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IDAHO PUBLIC  
UTILITIES COMMISSION

Attorneys for Direct Communications Starwest, Inc.  
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**BEFORE THE IDAHO PUBLIC UTILITIES COMMISSION**

IN RE THE APPLICATION OF DIRECT )  
COMMUNICATIONS STAR WEST, INC. )  
FOR A CERTIFICATE OF PUBLIC )  
CONVENIENCE AND NECESSITY TO )  
PROVIDE BASIC LOCAL EXCHANGE )  
SERVICE IN IDAHO )  
\_\_\_\_\_ )

Case No. DCS-7-05-01

**DIRECT COMMUNICATIONS STAR  
WEST, INC.'S APPLICATION**

**I. Proposed Services**

Direct Communications Star West, Inc. ("Direct Communications" or "Applicant"), by and through its attorneys, Givens Pursley LLP, hereby requests Certification as a Competitive Local Exchange Carrier in the State of Idaho. Applicant currently provides broadband and dial-up Internet access to over three thousand (3,000) residents and businesses in southeastern Idaho. Applicant intends to provide Voice Over Internet Protocol (VOIP) telecommunication services to its current customers and to potential customers in Idaho and surrounding states.

Applicant is a facilities-based provider that intends to install and upgrade its equipment to provide professional-grade VOIP telecommunications. Applicant will market its product directly to its current customers through its web page, bill stuffers and other professional

communications. Applicant also intends to produce radio, television and direct mail marketing material to inform the public of its new services.

## II. Form of Business

### 1. Applicant is a Corporation

(1) Applicant is an S-Corporation, incorporated on February 25, 1993, providing broadband and dial-up Internet services.

(2) Applicant is incorporated in the State of Idaho.

(3) Applicant's mailing and physical addresses are:

Mailing Address:

Direct Communications Star West, Inc.  
P.O. Box 270  
Rockland, ID 83271

Physical Address:

Direct Communications Star West, Inc.  
150 S. Main  
Rockland, ID 83721

(4) A certified copy of Applicant's Articles of Incorporation is attached to this application as Exhibit 1.

(5) A copy of the certificate of good standing issued by the Idaho Secretary of State is attached to this application as Exhibit 2.

(6) Applicant's registered agent in the State of Idaho is:

Conley E. Ward, Esq.  
Givens Pursley LLP  
601 West Bannock  
P. O. Box 2720  
Boise, ID 83701

2. The names and addresses of Applicant's ten common stockholders owning the greatest number of shares of common stock are:

<u>Name and Address</u>	<u>Shares Owned</u>	<u>Percentage of All Shares Issued and Outstanding</u>	<u>Percentage of Voting Control</u>
Garrin Bott P.O. Box 270 Rockland, ID 83271	3,100		10
Deborah Bott P.O. Box 270 Rockland, ID 83271	3,100		10
Scott Hendrickson P.O. Box 269 Rockland, ID 83271	3,100		10
Catherine Hendrickson P.O. Box 269 Rockland, ID 83271	3,100		10
Leonard May P.O. Box 269 Rockland, ID 83271	3,100		10
Marilyn May P.O. Box 269 Rockland, ID 83271	3,100		10
Jeremy Smith P.O. Box 146 Rockland, ID 83271	3,100		10
Pamela Smith P.O. Box 146 Rockland, ID 83271	3,100		10
Kip Wilson P.O. Box 324 Rockland, ID 83271	3,100		10
Suzanne Wilson P.O. Box 324 Rockland, ID 83271	3,100		10

3. The names and addresses of Applicant's Officers and Directors are:

Name	Address (In Rockland, ID 83271)	Title
Leonard May	P.O. Box 269	President, Director
Garrin Bott	P.O. Box 270	Secretary/Treasurer, Director
Jeremy Smith	P.O. Box 146	General Manager, Director
Pamela Smith	P.O. Box 146	Director
Kip Wilson	P.O. Box 324	Director
Suzanne Wilson	P.O. Box 324	Director
Scott Hendrickson	P.O. Box 269	Director
Catherine Hendrickson	P.O. Box 269	Director
Marilyn May	P.O. Box 269	Director
Deborah Bott	P.O. Box 270	Director

4. No corporation, association or similar organization holds a 5% or greater ownership or a management interest in the Applicant.
5. There are no subsidiaries owned or controlled by Applicant.

