

MAY 12 2014

**BEFORE THE STATE CORPORATION COMMISSION  
OF THE STATE OF KANSAS**

by  
State Corporation Commission  
of Kansas

In the Matter of the Application of )  
BCN TELECOM, INC. )  
for a Certificate of Convenience and )  
Authority to Transact the Business of a )  
Competitive Local Service Provider )  
Within the State of Kansas. )

Docket No. 14-NUTC-521-COC

**APPLICATION FOR CERTIFICATE OF AUTHORITY  
To Serve as a Telecommunications Services Provider in Kansas**

Comes now CROCKER & CROCKER representing BCN TELECOM, INC., a corporation representing its intention to engage in the business of a Competitive Local Service Provider in the State of Kansas under the business name of BCN TELECOM, INC. in the territory described specifically below, and making claim that public convenience will be thereby promoted. Pursuant to K. S. A. 66-2005(w), Applicant, for purposes of verification and in evidence of fitness to operate, offers the following information in support of this application:

1. Full, correct name (including d/b/a) of company, firm, association or corporation making this filing:

BCN TELECOM, INC.

2. Federal Identification Number: 22-3293327

3. Type of Certification requested by applicant:

(Please provide a separate application for each type of certification. The requisite \$250.00 filing fee per service must accompany each application.)

- ☒ Competitive Local Exchange Service  
☐ Interexchange (long distance or toll) Service  
☐ Operator Services and Interexchange (toll) Service  
☐ Resale  
☐ Facilities-based  
☒ Combined Resale and Facilities-based

2. Address (if the mailing address is a P. O. Box number, also provide the actual street address) and telephone number(s) for the principal office of the company and its local office (if any), including 800 customer service number:

**Mailing Address:**

**Street Address:**

550 Hills Drive, Ste 110, 1<sup>st</sup> Floor

Bedminster, NJ 07921

(same)

Telephone: (908) 470-4700

Fax: (908) 470-4707

Toll Free Number: (800) 768-2852

3. If individually owned, name of individual doing business under above name:

Not applicable ("N/A")

4. Requested serving territory (statewide for toll service; local service may be limited to specific exchange areas due to rural exemption guidelines; and operator services may be limited to specific institutions):

Applicant intends to provide service to customers located in the AT&T territory throughout the State of Kansas.

5. Name, title, address telephone number and email address (if available) of person preparing this application:

Patrick D. Crocker

Crocker & Crocker

107 W. Michigan Avenue, 4<sup>th</sup> Floor

Kalamazoo, MI 49007

Telephone: (269) 381-8893

Facsimile: (269) 381-4855

Email: patrick@crockerlawfirm.com

6. Name, title, address, telephone number and email address (if available) of Commission/Industry Relations contact (if different from 5 above):

Kathleen Gorey, Regulatory Manager

550 Hills Drive, Ste 110, 1<sup>st</sup> Floor

Bedminster, NJ 07921

Telephone: (908) 470-4745

Fax: (908) 470-4707

Email: kgorey@bcntele.com

7. Organizational Information:

In the table below, give name and address of each officer (when an individual holds more than one office, list name for each office held.):

OFFICERS			
Line No.	Title (a)	Name (b)	Address (c)
1	CEO	Richard M Boudria	550 Hills Drive, Ste 110, 1 <sup>st</sup> Floor Bedminster, NJ 07921
2	President	John Kean Jr	550 Hills Drive, Ste 110, 1 <sup>st</sup> Floor Bedminster, NJ 07921
3	Secretary	Claudia K. Tiger	550 Hills Drive, Ste 110, 1 <sup>st</sup> Floor Bedminster, NJ 07921
4	Treasurer	Richard G. Schmeling	550 Hills Drive, Ste 110, 1 <sup>st</sup> Floor Bedminster, NJ 07921

If incorporated, list information concerning company directors:

LIST OF DIRECTORS					
Line No. (a)	Name of Director (b)	Address (c)	Term Began (d)	Term Expires (e)	Shares/ Common Stock (f)
1	Richard M. Boudria	550 Hills Drive, Ste 110, 1 <sup>st</sup> Floor Bedminster, NJ 07921			
2	John Kean Jr	550 Hills Drive, Ste 110, 1 <sup>st</sup> Floor Bedminster, NJ 07921			
3	Thomas McCrosson	550 Hills Drive, Ste 110, 1 <sup>st</sup> Floor Bedminster, NJ 07921			

8. Description of Applicant's operations (provide as Exhibits):

- A. Applicant's short run and long run growth plans for providing intrastate telecommunication service in Kansas (i.e. What services will be provided and how quickly? Will service be offered statewide to residential, business or residential and business? Are specific local exchanges, localities or the service area(s) of specific companies included in these plans? If local service, how many exchanges will be served and which of those will be served first? What are the general characteristics of those exchanges?). **Attached as Exhibit A.**

- B. Estimated number of company service personnel assigned to telephone service who will be located in Kansas during the time periods mentioned above?

Applicant does not at this time intend to locate personnel in Kansas. The Company manages its services from its headquarters located in Bedminster, New Jersey. The Company has successfully launched its services in numerous states through a well-organized centralized operation.

- C. What telecommunications equipment will be deployed in the state and where will it be deployed over the period of time mentioned above?

Applicant will offer service to its subscribers using facilities of the communications networks of AT&T and other facilities-based IXCs, and the local exchange telephone companies ("LECs").

- D. Has any state or federal entity denied certification to your company or taken any enforcement action against your company's service operations (such as a fine or a Cease and Desist action)? If so, please explain.

Applicant has not had any state or federal entity deny certification of Applicant or taken any enforcement action against Applicant's service operations (such as a fine or a Cease and Desist action).

- E. Provide a list of enforcement proceedings or criminal charges involving applicant or its principals in connection with the provision of telecommunications services within the last five (5) years anywhere in the United States including, but not limited to:

- injunctions
- cease and desist orders
- civil lawsuits
- consent decrees
- assurances of voluntary compliance
- civil investigative demands (CID's)
- subpoenas

Identify the office or administrative agency that instituted each action, the date it was instituted, and the outcome thereof. Provide a copy of the final order or judgment. (This does not include actions for the collection of debts or domestic matters.)

Applicant or its principals have not within the last five years had any enforcement proceedings or criminal charges in connection with the provision of telecommunications services anywhere in the United States.

9. Applicant's Managerial Qualifications (provide as Exhibits) **Attached as Exhibit B:**

- A. Description of applicant's actual experience in the telecommunications business specifically that represented in this application.
- B. Managerial qualification of your company's key personnel (copies of resumes are appropriate).

12. Applicant's Technical Qualifications:

- A. Will the company follow the Quality of Service Standards and reporting requirements as ordered by the Commission in Docket No. 191,206-U?

Applicant will follow the Quality of Service Standards and reporting requirements as ordered by the Commission in Docket No. 191,206-U.

