



Verizon Avenue

Two Conway Park  
150 Field Drive, Suite 300  
Lake Forest, IL 60045

August 14, 2003

Ms. Jean Jewell  
Commission Secretary  
Idaho Public Utilities Commission  
472 W. Washington  
Boise, ID 83702

Re: Application for Certification as a  
Competitive Local Exchange Carrier

GNR-T-03-26

Dear Secretary Jewell:

Attached please find the Application for Certification as a Competitive Local Exchange Carrier, submitted by Verizon Avenue Corp. This application package is submitted in triplicate.

If there are any questions, or if any member of the Commission or Staff requires any further information, please contact me at the address above, on my direct telephone line of 847-582-8721, by fax on 847-582-8801, or by email at [dick.kolb@verizon.com](mailto:dick.kolb@verizon.com).

Respectfully submitted,

*Richard P. Kolb*

Richard P. Kolb  
Vice President – Legal/Regulatory

Enclosures

RECEIVED  
FILED  
2003 AUG 15 AM 9:51  
IDaho PUBLIC  
UTILITIES COMMISSION

**BEFORE THE IDAHO PUBLIC UTILITIES COMMISSION**

**APPLICATION FOR CERTIFICATION  
AS A COMPETITIVE LOCAL EXCHANGE CARRIER**

**VERIZON AVENUE CORP.**

I. Proposed Services

Verizon Avenue Corp. ("Verizon Avenue", "Applicant", or the "Company") requests Certification as a Competitive Local Exchange Carrier in the State of Idaho. Verizon Avenue proposes to offer local, local toll, and interLATA toll services by resale in Idaho, outside of the franchised service territories of Verizon. The Company also intends to serve as an Internet Service Provider, making High Speed Internet Service available within its market niche throughout the State. Verizon Avenue intends to concentrate its marketing and sales efforts within the residential market, and within the multiple dwelling unit and concentrated residential market niche. The Company currently is certified to provide services of this nature in twenty-six states and the District of Columbia.

II. Form of Business

1. Applicant is a Corporation

- (1) Verizon Avenue Corp. is a Delaware Corporation, engaged in the provision of communications services.
- (2) Verizon Avenue Corp. is incorporated in the State of Delaware.
- (3) Verizon Avenue Corp. does not currently have a business office location within the State of Idaho. Its headquarters address is:

Verizon Avenue Corp.  
Two Conway Park  
150 Field Drive, Suite 300  
Lake Forest, IL 60045

- (4) A certified copy of the Articles of Incorporation of Verizon Avenue Corp. is attached to this application as Exhibit 1.
- (5) Copies of the Certificate of Authority of Verizon Avenue Corp., and of the Statement of Good Standing of Verizon Avenue Corp., both issued by the Idaho Secretary of State, are attached to this application as Exhibit 2 and Exhibit 3, respectively.
- (6) The Registered Agent for Service in the State of Idaho is:

CT Corporation System  
300 N. 6<sup>th</sup> Street  
Boise, ID 83702

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

Verizon Avenue Corp. is an indirect, wholly owned subsidiary of Verizon Communications Inc. The corporate address of Verizon Communications Inc. is:

1095 Avenue of the Americas  
New York, NY 10036

3. The names and addresses of the Officers and Directors of Verizon Avenue Corp. are attached to this application as Exhibit 4.
4. The name and address of the Corporation holding a 5% or greater interest in Verizon Avenue is as follows:

Verizon Communications Inc.  
1095 Avenue of the Americas  
New York, NY 10036

5. The names and addresses of subsidiaries owned or controlled by Applicant are attached to this application as Exhibit 5.

### III. Telecommunications Service

1. Verizon Avenue proposes to begin offering High Speed Internet Service within the State of Idaho within one year after certification by the Idaho Public Utilities Commission. The Company will be prepared to offer telephone services by resale within one year following Certification.
2. Verizon Avenue proposes to offer local exchange telephone service and local toll service by resale of service obtained from existing Local Exchange Carriers, other than Verizon Northwest, Inc. ("Verizon"). The Company intends to offer interLATA service by resale of services obtained from any authorized Interexchange Carrier in the State. The Company proposes to offer High Speed Internet Service throughout the State, utilizing an on-premises DSL Access Module (DSLAM) solution. In the event that the Company must utilize sub-loop Unbundled Network Elements (UNEs) to reach the end user customer from the DSLAM location, Verizon Avenue must obtain an Interconnection Agreement with the local exchange carrier.