### **III. Telecommunications Service**

1. Applicant has installed the preliminary equipment necessary to provide VOIP. Applicant has beta testers that have been providing feedback regarding the service for various months. Applicant will upgrade its equipment shortly after CLEC status is granted and begin providing service immediately thereafter.
2. Applicant will provide services to residential and commercial subscribers. Applicant will provide broadband and dial-up Internet access and proposes to provide voice over Internet protocol (VOIP) telecommunications services.

### **IV. Service Territory**

1. Applicant will compete with Direct Communications Rockland, Inc. and Qwest.
2. Applicant does not intend or anticipate construction of facilities at this time.
3. Applicant will most likely compete with Vonage, Skype and other VOIP providers.

4. Applicant is a facilities based service provider that will provide its service from its Rockland, Idaho offices. These offices contain necessary bandwidth originating from fiber.

**V. Financial Information**

Applicant's balance sheets are attached to this application as Exhibit 3.

**VI. Illustrative Tariff**

Applicant's proposed "Illustrative" price list and price sheets setting forth rates rules, terms and regulations applicable to the contemplated service is attached to this Application as Exhibit 4.

**VII. Customer Contacts**

1. Contact Information for the Applicant

- a) The name, address, and telephone number and electronic mailing addresses (if available) of the person(s) responsible for consumer inquiries and complaints from the public is.

Charlotte Wagstaff  
150 South Main St.  
Rockland, ID 83721  
(800) 825-7137  
charlottew@dc.dcdi.net

- b) Applicant's toll free number for customer inquiries and complaints is (800) 245-4329.

- c) The name, number and electronic mailing addresses (if available) of the person(s) designated as a contact for the Commission Staff for resolving complaints, inquiries and matters concerning rates and price lists or tariffs.

Jeremy Smith  
150 South Main St.

Rockland, ID 83271  
(800) 825-7137  
jeremy@dc.dcdi.net

**VIII. Interconnection Agreements**

The Applicant will initiate interconnection negotiations after this Application is granted.

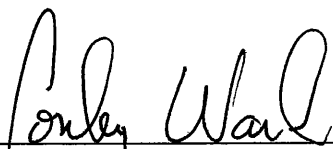
**IX. Compliance with Commission Rules**

1. The applicant has reviewed all of the Commission rules and agrees to comply with them, or request for waiver of those rules believed to be inapplicable.

**X. Escrow Account of Security Bond**

The Applicant does not currently intend to require advance customer deposits.

RESPECTFULLY SUBMITTED this 9<sup>th</sup> day of August 2005.

  
\_\_\_\_\_  
Conley E. Ward  
GWENS PURSLEY LLP  
Attorneys for Direct Communications Starwest, Inc.

**CERTIFICATE OF SERVICE**

I HEREBY CERTIFY that on this 9<sup>th</sup> day of August 2005, I caused to be served a true and correct copy of the foregoing by the method indicated below, and addressed to the following:

Jean Jewell, Secretary  
Idaho Public Utilities Commission  
472 W. Washington Street  
P. O. Box 83720  
Boise, ID 83720-0074

U.S. Mail  
 Hand Delivered  
 Overnight Mail  
 Facsimile

  
\_\_\_\_\_  
Conley E. Ward

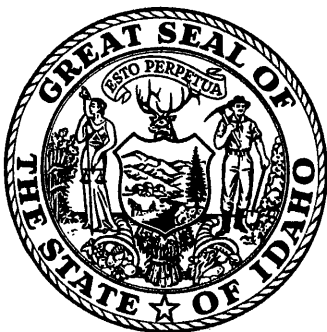
# State of Idaho

Office of the Secretary of State

I, BEN YSURSA, Secretary of State of the State of Idaho, hereby certify that I am the custodian of the corporation records of this State.

