

BEFORE THE PUBLIC UTILITIES COMMISSION
OF THE STATE OF SOUTH DAKOTA

In the Matter of the Application of)
Pac-West Telecomm, Inc. for a Certificate of)
Public Convenience and Necessity to Provide)
Facilities Based and Resold)
Local Exchange and Interexchange Services within)
The State of South Dakota)

**APPLICATION OF PAC-WEST TELECOMM, INC. FOR A CERTIFICATE
OF PUBLIC CONVENIENCE AND NECESSITY**

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In the Matter of the Application of)
Pac-West Telecomm, Inc. for a Certificate of) Docket No. _____
Public Convenience and Necessity to Provide)
Facilities Based and Resold)
Local Exchange and Interexchange Services within)
The State of South Dakota)

APPLICATION FOR CERTIFICATION TO PROVIDE LOCAL EXCHANGE AND INTEREXCHANGE SERVICES

Pac-West Telecomm, Inc. (“Pac-West” or “Applicant”), by its attorneys and pursuant to South Dakota Codified Laws § 49-31-1 through 49-31-89 and the Telecommunications Act of 1996, respectfully requests, pursuant to the Administrative Rules of South Dakota, specifically ARSD 20:10:24:02 and 20:10:32:03, that the Public Utilities Commission of the State of South Dakota grant it a Certificate of Public Convenience and Necessity to provide facilities-based and resold local exchange and interexchange telecommunications services in the State of South Dakota. In support thereof, Applicant provides the following information:

1. Name, Address, and Telephone Number (20:10:24:02(1) & 20:10:32:03(1))

Applicant’s legal name, principal place of business, telephone number, facsimile number and web page URL are:

Pac-West Telecomm, Inc.
4210 Coronado Avenue
Stockton, California 95204
Telephone: (877) 626-4325
Facsimile: (209) 444-3536
Website/URL: www.pacwest.com

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

James C. Falvey
Vice President and Senior Counsel
Pac-West Telecomm, Inc.
420 Chinquapin Round Road
Suite 2-i
Annapolis, MD 21401
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Facsimile: (510) 380-5941

Email: JFalvey@pacwest.com

2. Legal Structure (20:10:24:02(2) & 20:10:32:03(2))

Pac-West Telecomm, Inc. is a privately held corporation, incorporated under the laws of the State of California. A copy of Applicant's amended and restated articles of incorporation is attached as Exhibit A.

3. Name Under Which Applicant will provide services (20:10:24:02(3) & 20:10:32:03(3))

Applicant will operate in the State of South Dakota under its legal name, Pac-West Telecomm, Inc. Applicant will not use an assumed or fictitious name in the State of South Dakota.

4. Location of Principal Office in South Dakota and Registered Agent (20:10:24:02(5) & 20:10:32:03(4))

Applicant does not currently maintain an office within the State of South Dakota. Applicant's registered agent in the State of South Dakota is:

Corporation Service Company
503 South Pierre Street
Pierre, SD 57501

5. Authority to Transact Business in South Dakota (20:10:24:02(4) & 20:10:32:03(5))

Applicant's certificate of authority as a foreign corporation from the South Dakota Secretary of State is attached as Exhibit B.

6. Provision of Service (20:10:32:03(6))

Applicant is well qualified to provide telecommunications services in South Dakota. Applicant currently offers a variety of wholesale telecommunications services, including local and long distance origination and termination, switched and special access, 8YY origination, managed modem, and collocation services.

Applicant is currently authorized to provide telecommunications services in the following states and districts: Alabama (Date approved 11/05/05); Arizona (8/27/99); California (12/20/95); Colorado (7/14/99); Delaware (12/05/05); District of Columbia (9/16/05); Florida (11/07/05); Georgia (11/17/05); Idaho (4/10/00); Illinois (2/08/06); Indiana (11/30/05); Kansas (12/02/05); Kentucky (10/26/05); Louisiana (11/29/05); Massachusetts (10/27/05); Michigan (12/20/05); Minnesota (2/21/06); Nevada (3/10/97); New Jersey (12/02/05); New Mexico (4/30/01); New York (1/24/06); North Carolina (10/14/05); Oregon (3/18/99); Rhode Island (10/20/05); Tennessee (1/10/06); Texas (12/13/05); Utah (5/08/00); Virginia (12/20/05); Washington (11/25/98); and Wisconsin (10/31/05). Additionally, Applicant intends to seek certification in additional states as it expands its services into new states and expects to ultimately seek authority in all fifty (50) states.

7. Names of Applicant's Affiliates, Subsidiaries and Parent Organizations
(20:10:32:03(7))

Applicant's sole shareholder is Pac-West Acquisition Company, LLC, a Washington limited liability company. Pac-West Acquisition Company, LLC is a wholly-owned subsidiary of Columbia Ventures Corporation, a Washington corporation.

