

BEFORE THE PUBLIC UTILITIES COMMISSION OF SOUTH DAKOTA

In the Matter of the Application of)
CINCINNATI BELL ANY)
DISTANCE INC.)
For a Certificate of) Docket No. TC 12-
Authority To Offer and Provide)
Competitive Resold Local)
Telecommunications Services)
In the State of South Dakota)

APPLICATION

Cincinnati Bell Any Distance Inc. (herein "CBAD" or "Applicant"), a Delaware corporation, files this Application Pursuant to ARSD § 20:10:32:02 and 20:10:32:03 respectfully requesting that the South Dakota Public Utilities Commission ("Commission") issue an order that grants CBAD a Certificate of Authority to Provide Competitive Resold Local Exchange Telecommunications Services in the Qwest Corporation d/b/a/ Century Link QC areas in the State of South Dakota. CBAD is currently a certified provider of long distance services in the State of South Dakota under authority granted to it by the Commission in Docket No. TC 94-430 dated December 30, 2003.

In support of its Application, CBAD respectfully provides the following information:

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

Cincinnati Bell Any Distance Inc.
221 East 4th Street Room 1280
Cincinnati, Ohio 45201
Toll Free telephone: 877 290-2777
Facsimile: 513 421-1367
Website: www.cincinnati-bell.com
Email: scott.ringo@cinbell.com

Correspondence concerning this Application should be addressed to.

D. Scott Ringo Jr.
Cincinnati Bell Any Distance Inc.
221 East 4th Street Room 1280
Cincinnati, Ohio 45201
Email: scott.ringo@cinbell.com
Telephone: 513 608-7715
Fax: 859 344-4952

2. A description of the legal and organizational structure of the applicant's company.

CBAD is a Delaware corporation and is in good standing. A copy of its Articles of Incorporation is attached hereto as Exhibit I. CBAD is a subsidiary of Cincinnati Bell Technology Solutions Inc. which is a subsidiary of Cincinnati Bell Inc., the holding company. A further description of the company's organizational structure can be found in the response to Number 7.

3. The name under which applicant will provide local exchange services if different than in subdivision (1) of this section.

Same as 1.

4. 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.

CBAD does not have an office located within the State of South Dakota. CBAD's registered agent is:

Corporation Service Corporation
503 Pierre Street
Pierre, SD 57501

5. A copy of its certificate of authority to transact business in South Dakota from the secretary of state.

CBAD's certificate from the secretary of state to transact business in South Dakota is provided in Exhibit II.

6. A description of the applicant's experience providing any telecommunications services in South Dakota or in other jurisdictions, including the types of services provided, and the dates and nature of state or federal authorization to provide the services.

CBAD has been a provider of long distance services nationally since 2004, and previously under a number of various other entities as far back as 1984. Cincinnati Bell Long Distance (CBLD) was the original company formed to provide long distance services in the 1980s. CBLD expanded it's operations to include local exchange services in the late 1990s on a regional basis around

it's home base of Cincinnati, Ohio. In 1999, the parent company, Cincinnati Bell Inc. acquired another national and international provider of long distance services known as IXC. Cincinnati Bell Inc. changed its name to Broadwing Telecommunications Inc. and withdrew CBLD's national and regional certificates to provide long distance and local services. The long distance facilities-based fiber network and customer base was sold by Cincinnati Bell Inc. in 2003. CBAD was formed in late 2003 and certifications were sought on a national basis shortly thereafter, concluding in 2004.

CBAD sought certification and began providing local exchange services in Indiana in 2007. In 2008, CBAD acquired eGix Inc., a long distance and local exchanges services provider certified in eight states but offering service primarily in Indiana with a very small customer base in Illinois. CBAD began expanding its Indiana base of customers in 2008 and started pursuing certification in a number of states on a regional and national basis in 2009. CBAD currently has long distance customers in all the continental United States and local service customers in most states.