I FURTHER CERTIFY That the annexed is a full, true and complete duplicate of articles of incorporation of **DIRECT COMMUNICATIONS STAR WEST, INC.**, an Idaho corporation, received and filed in this office on 25 February 1993, under file number C 101222 , including all amendments filed thereto, as appears of record in this office as of this date.

Dated: 3 June 2005



*Ben Yursa*

SECRETARY OF STATE

By *Mark L. Stephenson*



# State of Idaho

## Department of State

### CERTIFICATE OF INCORPORATION OF

STAR WEST TECHNOLOGIES, INC.

I, PETE T. CENARRUSA, Secretary of State of the State of Idaho, hereby certify that duplicate originals of Articles of Incorporation for the incorporation of the above named corporation, duly signed pursuant to the provisions of the Idaho Business Corporation Act, have been received in this office and are found to conform to law.

ACCORDINGLY and by virtue of the authority vested in me by law, I issue this Certificate of Incorporation and attach hereto a duplicate original of the Articles of Incorporation.

Dated: February 25, 1993



*Pete T. Cenarrusa*  
SECRETARY OF STATE

By *[Signature]*

ARTICLES OF INCORPORATION

OF

FEB 25 4 37 PM '93

SECRETARY OF STATE

STAR WEST TECHNOLOGIES, INC.

\*\*\*\*\*

KNOW ALL MEN BY THESE PRESENTS, That I, the undersigned, being a natural person of full age and a citizen of the United States, in order to form a corporation for the purposes hereinafter stated, under and pursuant to the provisions of the general corporation laws of the State of Idaho, including the Idaho Business Corporation Act (the "Act"), and the acts amendatory thereof and supplemental thereto, do hereby certify as follows:

1. NAME:

The name of the corporation is:

STAR WEST TECHNOLOGIES, INC.

2. DURATION:

The corporation is to have perpetual existence.

3. PURPOSE AND POWERS:

The purpose for which the corporation is organized is for the transaction of any and all lawful business for which corporations may be incorporated under the Act (Idaho Code Section 30-1-3). The corporation shall have the power to do everything necessary, proper, advisable or convenient for the conduct of said business, including, but not limited to, telecommunications and television activities, and to do all other things incident thereto or connected therewith, which are not forbidden by the Act, by other law, or by these Articles of Incorporation, including but not limited to, the statutory powers specified in Idaho Code Sections 30-1-4 to 30-1-6, as amended and supplemented.

4. SHARES:

The authorized amount of capital of this corporation shall be, and is, 200,000,000 shares of stock with no par value, which such stock shall not be issued until fully paid for and once so issued shall be nonassessable. There shall be only one class of shares.

IDAHO SECRETARY OF STATE			
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✻ :

5. NO PREEMPTIVE OR PREFERENTIAL RIGHTS:

Stockholders of the corporation shall not have preemptive and preferential rights of subscription to any shares of stock of the corporation, whether now or hereafter authorized, and to any obligations of the corporation convertible into stock.

6. INITIAL REGISTERED OFFICE AND AGENT:

The location and the physical address of the initial registered office of the corporation and its registered agent is as follows:

	<u>Physical Address</u>
Registered Office:	Givens, Pursley, Webb & Huntley Park Place, Suite 200 277 North 6th Street Boise, Idaho 83702
Registered Agent:	Conley E. Ward, Esq.

7. DIRECTORS:

The number of Directors of the corporation shall be as specified from time to time in the Bylaws, and such number may from time to time be increased or decreased in such manner as may be prescribed in the Bylaws, provided the number of Directors of the corporation shall not be fewer than the number required by law. In case of any increase in the number of Directors, the additional Directors may be elected by the Directors then in office, and the Directors so elected shall hold office until the next annual meeting of the stockholders and until their successors are elected and qualified.