Applicant has the following six subsidiaries: Installnet, Inc., a California corporation; PWT of New York, Inc., a Delaware corporation; PWT Services, Inc., a Delaware corporation; Pac-West Telecomm of Virginia, Inc., a Virginia corporation; U.S. Net Solutions, Inc., a California corporation; and Tex-Link Communications, Inc., a Texas corporation.

8. Proposed Services (20:10:24:02(6),(7) & 20:10:32:03(8))

In South Dakota, Applicant intends to operate as a switchless, non-facilities-based local resale carrier providing switched local telecommunications services to South Dakota businesses. Applicant seeks authority to provide switched and dedicated facilities-based and resold local

exchange and interexchange telecommunications services in the State of South Dakota. Applicant will initially offer basic local exchange services and interexchange toll services, including dial access and toll free services, and switched access to South Dakota businesses.

While Applicant will not initially offer prepaid local exchange and interexchange services, Applicant may offer such services in the future. Facilities-based local exchange service will be provided via (1) commercial wholesale agreement with incumbents, (2) Applicant's own facilities, or (3) a combination thereof. Initially, toll services will be provided via Applicant's underlying long distance carrier(s). Applicant, however, seeks the full range of resold and facilities-based local exchange and interexchange authority so that it can have the flexibility in provisioning services in the future. Customer service is available twenty-four (24) hours per day through the toll-free telephone number (877) 626-4325 and via email at amsupport@pacwest.com.

Grant of this application will promote the public interest by increasing telecommunications service competition in the State of South Dakota. Applicant will provide customers with high quality, cost effective telecommunications services. Applicant's entry into the state will promote competition, with its attendant benefits of lower prices, innovative new services, and improved customer responsiveness. In general, competition promotes efficiency in the delivery of services and in the development of new services, as a result of driving prices closer to costs. These benefits will help ensure just and reasonable rates and help work to maximize the public interest by providing continuing incentives for carriers to reduce costs and also providing the availability of potentially desirable services.

9. Geographic Area to be Served (20:10:24:02(8) & 20:10:32:03(9))

Applicant seeks authority to provide facilities-based and resold local exchange and interexchange telecommunications services to businesses. Initially, Applicant intends to provide local exchange service in the areas served by Qwest and does not plan to provide service in areas of any small or rural local exchange carriers. However, Applicant seeks statewide authority so that it may expand into other service areas as market conditions warrant and as additional service areas become open to competition. Applicant's exchanges will mirror those of the incumbent local exchange carrier in whose service territories Applicant will provide service. Therefore, Applicant has not included a map showing proposed service areas. Applicant intends to offer interexchange services on a statewide basis.

10. Technical Competence (20:10:32:03(10))

a. Management Personnel (20:10:32:03(10)(a))

A description of the background of Applicant's key personnel, which demonstrates the extensive telecommunications experience of Applicant's management team, is attached as Exhibit C.

b. Customer Complaint and Maintenance (20:10:32:03(10)(b))

Applicant's general email address for all Commission informal customer complaints:

amsupport@pacwest.com, or online at www.pacwest.com

Applicant's 24-hour customer service number is (877) 626-4325.

The Pac-West representative responsible for customer complaints:

Eva Fettig
Director, Regulatory Affairs
Pac-West Telecomm, Inc.
555 12th Street
Suite 250
Oakland, CA 94607

Telephone: (510) 380-5984
Facsimile: (510) 380-5972

11. Customer Access to 911, Operator Services, Interexchange Services, Directory Assistance and Telecommunications Relay Service (20:10:32:03(11))

Applicant will comply with all applicable laws and regulations relevant to the provision of these services.

12. Financial Qualifications (20:10:24:02(9) & 20:10:32:03(12))

A copy of Applicant's audited financial statements for its last three full years of operation 2007, 2008 and 2009, as well as internally-prepared interim statements for 2010 are attached *under seal* as Exhibit D. As reflected in the attached financials, Pac-West emerged from bankruptcy on November 30, 2007 and has a proven track record of strong financial performance since that time. Therefore, as outlined in more detail in the attached documents, Applicant possesses the requisite financial resources to provide all forms of resold and facilities-based local exchange and interexchange telecommunications services and is financially qualified to operate within the State of South Dakota.

13. Interconnection (20:10:32:03(13))

Applicant will initially offer services of other, non-incumbent carriers. Applicant has interconnection agreements with Qwest in Arizona, Colorado, Idaho, Oregon, Utah, and Washington. At this time, Applicant does not anticipate the need to resell the services of Qwest, but will contact Qwest to begin interconnection negotiations for South Dakota should such an agreement become necessary.