CBAD is a subsidiary of Cincinnati Bell Inc., a holding company with a number of other telecommunications based companies providing service on a regional basis. eVolve Business Solutions LLC is a subsidiary of CBAD and offers IP telephony solution to business customers. Cincinnati Bell Telephone Co. LLC (CBT) is an incumbent local exchange services provider in Southwest Ohio, Northern Kentucky and Southeast Indiana and has been providing local services for over 130 years. Cincinnati Bell Wireless LLC is a provider of PCS wireless services covering the footprint of CBT's ILEC operating area as well as an expanded regional area since 1998. Cincinnati Bell Extended Territories LLC (CBET) is a facilities-based local exchange services provider in the area north of CBT's Ohio operating territory. CBET was formed and has been operational since 2005. Cincinnati Bell Technology Solutions LLC is a managed services company operating in Ohio, Kentucky and Indiana since 2001. CyrusOne Inc. is a data center company operating in Texas, Arizona, Indiana, Illinois, Ohio and Kentucky for nearly ten years. CyrusOne also operates in London, England and Singapore. Cincinnati Bell Inc. and its affiliates have well over one hundred years of experience in providing all forms of telecommunications services and is well positioned and staffed to provide local exchange services in the State of South Dakota.

CBAD has been a provider of long distance services in South Dakota since 2003 and previous to that time under various other names. See Docket No. TC 94-030 dated 12/30/03.

CBAD has been a provider of international, interstate and intrastate long distance services since 1984, again under various names. CBAD is also a provider of local exchange service in all of the continental United States

except for Montana and South Dakota, with requests for certifications pending before the Idaho Public Utilities Commission and the Vermont Public Service Board. CBAD is primarily a reseller of local exchange service but does have facilities-based operations in Indiana, Ohio and Kentucky.

7. Names and addresses of applicant's affiliates, subsidiaries, and parent organizations, if any.

CBAD's parent, affiliates and subsidiaries are as follows:

Cincinnati Bell Inc; Cincinnati Bell Telephone Co. LLC, Cincinnati Bell Extended Territories LLC; Cincinnati Bell Wireless, LLC; Cincinnati Bell Technology Solutions Inc.; CyrusOne Inc. and eVolve Business Solutions LLC.

All are headquartered at 221 East 4th Street, Cincinnati, Ohio 45201

8. A list and specific description of the types of services the applicant seeks to offer and how the services will be provided including.
- (a) Information indicating the classes of customers the applicant intends to serve:

CBAD intends to serve business class customers only.

- (b) Information indicating the extent to and time-frame by which applicant will provide service through the use of its own facilities, the purchase of unbundled network elements, or resale.

CBAD intends to only offer its services through the resale of services provided by other CLECs or ILECs. CBAD will begin providing service to customers soon after receiving approval from the Public Utilities Commission.

- (c) A description of all facilities that the applicant will utilize to furnish the proposed local exchange services, including any facilities of underlying carriers.

CBAD will have no facilities as it intends to provide services to customers through the resale of other carriers' services.

- (d) Information identifying the types of services it seeks authority to provide by reference to the general nature of the service.

CBAD seeks authority to provide local exchange services that will enable customers to originate and terminate local calls and long distance calls, including custom calling features. Other services will include switched local exchange services, including basic service, trunks, carrier access, and any other switched local services; non-

switched local services (e.g., private line); Centrex and/or Centrex-like services; and digital subscriber line, ISDN, and other high capacity services.

By integrating voice and data network services and products, CBAD will offer customers comprehensive, one-stop solutions for all of their telephone/data communications needs.

9. A service area map or narrative description indicating with particularity the geographic area proposed to be served by the applicant.

As CBAD intends to resell the local exchange service of Access Point Inc., CBAD will serve the same geographic service area as Access Point Inc.

10. Information regarding the technical competence of the applicant to provide its proposed local exchange services including:

- (a) A description of the education and experience of the applicant's management personnel who will oversee the proposed local exchange services:

The senior management of CBAD has great depth in the telecommunications industry and offers extensive telecommunications business, technical and managerial expertise to CBAD. The bios of CBAD officers and key personnel provided in Exhibit III to this application provide further evidence of CBAD's managerial and technical capability to provide local service.

- (b) Information regarding policies, personnel, or arrangements made by the applicant which demonstrates the applicant's ability to respond to customer complaints and inquiries promptly and to perform facility and equipment maintenance necessary to ensure compliance with any commission quality of service requirements.

CBAD maintains a call center for handling customer order requests, billing questions and other customer service needs. Customers seeking assistance concerning repairs and maintenance, complaints, billing questions, refunds and any other customer-related inquiries can call 877 290-2777 24 hours a day, seven days a week. This number connects a customer to a CBAD's customer service call center. Customers can also open, view and escalate trouble tickets at care.anydistance.com. Customers may also send correspondence to the company at the mailing address of 221 East 4th Street, Room 700, Cincinnati, Ohio 45201.