- B. Does your company anticipate any problems meeting or reporting on the Commission's Quality of Service Standards? In the company's opinion, does it have the management expertise to deploy the necessary resources to meet the quality of service standards as established by the Commission?

Applicant does not anticipate any problems meeting or reporting on the Commission's Quality of Service Standards. Applicant has the management expertise to deploy the necessary resources to meet the quality of service standards as established by the Commission.

- C. Will the Company follow the Commission's Billing Practice Standards as ordered in Docket No. 06-GIMT-187-GIT?

Applicant will follow the Commission's Billing Practice Standards as ordered in Docket No. 06-GIMT-187-GIT.

- D. Does your company anticipate any problems meeting the Commission's Billing Practices Standards? In the company's opinion, does it have the management expertise to deploy the necessary resources to meet the Billing Practices Standards as established by the Commission?

Applicant does not anticipate any problems meeting the Commission's Billing Practice Standards. Applicant has the management expertise to deploy the necessary resources to meet the Billing Practices Standards as established by the Commission.

- E. Is your company currently providing telecommunications service in any other state? If so, in an Exhibit, please name the state(s), provide a description of your company's operations therein and list the approximate number of customers in each state.

Attached as Exhibit C.

11. Financial Information:

A. Stock

**CAPITAL STOCK**

Line No.	Class of Stock Common or Preferred etc. (b)	No. of Shares Authorized by charter (c)	No. of Shares Actually Sold (d)	No. of Shares Cancelled (e)	No. of Shares Held for Resale (f)	No. of Shares Outstanding (g)	Par Value per Share (h)	Total Amnt. Outstanding per Fin. Stmt. (i)	Dividends Declared During Year (j)
(a)	(b)	(c)	(d)	(e)	(f)	(g)	(h)	(i)	(j)
1									

- B. List information concerning the stockholders holding the highest number of shares of stock. If no one stockholder holds more than 5% of the total shares outstanding, so indicate by placing an "X" in this blank ☐ and omit the information called for in the schedule below.

**LIST OF PRINCIPAL STOCKHOLDERS**

Line No.	Name of Stockholder (b)	Address (c)	No. of Shares (d)	No. of Votes (e)	Total Par or Stated Value (f)
(a)	(b)	(c)	(d)	(e)	(f)
1	Telecom Holdings, LLC	550 Hills Drive, Suite 110, 1st Floor Bedminster, NJ 07921			

- C. Sole proprietorships and/or partnerships or any other business organization including, but not limited to limited liability companies, limited partnerships, and LLPs must add an Exhibit to show the organizational structure and share interests in assets, liabilities and profits.

12. Applicant's Financial Qualifications (provide as Exhibits): **Attached as Exhibit D.**

- A. Comparative Income Statements for the immediately preceding three (3) year period (audited positive statements preferred).
- B. Balance Sheets for the immediately preceding three (3) year period (audited positive statements preferred).
- C. A forward-looking management narrative discussing any significant activity that may impact either the Income Statement or Balance Sheet provided.

13. As an attachment, please provide state of incorporation and proof of incorporation in that state. **Attached as Exhibit E.**

14. As an attachment, please provide proof of registration with the Kansas Secretary of State (must maintain registry and remain in good standing). **Refer to Exhibit E.**

15. As an attachment, please provide a sample copy or exhibit of the customer bill (unless all bills will be issued by the Incumbent LEC). **Attached as Exhibit F.**

16. Name and telephone number of the contact person for customer service.

Kelly McKinlay (800) 768-2852 kmkinlay@bcntele.com

19. Competitive Local Exchange applicants need provide an interconnection or resale agreement with the incumbent local exchange carrier(s) for the service territory designated above, if consummated. Please indicate the docket number(s) and Commission approval date(s) for each. (Local operations may not begin until such agreements have been approved by the KCC.)

Applicant has not yet completed negotiations for an interconnection or resale agreement, but understands an agreement must be approved by the KCC before operations may begin.

20. As an attachment, please provide a copy of the Company's proposed tariff. (Operations may not begin until a tariff has been filed with and approved by the KCC.)

In its June 13, 2013 Order in Docket No. 13-GIMT-736-GIT, the Commission ordered that for electing carriers and telecommunications carriers, any tariffs on file at that time would no longer be effective as of July 1, 2013. Applicant assumes this means that telecommunication carriers granted a certificate of convenience after July 1, 2013, will no longer need to provide proposed tariffs, and that tariffs will not need to be filed with or approved by the Commission.

21. Complete, sign and attach the KCC Telecommunications Carrier Code of Conduct form as part of this application. **Attached as Exhibit G.**

**Notice: Kansas Supreme Court Rule 116 requires attorneys who are not admitted to practice in Kansas to associate with an attorney "who is a resident of Kansas, regularly engaged in the practice of law in Kansas, and who is in good standing under all of the applicable rules of the Supreme Court of Kansas." The Kansas attorney must "sign all pleadings, documents, and briefs, and shall be present throughout all court or administrative appearances." Attorneys licensed in Kansas, but not residents of Kansas may appear without local counsel. Any party may appear personally on his or her own behalf.**

VERIFICATION

Richard M. Boudria, CEO of BCN TELECOM, INC., first being duly sworn on oath, deposes and says that he has read the foregoing Application and verifies that the statements made therein are true and correct to the best of his knowledge, information and belief.

BCN TELECOM, INC.

BY:

Richard M. Boudria

Richard M. Boudria  
CEO

The foregoing instrument was acknowledged before me this 26 day of MARCH,  
2014, by Richard M. Boudria.

Kathleen Grey

Notary Public

County of Somerset

State of New Jersey

My Commission Expires Nov 24, 2015



## **EXHIBIT A**

### **Description of Operations**

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Applicant proposes to offer residential and business customers local telephone service on a resold basis.

Applicant plans to offer service to ☒ Business and ☒ Residential customers in the State of Kansas.

Applicant will not require deposits.

Applicant plans to provide resold and facilities-based/UNE-P local exchange and exchange access services. These services include, but will not be limited to:

- Basic residential exchange services (local exchange flat rate, measured rate service, operator access);
- Basic business exchange services;
- Business and residential ancillary services (9-1-1, E-9-1-1, 4-1-1, relay service, directory listing, directory assistance, etc.);
- Centrex;
- ISDN;
- Assignment of new numbers;
- Number portability;
- AIN provided features;
- DID trunks and lines;
- Interfaces to local exchange carriers' switches

In addition to the services listed above, Applicant, through interconnection with other carriers, will offer dual-party relay services, 9-1-1 emergency services, directory assistance and operator assisted calls, lifeline, and toll-free calling. BCN may also offer non-regulated telecommunications services, such as Internet Access and Interexchange service.

**EXHIBIT B**

**Managerial Qualifications**

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***Richard M. Boudria - President/CEO***

Founder, Chairman/CEO and strategist. An entrepreneur who understands business aspirations and sees creative solutions to business constraints. He has led BCN since its inception in 1994. Boudria worked for Merrill Lynch, Xerox and GTE (now Verizon) over a span of 20 years, gaining insight into finance, sales, marketing and strategic planning.