The initial number of Directors shall be one (1), who shall serve until such Director's successor or successors are hereafter elected and qualified, and who shall be:

<u>Directors' Names</u>	<u>Address</u>
Leonard A. May	158 West 4th Avenue Rockland, ID 83271

8. INCORPORATOR:

The name and address of the incorporator is as follows:

<u>Incorporator's Name</u>	<u>Address</u>
Christopher J. Beeson	Givens, Pursley, Webb & Huntley Park Place, Suite 200 277 North 6th Street Boise, Idaho 83702

9. OTHER PROVISIONS:

9.1. Transactions Between Corporations, Officers and Directors. Without in any way limiting the provisions of Idaho law, no contract or other transaction between the corporation and no act of the corporation shall in any way be affected or invalidated by the fact that any of the Directors of the corporation are pecuniarily or otherwise interested in, or are directors or officers of another corporation; any Director individually, or any firm of which any Director may be a member, may be a party to, or may be pecuniarily or otherwise interested in, any contract or transaction of the corporation, provided that the fact that such Director or firm is so interested shall be disclosed or shall have been known to the Board of Directors. Any Director of the corporation who is also a director or officer of such other corporation, or who is so interested, may be counted in determining the existence of a quorum at any meeting of the Board of Directors of the corporation which shall authorize any such contract or such transaction with like force and effect as if he were not such director or officer of such other corporation or not so interested.

9.2. Shareholder Liability. Without in any way limiting the provisions of Idaho law, the private property of the stockholders of the corporation shall not be subject to the payment of corporate debts to any extent whatever, the shares of the corporation shall not be subject to the payment of corporate debts to any extent whatever, and the shares of the corporation shall not be subject to assessment for the purposes of paying expenses, conducting business, or otherwise paying debts or discharging obligations of the corporation.

IN WITNESS WHEREOF, I have hereunto set my hand effective as of the 25th day of February, 1993.

  
Christopher J. Beeson, Incorporator

# State of Idaho

## Department of State

### CERTIFICATE OF AMENDMENT OF

STAR WEST TECHNOLOGIES, INC.  
File Number C 101222

I, PETE T. CENARRUSA, Secretary of State of the State of Idaho, hereby certify that duplicate originals of Articles of Amendment to the Articles of Incorporation of STAR WEST TECHNOLOGIES, INC., changing the corporate name to DIRECT COMMUNICATIONS STAR WEST, INC., duly executed pursuant to the provisions of the Idaho Business Corporation Act, have been received in this office and are found to conform to law.

ACCORDINGLY and by virtue of the authority vested in me by law, I issue this Certificate of Amendment to the Articles of Incorporation and attach hereto a duplicate original of the Articles of Amendment.

Dated: June 19, 1997



*Pete T. Cenarrusa*  
SECRETARY OF STATE

By *Tonya Herald*

ARTICLES OF AMENDMENT

OF

STAR WEST TECHNOLOGIES, INC.

(Name Change)

\*\*\*\*\*

SECRETARY OF STATE  
JUN 19 11 35 AM 1997

KNOW ALL MEN BY THESE PRESENTS, That the undersigned, being the President of STAR WEST TECHNOLOGIES, INC., an Idaho corporation (the "Corporation"), and following the adoption of the Articles of Incorporation and Bylaws of the Corporation, and following the issuance of shares of stock in the Corporation, under and pursuant to the provisions of the general business corporation laws of the State of Idaho, and the acts amendatory thereof and supplemental thereto, does hereby amend the Articles of Incorporation of the Corporation as follows:

1. **NAME.** The name of the corporation is STAR WEST TECHNOLOGIES, INC.