14. Marketing (20:10:24:02(16) & 20:10:32:03(14))

Applicant intends to market its services to business customers in the State of South Dakota. Applicant plans to market its services through its own sales employees and sales agents

to solicit customers by telephone or in person. Applicant, however, has not yet developed brochures or other materials to be used in marketing its services in South Dakota. Applicant does not plan to engage in multi-level marketing in South Dakota. Applicant will comply with South Dakota law and the Federal Communications Commission's ("FCC") regulations governing changing a customer's primary carrier(s).

15. Rural Carrier Interconnection (20:10:32:03(15))

Applicant does not currently seek to offer service in the area of a rural telephone company.

16. Current Authority to Provide Service (20:10:24:02(15) & 20:10:32:03(16))

The states where Applicant is currently authorized are listed in item 6 above. Applicant is currently in good standing with all the aforementioned states and districts. Additionally, Applicant has not been denied requested registration or certification in any jurisdiction.

17. Complaint Contact, Regulatory Contact, and Handling of Customer Service Matters (20:10:24:02(10) & 20:10:32:03(17))

a. general business and regulatory matters

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and Senior Counsel
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Suite 2-i
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Email: JFalvey@pacwest.com

b. inquires and customer's complaints

Eva Fettig
Director, Regulatory Affairs
Pac-West Telecomm, Inc.
555 12th Street

Suite 250
Oakland, CA 94607
Telephone: (510) 380-5984
Facsimile: (510) 380-5972
Email: EFettig@pacwest.com

- c. operating (network and service) issues

Debbie Tutt
Director, Customer Operations
Pac-West Telecomm, Inc.
4210 Coronado Avenue
Stockton, CA 95204
Telephone: (209) 926-3202
Facsimile: (209) 444-3536
Email: DTutt@pacwest.com

Applicant's general e-mail address for all Commission informal customer complaints:

amsupport@pacwest.com, or online at www.pacwest.com

Applicant's 24-hour customer service number is: (877) 626-4325.

In the event of a billing dispute, Applicant will perform a review of the disputed billing amount and attempt to reach a settlement to the mutual satisfaction of both parties. Following a full investigation to determine whether or not the charges are improper, Applicant may adjust the disputed bill.

18. Policies Regarding Customer Billing and Collection (20:10:24:02(11) & 20:10:32:03(18))

Applicant's customers will be billed directly and through its billing vendor, Mid America Computer Corporation, located at 111 Admiral Drive, P.O. Box 700, Blair, Nebraska 68008.

19. Policies Regarding Solicitation of New Customers (20:10:24:02(12) & 20:10:32:03(19))

Applicant will comply with all applicable laws and regulations to prevent the unauthorized switching of local service customers by the Applicant, its employees or agents. See

Paragraph 20 for more information.

20. Slamming and Cramming Complaints (20:10:24:02(18) & 20:10:32:03(20))

Applicant has never had complaints filed against it with any state or federal commission regarding the unauthorized switching of a customer's telecommunications provider and the act of charging customers for services that have not been ordered.

21. Availability of information (20:10:24:02(13) & 20:10:32:03(21))

Applicant will make its telecommunication rates, terms and conditions available to any person by making Applicant's tariffs available upon request at its office and by posting them online.

22. Notification of materially adverse changes (20:10:24:02(14) & 20:10:32:03(22))

Applicant will notify customers via written communication 30 days in advance of materially adverse changes to any rate, term, or condition of any telecommunications service being provided to the affected customer.

23. Written Request For Waiver (20:10:24:02(19) & 20:10:32:03(23))

Applicant requests a waiver of the local exchange map requirement. Applicant seeks authority to provide service statewide, and its local calling areas will mirror those of the incumbent carriers.

24. Federal Tax Identification Number and South Dakota Sales Tax Number (20:10:24:02(17) & 20:10:32:03(24))

Applicant's federal tax identification number is 68-0383568. Applicant's South Dakota tax license number is 1023-4396-WT.

25. Other Information (20:10:24:02(20) & 20:10:32:03(25))

Applicant is technically, financially, and managerially qualified to provide competitive local exchange and interexchange services in the State of South Dakota. Granting this

Application will promote the public interest by increasing competition in the provision of telecommunications services in the State of South Dakota. Applicant will provide customers high quality, cost effective telecommunications services, with an emphasis on customer service. Applicant's entry into the state will promote competition, with its attendant benefits of lower prices, innovative new services, and improved customer responsiveness. In general, competition drives 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.

WHEREFORE, Pac-West Telecomm, Inc. prays that the Public Utilities Commission of the State of South Dakota enter an order granting a certificate authorizing Pac-West Telecomm, Inc. to operate as a telecommunications company offering and providing local exchange and interexchange services pursuant to Section 49-31-3 of the South Dakota Codified Laws and Sections 20:10:24:02 and 20:10:32:03 of the Administrative Rules of South Dakota 37-15-201.

Respectfully submitted this 25th day of October, 2010.

Pac-West Telecomm



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