Prior to his business career, Boudria served honorably in the United States Marine Corps as an airborne qualified infantry officer, posting in Cuba, Panama and the Mediterranean. He was awarded the Vietnam Service Medal with campaign star and other citations for service in the Vietnam War. He left the Marine Corps at the rank of Captain.

***Julian Jacquez, Jr - Vice President Business and Product Development***

Jacquez provides BCN Telecom with more than 10 years of telecommunications industry experience, having served in senior management roles at Procom, Network One, Norcom and Norcom Agency Services. At BCN Telecom he focuses on business development, distribution channel management, product development and merger & acquisition projects.

A CPA who served with PriceWaterhouse, LLC, for seven years, Jacquez provided auditing, business advisory and merger/acquisition support for a client portfolio that ranged from privately held companies to multi-national corporations.

Jacquez holds a bachelor's degree in accounting from West Virginia University.

***Tom McCrosson - President & CEO BCN Solutions Express***

BCN Solutions Express is a strategic partner of BCN Telecom. The Solutions Express Agency Program creates distributor-based revenue-generating programs utilizing BCN's products and services. These include affinity marketing, dealer development and product implementation with a particular emphasis on customer retention. McCrosson also is a principal of BCN Telecom with a relationship of more than 10 years.

Prior to joining BCN, McCrosson was a founder and principal of LDM Systems, a multi-faceted telecommunications firm that offered local and long distance voice and data products within the United States. At LDM and then RSL Communications (after its acquisition of LDM), Tom served in senior positions in retail markets, business development – including key acquisitions within the U.S. – and integration of global marketing strategies.

He also has served at Allnet Communications, MCI Communications and Rochester Telephone, as well as on the Mayor's task force for telecommunications and energy for New York City.

***William P. Mulcahy - Chief Operations Officer***

After more than 20 years developing and managing real-time information systems and networks within the global financial community – including at Citicorp, JJ Kenny & Reuters – Mulcahy was founder/co-founder in the start-up and sale of a number of Internet companies that provided advanced services based on multimedia technology, with clients that included AT&T, Boeing, WorldCom, Goldman Sachs, Reuters and Polygram. He also provided consulting services on transactional services to the healthcare community.

Mulcahy joined BCN Telecom as a consultant in March of 2000, was made VP of Technology/New Ventures in January 2001 and was promoted to Chief Operating Officer in late 2002. Mulcahy is responsible for all aspects of planning and managing BCN's current and future operations.

***Richard Schmeling - Chief Financial Officer***

Schmeling joined BCN Telecom in 2003 as Chief Financial Officer. Before coming to BCN he worked for GetzlerHenrich Associates, LLC, a management consulting firm specializing in turnaround management services to middle market companies. He also served in senior management at Environmental Technologies Corp. and was an investment banker for Investcorp International Inc. and Bear, Stearns & Co., Inc., responsible for general investment banking assignments, including private placements, mergers and acquisitions and corporate development.

Schmeling received his bachelor of arts degree in economics from Columbia College and his MBA in finance and accounting from the Graduate School of Business at Columbia University.

## **EXHIBIT C**

### **List of Authorized States**

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<b>State</b>	<b>Authority</b>
Alabama	Local Exchange and Interexchange Services
Arizona	Interexchange Services
Arkansas	Interexchange Services
California	Local Exchange and Interexchange Services
Colorado	Local Exchange and Interexchange Services
Connecticut	Local Exchange and Interexchange Services
Delaware	Local Exchange and Interexchange Services
District of Columbia	Local Exchange and Interexchange Services
Florida	Local Exchange and Interexchange Services
Georgia	Local Exchange and Interexchange Services
Hawaii	Interexchange Services
Illinois	Local Exchange and Interexchange Services
Indiana	Local Exchange and Interexchange Services
Iowa	Local Exchange and Interexchange Services
Kansas	Interexchange Services
Kentucky	Local Exchange and Interexchange Services
Louisiana	Interexchange Services
Maine	Local Exchange and Interexchange Services
Maryland	Local Exchange and Interexchange Services
Massachusetts	Local Exchange and Interexchange Services
Michigan	Local Exchange and Interexchange Services
Minnesota	Local Exchange and Interexchange Services
Mississippi	Interexchange Services
Missouri	Interexchange Services
Montana	Local Exchange and Interexchange Services
Nebraska	Local Exchange and Interexchange Services
Nevada	Local Exchange and Interexchange Services
New Hampshire	Local Exchange and Interexchange Services
New Jersey	Local Exchange and Interexchange Services
New Mexico	Local Exchange and Interexchange Services
New York	All Forms of Telecommunications including Resold and Facilities-based Local Exchange Services
North Carolina	Local Exchange and Interexchange Services
North Dakota	Local Exchange and Interexchange Services
Ohio	Local Exchange and Interexchange Services
Oklahoma	Interexchange Services
Oregon	Local Exchange and Interexchange Services
Pennsylvania	Local Exchange and Interexchange Services
Rhode Island	Local Exchange and Interexchange Services
South Carolina	Local Exchange and Interexchange Services
South Dakota	Interexchange Services
Tennessee	Local Exchange and Interexchange Services
Texas	Local Exchange and Interexchange Services
Utah	Local Exchange and Interexchange Services
Vermont	Local Exchange and Interexchange Services
Virginia	Local Exchange and Interexchange Services
Washington	Local Exchange and Interexchange Services
West Virginia	Local Exchange and Interexchange Services
Wisconsin	Local Exchange and Interexchange Services
Wyoming	Interexchange Services

**EXHIBIT D**

**Financial Qualifications**

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**BCN Telecom Company, Inc.**  
**Balance Sheet**  
**For the Twelve Months Ending December 31, 2013**

12/31/13

**ASSETS**

**Current Assets**

Cash	31,073
Accounts Receivable	5,201,058
Allowance for Doubtful Account	( 104,554 )
Prepaid Expenses & Other Current Assets	735,185
<b>Total Current Assets</b>	<b><u>5,862,762</u></b>

**Property and Equipment**

Furniture and Fixtures	481,123
Leasehold Improvements	85,124
Computer Equipment	704,576
Software License	109,370
Customer Phone Equipment	110,093
Accum. Depreciation - Furniture	( 421,210 )
Accum. Depreciation - Leasehold Improvement	( 72,920 )
Accum. Depreciation - Comp. Eq	( 694,560 )
Accum. Depreciation - Software	( 96,011 )
Accum. Depreciation - Customer Phone Equipment	( 27,622 )
<b>Total Property and Equipment</b>	<b><u>177,964</u></b>

**NonCurrent Assets**

Security Deposits	55,826
Deferred Tax Asset, Net of Current Portion	1,624,845
Due from Related Party (TAC)	406,500
Intangible Asset, Net	1,452,542
Other Long Term Assets	53,815.03
<b>Total NonCurrent Assets</b>	<b><u>3,593,529</u></b>