2. **AMENDMENT TO ARTICLES.** ARTICLE 1 of the Articles of Incorporation of the Corporation is hereby amended to change the name of the Corporation to DIRECT COMMUNICATIONS SATELLITE, INC.  
*STAR WEST*

3. **DATE OF ADOPTION.** The above referenced amendment was adopted by all the shareholders of the corporation by Consent Resolution dated effective on May 5, 1997.

4. **NUMBER OF SHARES OUTSTANDING.** The Corporation has Six Thousand (6,000) shares of one class of stock outstanding. All shares are entitled to vote on this amendment. The ownership of the shares are as follows:

<u>Shareholder</u>	<u>Number of Shares</u>
Leonard A. May	1,500
Marilyn B. May	1,500
Deborah Bott	1,500
Garrin Bott	1,500

5. **VOTE.** Six Thousand (6,000) shares voted in favor of the amendment. No shares voted against the amendment.

IDAHO SECRETARY OF STATE  
DATE 06/19/1997  
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6. **ARTICLES TO REMAIN EFFECTIVE.** Except as amended hereby, the Articles of incorporation of the Corporation remain unchanged and are and shall remain in full force and effect.

**IN WITNESS WHEREOF,** the undersigned President has executed these Articles of Amendment effective as of the 5th day of May, 1997.

DIRECT COMMUNICATIONS <sup>STAR WEST</sup> ~~SATELLITE~~, INC., an Idaho corporation, formerly Star West Technologies, Inc.

By: Leonard A. May  
Leonard A. May, President

# State of Idaho

Office of the Secretary of State

**CERTIFICATE OF EXISTENCE  
OF  
DIRECT COMMUNICATIONS STAR WEST, INC.**

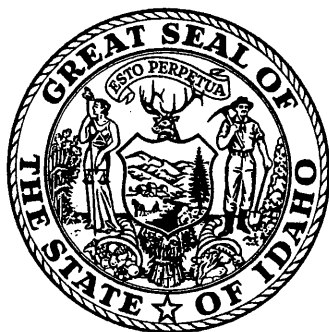
File Number C 101222

I, BEN YSURSA, Secretary of State of the State of Idaho, hereby certify that I am the custodian of the corporation records of this State.

I FURTHER CERTIFY That the record of this office show that the above-named corporation was incorporated under the laws of Idaho on 25 February 1993.

I FURTHER CERTIFY That the corporation is in goodstanding on the records of this office.

Dated: 3 June 2005



*Ben Yursa*

SECRETARY OF STATE

By

*Mark R. Stephenson*



DIRECT COMMUNICATIONS STAR WEST, INC.  
STATEMENT OF INCOME AND RETAINED EARNINGS  
FOR THE YEAR ENDED DECEMBER 31, 2004

	2004
<b>OPERATING REVENUES</b>	
Internet services	\$ 832,130
Call center services	325,263
Long distance services	146,652
Facilities and equipment leasing	144,553
Consulting and service revenue	54,137
Miscellaneous	97,236
	1,599,971
<b>OPERATING EXPENSES</b>	
Facilities and equipment expense	18,527
Regulatory fees	90,360
Internet facilities and equipment expense	305,736
Long distance expense	154,320
Call center expense	250,981
Customer service	11,931
Corporate operations	292,951
Depreciation and amortization	72,226
Total operating expenses	1,197,032
Net operating income	402,939
<b>OTHER INCOME (EXPENSES)</b>	
Investment income	186
Interest expense	(24,010)
Grant revenue	103,334
Grant expenses	(112,650)
Other income (expense), net	9,463
	(23,677)
<b>NET INCOME (LOSS)</b>	379,262
<b>RETAINED EARNINGS, JANUARY 1</b>	191,028
<b>RETAINED EARNINGS, DECEMBER 31</b>	570,290

The accompanying notes are an integral part of these financial statements.

