1999)
- Kentucky (2001)
- Michigan (2003)

Minnesota (2008)
Mississippi (2007)
Missouri (1997)
Nebraska (2008)
Nevada (2007)
New York (2008)
North Carolina (2003)
North Dakota (2007)
Ohio (2002)
Oklahoma (2008)
Oregon (2007)
Pennsylvania (2008)
Tennessee (2001)
Texas (2007)
Washington (2008)
Wisconsin (2007)
Wyoming (2008)

Applicant has never been denied registration/certification in any state and Applicant is in good standing with all of the Public Service/Utility Commissions in the aforementioned states.

- (16) A description of how the applicant intends to market its services, its target market, whether the applicant engages in any multilevel marketing, and copies of any company brochures used to assist in the sale of services;

Answer: Applicant attests that it is in compliance with all FCC and state requirements regarding marketing and service provisions. Applicant uses only integrated direct marketing tactics to promote its products and services, including, referral partners, trade shows and pre-existing business relationships. Applicant does not use multi-level marketing in any manner.

- (17) Federal tax identification number;

Answer: 61-0927928

South Dakota sales tax number;

Answer: 73-001-610927928E-ST-001

- (18) The number and nature of complaints filed against the applicant with any state or federal regulatory commission regarding the unauthorized switching of a customer's telecommunications provider and the act of charging customers for services that have not been ordered;

Answer: Applicant has not had a Commission complaint filed for either of the foregoing reasons.

- (19) A written request for waiver of those rules the applicant believes to be inapplicable; and

Answer: No waiver requested.

- (20) Other information requested by the commission needed to demonstrate that the applicant has sufficient technical, financial, and managerial capabilities to provide the interexchange services it intends to offer consistent with the requirements of this chapter and other applicable rules and laws.

Answer: Any such information will be provided upon request.

The commission may require the production of audited financial statements and additional information to supplement that contained in the application. A company shall notify the commission of any changes in subdivisions (1), (3), (5), (8), and (10) of this section as they occur.

WHEREFORE, Applicant respectfully requests that the South Dakota Utility Commission grant this Application to issue a Certificate of Authority to permit Applicant to provide interexchange service in the State of South Dakota.

Respectfully Submitted,



Gregory Garrelts
Norlight, Inc.
8829 Bond Street
Overland Park KS 66214
913-754-3208
greg.garrelts@qservicesco.com

Commonwealth of Kentucky
Trey Grayson, Secretary of State

12/30/2008

Division of Corporations
Business Filings

P. O. Box 718
Frankfort, KY 40602
(502) 564-2848
<http://www.sos.ky.gov>

Certificate of Existence

Authentication Number: 74670

Jurisdiction: Norlight, Inc.

Visit <http://apps.sos.ky.gov/business/obdb/certvalidate.aspx> to authenticate this certificate.

I, Trey Grayson, Secretary of State of the Commonwealth of Kentucky, do hereby certify that according to the records in the Office of the Secretary of State,

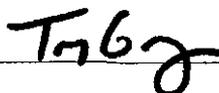
NORLIGHT, INC

is a corporation duly incorporated and existing under KRS Chapter 271B, whose date of incorporation is December 21, 1977 and whose period of duration is perpetual.

I further certify that all fees and penalties owed to the Secretary of State have been paid; that articles of dissolution have not been filed; and that the most recent annual report required by KRS 271B.16-220 has been delivered to the Secretary of State.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my Official Seal at Frankfort, Kentucky, this 30th day of December, 2008.





Trey Grayson
Secretary of State
Commonwealth of Kentucky
74670/0085590

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State of South Dakota



OFFICE OF THE SECRETARY OF STATE

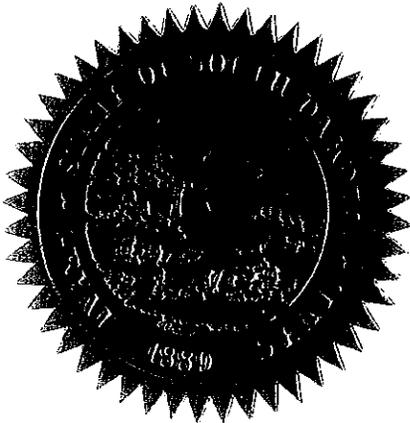
Certificate of Authority

ORGANIZATIONAL ID #: FB031894

I, **Chris Nelson**, Secretary of State of the State of South Dakota, hereby certify that the Application for a Certificate of Authority of **NORLIGHT, INC. (KY)** 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.

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 August 8, 2007.



Chris Nelson

Chris Nelson
Secretary of State