<b>Total Assets</b>	<b><u><u>9,634,255</u></u></b>
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**LIABILITIES AND CAPITAL**

**Current Liabilities**

Note Payable to Bank	333,333
Accounts Payable	4,711,607
Other Current Payables	50,744
Sales & Excise Tax Payable	297,563
Income Taxes Payable	9,466
Deferred Revenue - Internet	24,145
<b>Total Current Liabilities</b>	<b><u>5,426,859</u></b>

**Long-Term Liabilities**

Note Payable to Bank	333,333
Note Payable to Bank - Revolver	3,136,290
Note Payable to Related Party	161,667

<b>Total Long-Term Liabilities</b>	<b><u>3,631,291</u></b>
<b>Total Liabilities</b>	<b><u>9,058,150</u></b>

**Stockholder's Equity**

Paid-In-Capital	4,311,770
Retained Earnings	( 3,430,157 )
Net Income YTD	( 305,508 )
<b>Total Capital</b>	<b><u>576,105</u></b>

<b>Total Liabilities &amp; Capital</b>	<b><u><u>9,634,255</u></u></b>
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**BCN Telecom Company, Inc.**  
**Income Statement**  
**the Twelve Months Ending December 31, 2013**

	<u>Actual YTD</u>
<b>Total Revenue</b>	<b>33,864,854</b>
Total Cost of Goods Sold	19,669,056
<b>Gross Margin</b>	<b><u>14,195,799</u></b>
<b>Operating Expenses</b>	
Commissions Expense	5,151,467
<b>Net Margin</b>	<b><u>9,044,332</u></b>
Payroll Expense	4,955,305
<b>General and Admin Exp</b>	<b><u>3,243,172</u></b>
Bad Debt Expense	209,285
Total Operating Expense	13,559,229
<b>EBITDA</b>	<b><u>636,570</u></b>
Depreciation & Amortization	579,816
<b>Operating Income</b>	<b>56,754</b>
<b>Other Income (Expense)</b>	
Other Revenue	17,773
Interest Expense	363,702
Income Before Income Taxes	( 289,176 )
Income Tax Provision	13,733
<b>Net Income</b>	<b><u>( 302,909 )</u></b>