DIRECT COMMUNICATIONS STAR WEST, INC.  
BALANCE SHEET  
DECEMBER 31, 2004

	2004
<b>ASSETS</b>	
<b>CURRENT ASSETS</b>	
Cash and cash equivalents	\$ 91,027
Accounts receivable -	
Due from customers	121,356
Affiliated companies	91,070
Prepayments	7,250
Total current assets	310,703
<b>NONCURRENT ASSETS</b>	
Loan costs	6,897
Investments in affiliates	2,958
Total noncurrent assets	9,855
<b>PROPERTY, PLANT AND EQUIPMENT</b>	
Plant in service	1,307,031
Other property	64,923
	1,371,954
Less accumulated depreciation and amortization	(133,645)
	1,238,309
Total assets	\$ 1,558,867

The accompanying notes are an integral part of these financial statements.

	<u>2004</u>
<b>LIABILITIES AND STOCKHOLDERS' EQUITY</b>	
<b>CURRENT LIABILITIES</b>	
Accounts payable -	
Vendors	\$ 14,703
Sales tax	2,384
Current portion of long-term debt	141,955
Accrued liabilities -	
Payroll and related liabilities	19,192
Interest	<u>3,797</u>
Total current liabilities	<u>182,031</u>
LONG-TERM DEBT, less current portion	<u>775,546</u>
<b>STOCKHOLDERS' EQUITY</b>	
Common stock, no par value	
per share; 200,000,000 authorized,	
issued 31,000 shares	31,000
Retained earnings	<u>570,290</u>
	<u>601,290</u>
Total Liabilities & Stockholders' Equity	<u><u>\$ 1,558,867</u></u>

**DIRECT COMMUNICATIONS – STARWEST LLC  
PRICE LIST NO. 1**

**Original Sheet No. 1**  
**Cancels \_\_\_\_\_ Sheet No.**

DIRECT COMMUNICATIONS – STARWEST LLC  
BASIC LOCAL EXCHANGE  
TELECOMMUNICATIONS PRICE LIST NUMBER 1  
TOLL-FREE TELEPHONE NUMBER  
1-800-245-4329

IDAHO PUBLIC UTILITIES COMMISSION  
472 W. WASHINGTON STREET  
1-800-432-0369

This price list contains rates, terms and conditions applicable to the resale of telecommunications services provided by Direct Communications – Starwest LLC within the State of Idaho.

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Issued Date:  
Issued By: Jeremy Smith, Manager  
Direct Communications – Starwest LLC  
Rockland, ID

Effective Date:

**DIRECT COMMUNICATIONS – STARWEST LLC  
PRICE LIST NO. 1**

**Original Sheet No. 2**  
**Cancels \_\_\_\_\_ Sheet No.**

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Special Services and Facilities	20
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Service Connection, Move and Change Charges	22
Interexchange Private Line	23
Directory Assistance Service	24
Custom Calling Features	25-26
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Voice Mail Service	34-35

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Issued Date:  
Issued By:   Jeremy Smith, Manager  
                  Direct Communications – Starwest LLC  
                  Rockland, ID

Effective Date:

**DIRECT COMMUNICATIONS – STARWEST LLC  
PRICE LIST NO. 1**

**Original Sheet No. 3  
Cancels \_\_\_\_\_ Sheet No.**

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Issued Date:

Issued By: Jeremy Smith, Manager  
Direct Communications – Starwest LLC  
Rockland, ID

Effective Date:

**DIRECT COMMUNICATIONS – STARWEST LLC  
PRICE LIST NO. 1**

**Original Sheet No. 4**  
**Cancels \_\_\_\_\_ Sheet No.**

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Issued Date:

Effective Date:

Issued By: Jeremy Smith, Manager  
Direct Communications – Starwest LLC  
Rockland, ID

**DIRECT COMMUNICATIONS – STARWEST LLC  
PRICE LIST NO. 1**

**Original Sheet No. 5**  
Cancels \_\_\_\_\_ Sheet No.

SUBJECT INDEX (Continued)

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Network Access Line Service	21
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Issued Date:

Effective Date:

Issued By: Jeremy Smith, Manager  
Direct Communications – Starwest LLC  
Rockland, ID