11. Information explaining how the applicant will provide customers with access to emergency services such as 911 or enhanced 911, operator services, interexchange services, directory assistance, and telecommunications relay services.

As a reseller, access to emergency services such as E-911, operator services, directory assistance, interexchange services and TRS will be provided through Access Point Inc.

12. For the most recent 12 month period, financial statements of the applicant consisting of balance sheets, income statements, and cash flow statements. The applicant shall provide audited financial statements, if available.

CBAD's financials are included as part of consolidated financials with CBI, the holding company. The most recent 10-K can be found at the web address listed below. CBAD has access to the financial and capital necessary to conduct its telecommunications operation as specified in the Application.

<http://investor.cincinnati-bell.com/phoenix.zhtml?c=111332&p=irol-IRHome>

13. Information detailing the following matters associated with interconnection to provide proposed local exchange services:

- (a) The identity of all local exchange carriers with which the applicant plans to interconnect:

CBAD currently has in place a nationwide resale agreement with Access Point Inc., a CLEC currently authorized to provide local exchange services in South Dakota.

- (b) The likely timing of initiation of interconnection service and a statement as to when negotiations for interconnection started or when negotiations are likely to start:

CBAD already has in place a nationwide resale services agreement with Access Point Inc., therefore negotiations are not necessary.

- (c) A copy of any request for interconnection made by the applicant to any local exchange carrier:

N/A

14. A description of how the applicant intends to market its local exchange services, its target market, whether the applicant engages in multilevel marketing, and copies of any company brochures that will be used to assist in sale of the services.

CBAD's intention is to primarily provide local exchange services to its base of long distance customers in South Dakota. CBAD primarily markets its services directly to its existing long distance customers through direct sales representatives. CBAD does not engage in multilevel marketing or use direct mail brochures.

15. If the applicant is seeking authority to provide local exchange service in the service area of a rural telephone company, the date by which the applicant expects to meet the service obligations imposed pursuant to § 20:10:32:15 and applicant's plans for meeting the service obligations.

CBAD does not intend to offer local exchange service in the service area of a rural telephone company.

16. 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.

CBAD is authorized to provide long distance services in all of the continental United States and authorized to provide local exchange telecommunication services in all states except for Montana and South Dakota, with pending applications for authorization in Vermont and Idaho. CBAD has never been denied registration or certification by any state agency.

17. The names, addresses, telephone numbers, E-mail addresses, and facsimile numbers of the applicant's representatives to whom all inquiries must be made regarding customer complaints and other regulatory matters.

All inquiries regarding customer complaints or regulatory matters may be address to the following:

**Kathy Campbell
Regulatory Specialist
221 East Fourth Street, Room 1280
Cincinnati, Ohio 45201
Email: Kathy.campbell@cinbell.com
Telephone and facsimile: 513 397-1296**

18. Information concerning how the applicant plans to bill and collect charges from customers who subscribe to its proposed local exchange services.

CBAD performs its own billing and collection functions and will send bills directly to its subscribers on a monthly basis. CBAD does not use billing agents.

19. 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 local service customers by the applicant, its employees, or agents.

CBAD requests that customers place all orders for disconnection with their current provider before CBAD will schedule new service. Customers requesting that CBAD coordinate the switching of services between carriers are required to sign a LOA.

20. The number and nature of complaints filed against the applicant 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.

CBAD has not had any slamming complaints filed against it in any state jurisdiction or at the federal level.

21. 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.

All of CBAD's services and pricing sold in other states are available on its website for customer viewing and reference.

22. 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.

CBAD's services are typically provided under contract so, therefore, no changes to pricing will occur during a contract period. Customers see current pricing before signing a new contract.

23. A written request for waiver of those rules believed to be inapplicable.

CBAD requests any waivers as a CLEC typical for any reseller of local services.

24. Federal tax identification number and South Dakota sales tax number.

CBAD's Federal tax identification number is 72-1122018. The South Dakota sales tax number is 1019-0646-ST.

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

CBAD will respond as requested by the Public Utilities Commission.

Wherefore, Applicant, CBAD, respectfully requests that the South Dakota Public Utilities Commission grant it a Certificate of Authority to Provide Resold Local Exchange Telecommunication Services in the State of South Dakota.

Respectfully submitted,

By: 
Theodore W. Heckmann
Assistant Corporate Secretary
Cincinnati Bell Any Distance Inc.
221 East 4th Street, Rm. 1280
Cincinnati, Ohio 45201