BCN Telecom Company, Inc. Balance Sheet For the Twelve Months Ending December 31, 2012												
	01/31/12	02/28/12	03/31/12	04/30/12	05/31/12	06/30/12	07/31/12	08/31/12	09/30/12	10/31/12	11/30/12	12/31/12
<b>Current Assets</b>												
Cash	(31,702)	(57,245)	(168,898)	(8,329)	(539,750)	(415,715)	(253,072)	59,585	(181,356)	(242,964)	(28,154)	(483,729)
Cash	83,141.34	88,592.34	200,253.85	37,492.51	870,822.71	446,895.41	284,560.58		192,861.52	274,177.87	57,776.52	495,301.35
Accounts Receivable	31,439	31,347	31,256	31,164	31,072	30,981	31,489	59,585	31,306	31,214	31,822	31,972
Allowance for Doubtful Account	4,918,052	4,905,968	4,932,015	4,961,081	4,987,354	5,111,223	4,842,155	4,897,968	5,211,382	5,112,192	5,285,584	5,253,754
Deferred Tax Asset, Current Portion	(207,300)	(227,300)	(217,871)	(254,525)	(278,546)	(298,546)	(251,830)	(242,380)	(242,485)	(244,431)	(251,289)	(271,288)
Prepaid Expenses & Other Current Assets	161,542	161,542	161,542	161,542	161,542	161,542	161,542	161,542	161,542	161,542	161,542	161,542
Due from Related Party (Hills Mgt)	721,048	825,708	915,856	866,865	936,720	984,188	963,428	973,015	886,277	815,219	680,090	824,170
<b>Total Current Assets</b>	<b>6,822,781</b>	<b>6,596,963</b>	<b>6,823,096</b>	<b>6,761,856</b>	<b>6,718,143</b>	<b>6,369,358</b>	<b>6,646,776</b>	<b>6,843,696</b>	<b>6,029,893</b>	<b>6,879,736</b>	<b>6,207,060</b>	<b>6,899,760</b>
<b>Property and Equipment</b>												
Furniture and Fixtures	481,123	481,123	481,123	481,123	481,123	481,123	481,123	481,123	481,123	481,123	481,123	481,123
Leasehold Improvements	76,755	76,755	76,755	76,755	76,755	76,755	76,755	76,755	76,755	76,755	76,755	76,755
Computer Equipment	687,837	684,498	684,498	695,874	695,874	695,874	695,874	695,874	697,125	697,125	700,042	700,042
Software License	95,770	95,770	95,770	95,770	95,770	95,770	95,770	95,770	95,770	95,770	95,770	95,770
Customer Phone Equipment	18,299	18,855	17,085	17,326	18,838	28,251	44,770	48,578	50,102	55,140	55,307	63,011
Accum. Depreciation - Furniture	(249,841)	(352,813)	(355,855)	(359,087)	(362,214)	(365,332)	(368,449)	(371,567)	(374,684)	(377,802)	(380,920)	(384,037)
Accum. Depreciation - Leasehold Improvement	(82,574)	(82,669)	(83,343)	(83,727)	(84,112)	(84,496)	(84,881)	(85,265)	(85,650)	(86,034)	(86,418)	(86,802)
Accum. Depreciation - Comp. Eq	(635,587)	(639,832)	(643,553)	(647,311)	(651,070)	(654,829)	(658,587)	(662,341)	(666,095)	(669,849)	(673,603)	(677,357)
Accum. Depreciation - Software	(81,047)	(81,685)	(82,324)	(82,963)	(83,602)	(84,241)	(84,880)	(85,519)	(86,158)	(86,797)	(87,436)	(88,075)
Accum. Depreciation - Customer Phone Equipment	(1,531)	(1,834)	(2,144)	(2,457)	(2,769)	(3,082)	(3,395)	(3,708)	(4,021)	(4,334)	(4,647)	(4,960)
<b>Total Property and Equipment</b>	<b>227,148</b>	<b>225,878</b>	<b>217,914</b>	<b>211,293</b>	<b>204,667</b>	<b>198,041</b>	<b>191,415</b>	<b>184,789</b>	<b>178,163</b>	<b>171,537</b>	<b>164,911</b>	<b>158,285</b>
<b>NonCurrent Assets</b>												
Security Deposits	30,328	30,328	30,328	30,328	30,328	30,328	30,328	30,328	30,328	30,328	30,328	30,328
Deferred Tax Asset, Net of Current Portion	1,414,848	1,414,848	1,414,848	1,414,848	1,414,848	1,414,848	1,414,848	1,414,848	1,414,848	1,414,848	1,414,848	1,414,848
Due from Related Party (TAC)	340,286	342,589	340,289	350,889	350,889	350,889	350,889	359,152	359,152	359,152	359,152	359,152
Intangible Asset, Net	2,284,174	2,255,891	2,314,829	2,273,788	2,232,707	2,191,646	2,150,584	2,109,523	2,068,462	2,027,400	1,986,339	1,945,278
Other Long Term Assets	112,368	125,508	123,291	198,807	188,769	180,730	171,892	182,854	153,816	144,578	185,840	180,830
Florida Rent Abatement												
<b>Total NonCurrent Assets</b>	<b>4,192,005</b>	<b>4,188,182</b>	<b>4,232,585</b>	<b>4,272,838</b>	<b>4,222,838</b>	<b>4,172,438</b>	<b>4,120,605</b>	<b>4,068,283</b>	<b>4,033,184</b>	<b>3,983,064</b>	<b>3,943,254</b>	<b>3,929,234</b>
<b>Total Assets</b>	<b>10,014,848</b>	<b>9,785,145</b>	<b>10,055,681</b>	<b>10,248,666</b>	<b>10,145,248</b>	<b>10,367,434</b>	<b>9,890,886</b>	<b>10,140,823</b>	<b>10,066,811</b>	<b>10,060,480</b>	<b>10,168,484</b>	<b>10,128,391</b>
<b>Current Liabilities</b>												
Note Payable to Bank	504,000	504,000	529,333	487,333	445,333	403,333	361,333	319,333	277,333	235,333	193,333	151,333
Accounts Payable	4,125,470	4,019,855	4,295,887	4,129,878	4,556,929	4,595,969	3,968,834	4,215,566	4,809,202	4,724,863	4,860,129	4,867,842
Other Current Payables	209,007	238,780	133,318	145,798	157,258	169,134	174,038	152,273	216,899	230,308	264,815	278,895
Sales & Excise Tax Payable	[137]	-	-	-	(1,500)	-	-	-	-	-	-	-
Income Taxes Payable	44,531	43,015	42,634	42,833	42,338	41,310	39,187	36,732	35,884	35,479	33,208	32,947
Deferred Revenue - Internet												
<b>Total Current Liabilities</b>	<b>4,803,080</b>	<b>4,801,617</b>	<b>5,046,769</b>	<b>4,877,828</b>	<b>5,190,861</b>	<b>5,179,418</b>	<b>4,538,829</b>	<b>4,790,891</b>	<b>5,176,176</b>	<b>5,191,088</b>	<b>5,288,448</b>	<b>5,282,138</b>
<b>Long-Term Liabilities</b>												
Note Payable to Bank	78,000	34,000	86,867	86,867	62,500	58,333	54,167	50,000	45,833	41,667	37,500	33,333
Note Payable to Bank - Revolver	2,818,848	2,415,719	2,818,522	2,751,183	2,418,718	2,808,120	2,792,723	2,833,911	2,564,118	2,408,368	3,133,080	2,857,581
Note Payable to Related Party	166,867	166,867	166,867	166,867	166,867	166,867	166,867	166,867	166,867	166,867	166,867	166,867
<b>Total Long-Term Liabilities</b>	<b>2,963,715</b>	<b>2,616,586</b>	<b>2,972,256</b>	<b>2,904,887</b>	<b>2,547,885</b>	<b>2,933,120</b>	<b>2,919,757</b>	<b>2,951,680</b>	<b>2,676,818</b>	<b>2,616,843</b>	<b>3,367,255</b>	<b>3,057,781</b>
<b>Total Liabilities</b>	<b>7,766,795</b>	<b>7,418,203</b>	<b>8,019,025</b>	<b>7,782,715</b>	<b>7,738,743</b>	<b>8,112,538</b>	<b>7,458,586</b>	<b>7,742,579</b>	<b>7,852,994</b>	<b>7,807,931</b>	<b>8,655,703</b>	<b>8,340,919</b>
<b>Stockholder's Equity</b>												
Paid-in Capital	4,311,770	4,311,770	4,311,770	4,311,770	4,311,770	4,311,770	4,311,770	4,311,770	4,311,770	4,311,770	4,311,770	4,311,770
Retained Earnings	(2,036,746)	(2,035,746)	(2,035,746)	(2,035,746)	(2,035,746)	(2,035,746)	(2,040,868)	(2,042,135)	(2,043,448)	(2,044,360)	(2,049,484)	(2,113,287)
Net Income YTD	1,229	47,781	89,845	107,817	90,760	77,874	70,468	89,719	84,894	(10,704)	(383,144)	(585,245)
<b>Total Capital</b>	<b>2,277,253</b>	<b>2,323,805</b>	<b>2,366,869</b>	<b>2,383,841</b>	<b>2,366,784</b>	<b>2,353,896</b>	<b>2,341,370</b>	<b>2,339,384</b>	<b>2,325,016</b>	<b>2,292,701</b>	<b>1,116,432</b>	<b>913,236</b>
<b>Total Liabilities &amp; Capital</b>	<b>10,041,848</b>	<b>9,799,004</b>	<b>10,079,684</b>	<b>10,248,666</b>	<b>10,145,248</b>	<b>10,367,434</b>	<b>9,890,886</b>	<b>10,140,823</b>	<b>10,066,811</b>	<b>10,060,480</b>	<b>10,168,484</b>	<b>10,128,391</b>

<b>BCN Telecom Company, Inc.</b>		
<b>Income Statement</b>		
<b>For the Twelve Months Ending December 31, 2012</b>		
	<b>Actual</b>	
	<b>YTD</b>	
<b>Total Revenue</b>	<b>32,757,503</b>	
<b>Total Cost of Goods Sold</b>	<b>19,494,811</b>	
<b>Gross Margin</b>	<b>13,262,692</b>	
<b>Operating Expenses</b>		
Commissions Expense	4,794,107	
<b>Net Margin</b>	<b>8,468,585</b>	
Payroll Expense	4,596,903	
<b>General and Admin Exp</b>	<b>3,341,555</b>	
Bad Debt Expense	290,675	
<b>Total Operating Expense</b>	<b>13,023,240</b>	
<b>EBITDA</b>	<b>239,452</b>	
Depreciation & Amortization	589,395	
<b>Operating Income</b>	<b>(349,943)</b>	
<b>Other Income (Expense)</b>		
Other Revenue	192	
Interest Expense	296,803	
<b>Income Before Income Taxes</b>	<b>(646,554)</b>	
<b>Income Tax Provision</b>	<b>( 61,309 )</b>	
<b>Net Income</b>	<b>(585,245)</b>	

**BCN Telecom Company, Inc.**  
**Balance Sheet**  
**For the Twelve Months Ending December 31, 2011**

**ASSETS**

<b>Current Assets</b>	
Cash	31,531
Accounts Receivable	5,140,066
Allowance for Doubtful Account	( 182,300 )
Deferred Tax Asset, Current Portion	245,000
Prepaid Expenses & Other Current Assets	534,522
Due from Related Party (Lambeau Telecom)	( 0 )
<b>Total Current Assets</b>	<b><u>5,768,818</u></b>
<b>Property and Equipment</b>	
Furniture and Fixtures	481,123
Leasehold Improvements	76,755
Computer Equipment	684,974
Software License	95,770
Customer Phone Equipment	12,420
Accum. Depreciation - Furniture	( 346,115 )
Accum. Depreciation - Leasehold Improvement	( 62,190 )
Accum. Depreciation - Comp. Eq	( 632,128 )
Accum. Depreciation - Software	( 80,408 )
Accum. Depreciation - Customer Phone Equipment	( 1,234 )
<b>Total Property and Equipment</b>	<b><u>228,970</u></b>
<b>NonCurrent Assets</b>	
Security Deposits	30,326
Deferred Tax Asset, Net of Current Portion	1,770,000
Due from Related Party (TAC)	340,289
Intangible Asset, Net	2,332,458
Other Long Term Assets	120,153
Investment In Lambeau Telecom	-
<b>Total NonCurrent Assets</b>	<b><u>4,593,225</u></b>
<b>Total Assets</b>	<b><u>10,591,013</u></b>

**LIABILITIES AND CAPITAL**

<b>Current Liabilities</b>	
Note Payable to Bank	504,000
Note Payable to Bank - Revolver	-
Note Payable to Related Party	-
Accounts Payable	4,206,874
Other Current Payables	11,918
Sales & Excise Tax Payable	217,085
Income Taxes Payable	-
Deferred Revenue - Internet	44,307
<b>Total Current Liabilities</b>	<b><u>4,984,184</u></b>
<b>Long-Term Liabilities</b>	
Note Payable to Bank	118,000
Note Payable to Bank - Revolver	2,793,572
Note Payable to Related Party	166,667
Interest Payable - MCG	-
<b>Total Long-Term Liabilities</b>	<b><u>3,078,239</u></b>
<b>Total Liabilities</b>	<b><u>8,062,423</u></b>
<b>Stockholder's Equity</b>	
Paid-In-Capital	4,311,770
Retained Earnings	( 2,800,780 )
Net Income YTD	1,017,600
<b>Total Capital</b>	<b><u>2,528,590</u></b>
<b>Total Liabilities &amp; Capital</b>	<b><u>10,591,013</u></b>

**BCN Telecom Company, Inc.**  
**Income Statement**  
**For the Twelve Months Ending December 31, 2011**

	<u>Actual YTD</u>
<b>Total Revenue</b>	<b>34,265,686</b>
<b>Total Cost of Goods Sold</b>	<b>20,483,422</b>
<b>Gross Margin</b>	<b><u>13,782,264</u></b>
<b>Operating Expenses</b>	
Commissions Expense	4,921,004
<b>Net Margin</b>	<b><u>8,861,261</u></b>
Payroll Expense	4,338,517
<b>General and Admin Exp</b>	<b><u>2,864,729</u></b>
Bad Debt Expense	295,000
<b>Total Operating Expense</b>	<b>12,419,250</b>
<b>EBITDA</b>	<b><u>1,363,015</u></b>
<b>Depreciation &amp; Amortization</b>	<b>594,310</b>
<b>Operating Income</b>	<b>768,704</b>
<b>Other Income (Expense)</b>	
Other Revenue	678,540
Interest Expense	337,875
<b>Income Before Income Taxes</b>	<b>1,109,370</b>
<b>Income Tax Provision</b>	<b>91,769</b>
<b>Net Income</b>	<b><u><u>1,017,600</u></u></b>

## **EXHIBIT E**

### **Articles of Organization**

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Applicant is organized in the State of New Jersey.

**FILED**

JAN 28 2004

**CERTIFICATE OF AMENDMENT  
OF  
AMENDED AND RESTATED CERTIFICATE OF INCORPORATION  
OF  
NUI TELECOM, INC.**

Pursuant to the provisions of Section 14A:9-2(4) and 14a:9-4(3) of the New Jersey Statutes Annotated, the undersigned corporation executes the following Certificate of Amendment to its Amended and Restated Certificate of Incorporation:

1. The name of the corporation is NUI Telecom, Inc. (the "Corporation").
2. The following amendment to the Corporation's Amended and Restated Certificate of Incorporation was approved by at least a majority of directors of the Corporation and thereafter duly adopted by the unanimous written consent all of the holders of shares entitled to vote thereon on January 27, 2004, such written consent is filed with the minutes of the proceedings of the shareholders.


**RESOLVED**, that ARTICLE I is hereby amended and restated in its entirety as follows:

**"ARTICLE I. CORPORATE NAME**  
The name of the Corporation is BCN Telecom, Inc."

3. The total number of shares entitled to vote on the amendments was 2,500.
4. The number of shares voting for the amendment was 2,500 and 0 shares were voted against such amendment.
5. The effective date of this Certificate of Amendment to Amended and Restated Certificate of Incorporation shall be February 16, 2004.

Dated the 28<sup>th</sup> day of January 2004.

By:

  
Richard M. Boudria  
President and Chief Executive Officer

**CERTIFICATE PURSUANT TO N.J.S.A. 14A:9-5  
BY INTERNATIONAL TELEPHONE GROUP, INC.**

**FILED**

**FEB 22 2000**

TO: Secretary of State  
State of New Jersey

**State Treasurer**

Pursuant to the provisions of N.J.S.A. 14A:9-5 of the New Jersey Business Corporation Act, the undersigned Corporation certifies that:

1. The name of the Corporation is International Telephone Group, Inc. to be changed by the attached Restated and Amended Certificate of Incorporation to "NUI Telecom, Inc."
2. The attached Restated and Amended Certificate of Incorporation was approved by the Directors of the Corporation and thereafter duly adopted by the shareholders of the Corporation on the date hereof.
3. The total number of shares entitled to vote was 94.9375. The number of shares voting for such amendment was 94.9375. The number of shares voting against such amendment is 0.
4. The Amended and Restated Certificate of Incorporation shall be effective as of February 22, 2000.

NUI Telecom, Inc.  
formerly International Telephone Group, Inc.

DATED: 2/18/00

By: 

John Kean, Jr.  
Chairman



**AMENDED AND RESTATED  
CERTIFICATE OF INCORPORATION  
OF  
NUI TELECOM, INC.**

**ARTICLE I. CORPORATE NAME**

The name of the Corporation is NUI TELECOM, INC.

**ARTICLE II. REGISTERED OFFICE**

The address of the Corporation's registered office in the State of New Jersey is 1300 Mount Kemble Avenue, Morristown, New Jersey 07960. The name of the registered agent of the Corporation at such address is Richard M. Boudria.

**ARTICLE III. CORPORATE PURPOSE**

The Corporation is organized to engage in any lawful act or activity for which corporations may be organized under the New Jersey Business Corporation Act.

**ARTICLE IV. AUTHORIZED SHARES**

The total number of shares of stock which the Corporation is authorized to issue is two thousand five hundred (2,500) shares of common stock, having no par value.

**ARTICLE V. CORPORATE POWERS**

The Corporation shall have and exercise all powers and privileges now or subsequently conferred by the laws of the State of New Jersey, including without limitation all powers

necessary or appropriate for the accomplishment of the stated purposes for which the Corporation is organized.

#### **ARTICLE VI. BOARD OF DIRECTORS**

There are five (5) Directors of the Corporation. Their names and addresses are:

John Kean, Jr.  
550 Route 202/206  
P.O. Box 760  
Bedminster, New Jersey 07921

A. Mark Abramovic  
550 Route 202/206  
P.O. Box 760  
Bedminster, New Jersey 07921

James R. Van Horn  
550 Route 202/206  
P.O. Box 760  
Bedminster, New Jersey 07921

Robert Lurie  
550 Route 202/206  
P.O. Box 760  
Bedminster, New Jersey 07921

Richard M. Boudria  
1300 Mount Kemble Avenue  
Morristown, New Jersey 07960

The number of directors shall be fixed by the by-laws, which may specify that the number of directors shall not be less than a specified minimum or more than a specified maximum and provide a method for determining the actual number. The shareholders of the Corporation shall have the authority to elect or remove any or all of the directors with or without cause on the affirmative vote of a majority of the votes cast by the holders of shares entitled to vote for the election of directors.

## **ARTICLE VII. MEETINGS**

Any action required or permitted to be taken by the shareholders of the Corporation must be effected at an annual or special meeting of shareholders of the Corporation or may be taken without a meeting if all the shareholders entitled to vote thereon consent thereto in writing. Except as otherwise required by law and subject to the rights of the holders of any class or any series of preferred stock having a preference over the common stock as to dividends or upon liquidation, special meetings of shareholders of the Corporation may be called only by the Board of Directors pursuant to a resolution adopted by a majority of the total number of authorized Directors (whether or not there exist any vacancies in previously authorized directorships at the time any such resolution is presented to the Board for adoption).

## **ARTICLE VII. CORPORATE BY-LAWS**

Except as set forth in the final sentence of this subsection, the By-Laws of the Corporation may be altered, amended or repealed by the affirmative vote of a majority of the entire Board of Directors then in office. The By-Laws of the Corporation may also be altered, amended or repealed by the shareholders, but only by an affirmative vote of the holders of at least 75 percent of all the then-outstanding shares of the voting stock, voting together as a single class. Any By-Law may provide that it may only be altered, amended or repealed by the affirmative vote of the holders of at least 75 percent of all the then-outstanding shares of the voting stock, voting together as a single class, in which event such By-Law may only be altered, amended or repealed by such vote.

**ARTICLE IX. NO PERSONAL LIABILITY/INDEMNIFICATION  
OF CORPORATE AGENTS**

(a) A Director or officer of the Corporation shall not be personally liable to the Corporation or its shareholders for monetary damages for breach of fiduciary duty as Director or officer, as the case may be, except to the extent that such exemption from liability or limitation of liability is not permitted under the New Jersey Business Corporation Act as currently in effect or as subsequently amended. No amendment to or repeal of this Article IX and no amendment to or repeal or termination of effectiveness of any law permitting the exemption from or limitation of liability provided for in this Article IX shall apply to or have any effect on the liability or alleged liability of any Director or officer for or with respect to any acts or omissions of that director or officer occurring prior to such amendment, repeal or termination of effectiveness.

(b)(1) Right to Indemnification. Each person who was or is made a party or is threatened to be made a party to or is involved in any action, suit or proceeding, whether civil, criminal, administrative or investigative (hereinafter a "proceeding"), by reason of the fact that such person or anyone for whom such person is the legal representative, is or was a Director or officer of the Corporation or is or was serving at the request of the Corporation as a Director, officer, employee or agent of another corporation or of a partnership, joint venture, trust or other enterprise, including service with respect to employee benefit plans, whether the basis of such proceeding is alleged action or inaction in an official capacity as a Director, officer, employee or agent or in any other capacity while serving as a Director, officer, employee or agent, shall be indemnified and held harmless by the Corporation to the fullest extent authorized by the New Jersey Business Corporation Act or any other law, as the same exists or may hereafter be amended (but in the case of any such amendment, only to the extent that such amendment

permits the Corporation to provide broader indemnification rights than said law permitted the Corporation to provide prior to such amendment), against all expense, liability and loss (including attorney's fees, judgments, fines, ERISA excise taxes or penalties and amounts paid or to be paid in settlement) reasonably incurred or suffered by such person in connection therewith and such indemnification shall continue as to a person who has ceased to be a Director, officer, employee or agent and shall inure to the benefit of his or her heirs, executors and administrators; provided, however, that, except as provided in this paragraph (b), the Corporation shall indemnify any such person seeking indemnification in connection with a proceeding (or part thereof) initiated by such person only if such proceeding (or part thereof) was authorized by the Board of Directors of the Corporation. The right to indemnification conferred in this paragraph (b) shall be a contract right and shall include the right to be paid by the Corporation the expenses incurred in defending any such proceeding in advance of its final disposition; provided, however, that, if the New Jersey Business Corporation Act requires, the payment of such expenses incurred by a Director or officer in his or her capacity as a Director or officer of the Corporation (and not in any other capacity in which service was or is rendered by such person while a Director or officer, including, without limitation, service to an employee benefit plan) in advance of the final disposition of a proceeding, shall be made only upon delivery to the Corporation of an undertaking, by or on behalf of such Director or officer, to repay all amounts so advanced unless it shall ultimately be determined that such Director or officer is entitled to be indemnified under this Section or otherwise. The Corporation may, by action of its Board of Directors, provide indemnification to employees and agents of the Corporation with the same scope and effect as the foregoing indemnification of Directors and officers.

(2) Right of Claimant to Bring Suit. If a claim under subparagraph (b)(1) is not paid in full by the Corporation within 30 days after a written claim has been received by the Corporation, the claimant may at any time thereafter bring suit against the Corporation to recover the unpaid amount of the claim and, if successful in whole or part, the claimant shall be entitled to be paid also the expense (including, without limitation, reasonable attorney fees) of prosecuting such claim. It shall be a defense to any such action (other than an action brought to enforce a claim for expenses incurred in defending any proceeding in advance of its final disposition where the required undertaking, if any is required, has been tendered to the Corporation) that the claimant has not met the standards of conduct which make it permissible under the New Jersey Business Corporation Act for the Corporation to indemnify the claimant for the amount claimed, but the burden of proving such defense shall be on the Corporation. Neither the failure of the Corporation (including its Board of Directors, independent legal counsel, or its shareholders) to have made a determination prior to the commencement of such action that indemnification of the claimant is proper in the circumstances because the claimant has met the applicable standard of conduct set forth in the New Jersey Business Corporation Act nor an actual determination by the Corporation (including its Board of Directors, independent legal counsel, or its shareholders) that the claimant has not met such applicable standard of conduct, shall be a defense to the action or create a presumption that the claimant has not met the applicable standard of conduct.

(3) Non-Exclusivity of Rights. The right to indemnification and the payment of expenses incurred in defending a proceeding in advance of its final disposition conferred in this paragraph (b) shall not be exclusive of any other right which any person may have or hereafter acquire

under any statute, provision of the Certificate of Incorporation, by-law, agreement, vote of shareholders or disinterested Directors or otherwise.

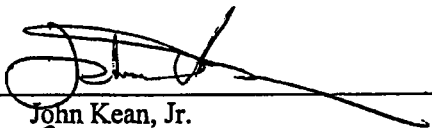
(4) Insurance. The Corporation may maintain insurance, at its expense, to protect itself and any Director, officer, employee or agent of the Corporation or another corporation, partnership, joint venture, trust or other enterprise against any expense, liability or loss, whether or not the Corporation would have the power to indemnify such person against such expense, liability or loss under the New Jersey Business Corporation Act.

#### ARTICLE X. AMENDMENTS

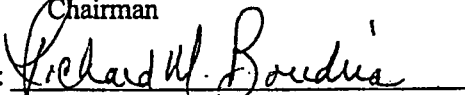
The Corporation reserves the right to amend and repeal any provision contained in this Certificate of Incorporation in the manner prescribed by the laws of the State of New Jersey. All rights herein conferred are granted subject to this reservation.

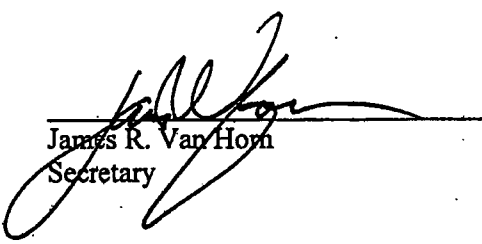
NUI Telecom, Inc.

By:

  
John Kean, Jr.  
Chairman

By:

  
Richard M. Boudria  
President

  
James R. Van Horn  
Secretary

**EXHIBIT F**

**Sample Customer Bill**

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## **EXHIBIT G**

### **KCC Telecommunications Carrier Code of Conduct**

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## **Telecommunications Carrier Code of Conduct Kansas Corporation Commission**

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As a provider of telecommunications services in the state of Kansas, Applicant, by and through its undersigned officer, commits to comply with the following:

- If applying for certification to provide local telecommunications service, provide:
  - Access to 911 and E911 services;
  - White page directory listings;
  - Access to telephone relay services;
  - Access to directory assistance;
  - Access to operator services;
  - Kansas Lifeline service discounts;
  - Link-Up service discounts (via federal program);
  - Equal access to interLATA long distance carriers;
  - Free blocking of 900- and 700-type services
  - Interconnection on a nondiscriminatory basis with other local exchange carriers
- If requesting Eligible Telecommunications Carrier (ETC) designation, provide all applicable federal Lifeline discounts.
- Follow all applicable Commission rules and regulations, including but not limited to, billing practice standards as set out in KCC October 5, 2010 order in Docket No. 06-GIMT-187-GIT and subsequent billing practice standards approved by the Commission.
- Local exchange and competitive local exchange carriers will follow quality of service standards as set out in an order dated May 23, 2008 in Docket No. 95-GIMT-047-GIT and subsequent billing standards approved by the Commission.
- Maintain required registration with the Office of the Kansas Secretary of State. To contact the Kansas Secretary of State: Memorial Hall, First Floor, 120 SW 10 Ave., Topeka, KS 66612-1594 (785) 296-4564 or [www.kssos.org](http://www.kssos.org).
- File annual reports with the Commission in accordance with K.S.A. 66-123.
- Pay all assessments due to the Commission and/or the Citizen's Utilities Ratepayer Board (CURB) pursuant to KSA 66-1501, 66-1502, 66-1503, and 66-1504.
- File reports and pay assessments to the Kansas Universal Service Fund (KUSF) as set forth in K.S.A. 66-2008(a) and the Commission's December 27, 1996 Order in Docket No. 94-GIMT-478-GIT. KUSF instructions and remittance forms may be obtained online at [www.gvnw.com/usf/kansas/index.htm](http://www.gvnw.com/usf/kansas/index.htm).
- A competitive local exchange carrier wishing to discontinue service shall notify customers and the Commission in accordance with K.A.R. 82-13-2 in the Commission's Docket No. 01-GIMT-649-GIT. An inter-exchange carrier providing service in Kansas wishing to discontinue service shall notify customers in accordance with FCC regulations.
- Treat each customer equally to all other similarly situated customers, free of prejudice or disadvantage.
- Respect customers' right to select different telecommunications services and vendors.

- Administer procedures to prevent deceptive and unfair marketing practices aimed at potential or existing customers.
- Protect customers' right to privacy, by safeguarding records and personal information against unauthorized use.
- Respond to consumer complaints or inquiries submitted by Commission Staff thoroughly and quickly.

#### VERIFICATION

I, Richard M. Boudria, of lawful age, and being first duly sworn, now state: As an officer of the Applicant, I am authorized to and do hereby make the above commitment. Further, I acknowledge that failure to comply with the above commitments or other lawful requirements of the Commission will subject Applicant to potential fines, penalties, revocation of certification, or other sanctions and remedies.

\_\_\_\_\_  
Richard M. Boudria

Subscribed and sworn to before me on this \_\_\_\_\_ day of \_\_\_\_\_, 2014.

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

*Please see attached verification.*

VERIFICATION

Richard M. Boudria, CEO of BCN TELECOM, INC., first being duly sworn on oath, deposes and says that he has read the foregoing Application and verifies that the statements made therein are true and correct to the best of his knowledge, information and belief.

BCN TELECOM, INC.

BY: Richard M. Boudria  
Richard M. Boudria  
CEO

The foregoing instrument was acknowledged before me this 26 day of MARCH,  
2014, by Richard M. Boudria.

Kathleen Gorey  
Notary Public  
County of Somerset  
State of New Jersey  
My Commission Expires Nov. 24, 2015



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Fax: 908-470-4707

May 8, 2014

Patrice Petersen-Klein, Executive Director  
Kansas Corporation Commission  
1500 SW Arrowhead Road  
Topeka, KS 66604-2425



MAY 12 2014

by  
State Corporation Commission  
of Kansas

RE: BCN Telecom, Inc.  
Application for a Certificate of Convenience and Authority to Resell Local Service  
within the State of Kansas

Dear Ms. Petersen-Klein:

BCN Telecom, Inc. hereby submits the enclosed Application, seeking authority to operate as a reseller of Local service within the State of Kansas. An original and seven (7) copies are provided, along with a check in the amount of \$250.00 to cover the filing fees relating to same.

Please date stamp one copy and return it to the undersigned in the enclosed postage-paid envelope.

Should you have any questions, please contact Patrick Crocker at 269-381-8893.

Very truly yours,

Richard Boudina, CEO

PAID CHECK # 2076  
\$250  
CLEC APPLICATION

cc: Patrick D. Crocker, Crocker & Crocker, 107 W. Michigan Ave. 4<sup>th</sup> Fl., Kalamazoo, Michigan 49007