#### IV. Service Territory

1. Verizon Avenue potentially may compete for local exchange telephone services customers with any local exchange carrier in the State of Idaho, with the exception of Verizon. The Company does not intend to offer competitive local exchange, local toll or interLATA toll telephone services within the franchised territory of Verizon in the State. Applicant does intend to potentially offer its High Speed Internet Service throughout the State, including within the franchised service territory of Verizon. Verizon Avenue concentrates its marketing activities within multiple dwelling unit residential complexes such as apartment complexes and condominium developments, and within other concentrated residential areas such as military and tribal reservations.
2. Verizon Avenue intends to offer its telephone services by resale, obtaining such services from incumbent local exchange carriers under such agreements and tariffs as are appropriate. The Company will seek Interconnection Agreements with local exchange carriers, in order to obtain access where necessary to sub-loop UNEs to provide its High Speed Internet Service to end users. Within the franchised service area of Verizon within the State, Verizon Avenue will serve as a sales agent of Verizon for provision of regulated local telephone services. The Company will also serve as a sales agent in such Verizon territory for interLATA services and internet services provided by Verizon Long Distance and Verizon On Line respectively.
3. Depending upon the geographical location, Verizon Avenue is likely to compete with the local exchange carrier and with all authorized Competitive Local Exchange Carriers serving the area. Within the franchised Verizon territory in the State, the Company will provide competition for High Speed Internet Service providers in those areas of such territory where such service is not available due to Verizon Central Office distance constraints.
4. Verizon Avenue currently owns no equipment in the State of Idaho. The intent is to offer telephone services by resale. Broadband lines to serve the Company DSLAM locations will be obtained under contract, tariff or other arrangement with any of the providers of such service in the State. Sub-loop UNEs will be obtained under Interconnection Agreements approved by the Commission. The Company will own any DSLAM equipment installed in the State.

V. Financial Information

Detailed financial information for Verizon Avenue Corp. is attached to this application as the following Exhibits:

Balance Sheet and Income Statement - 2001	Exhibit 6
Balance Sheet and Income Statement - 2002	Exhibit 7
Balance Sheet and Income Statement - Jan – Jun 2003	Exhibit 9

VI. Illustrative Tariff

A proposed tariff, covering local and local toll telephone services, is attached to this application as Exhibit 9.

VII. Contact Information for the Applicant

1. Person(s) responsible for consumer inquiries and complaints from the public:

Verizon Avenue Corp.  
Customer Support Department  
12901 Worldgate Drive  
Herndon, VA 20170  
703-375-4400  
[www.verizonvoyager.com/customersupport/](http://www.verizonvoyager.com/customersupport/)

2. Toll Free telephone number for customer inquiries and complaints:

1-866-892-8368

3. Person designated as contact for Commission Staff:

Richard P. Kolb  
Vice President – Legal/Regulatory  
Verizon Avenue Corp.  
Two Conway Park  
150 Field Drive, Suite 300  
Lake Forest, IL 60045  
847-582-8721 (Direct Phone)  
847-582-8801 (FAX)  
[dick.kolb@verizon.com](mailto:dick.kolb@verizon.com)

VIII. Interconnection Agreements

Verizon Avenue Corp. requested the beginning of Interconnection Agreement negotiations with Verizon Communications related to the State of Idaho on August 6, 2003. The Company has not yet initiated such discussions with other carriers serving the State. Verizon Avenue understands that any such Interconnection Agreement reached with any carrier does not take effect until grant of this requested Certification by the Idaho Public Utilities Commission, and approval of any such Interconnection Agreement by the Commission.

IX. Compliance with Commission Rules

Verizon Avenue Corp. has reviewed the Idaho Public Utilities Commission rules and those rules codified under Title 62 of the Idaho Code. The Company recognizes that it is bound by those rules applying to Competitive Local Exchange Carriers doing business in the State, and agrees to comply with those rules. The Company does not, at this time, seek waiver of any of the rules applying to Competitive Local Exchange Carriers duly certificated by the authority of the Commission.

X. Escrow Account or Security Bond.

Verizon Avenue at this time does not intend to request advance deposits by its customers of regulated telephone services. The Company does understand, and acknowledges, that should it decide to obtain advance deposits from such customers, the Company must establish an escrow account or security bond in an amount sufficient to meet customer deposit refunds in the case of company default. Should the Company decide to obtain customer deposits, Verizon Avenue Corp. will so inform the Commission, will obtain the required bond, and will submit copies of such a bond or escrow account document to the Commission.

Respectfully Submitted:



Richard P. Kolb  
Vice President – Legal/Regulatory  
Verizon Avenue Corp.

August 13, 2003

**BEFORE THE IDAHO PUBLIC UTILITIES COMMISSION**

**APPLICATION FOR CERTIFICATION  
AS A COMPETITIVE LOCAL EXCHANGE CARRIER**

**VERIZON AVENUE CORP.**

**EXHIBIT 1**

Articles of Incorporation of Verizon Avenue Corp.

State of Delaware  
Office of the Secretary of State

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PAGE 1

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF MERGER, WHICH MERGES:

"SPHERE MERGER CORP.", A DELAWARE CORPORATION,

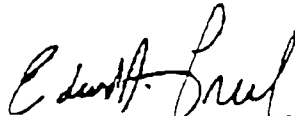
WITH AND INTO "ONEPOINT COMMUNICATIONS CORP." UNDER THE NAME OF "VERIZON AVENUE CORP.", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE THE FIFTEENTH DAY OF DECEMBER, A.D. 2000, AT 4:15 O'CLOCK P.M.

A FILED COPY OF THIS CERTIFICATE HAS BEEN FORWARDED TO THE NEW CASTLE COUNTY RECORDER OF DEEDS.



2876573 3100M

001631386

  
Edward J. Freel, Secretary of State

AUTHENTICATION: 0859180

DATE: 12-15-00



**CERTIFICATE OF MERGER  
MERCING  
SPHERE MERGER CORP.  
INTO  
ONEPOINT COMMUNICATIONS CORP.**

ONEPOINT COMMUNICATIONS CORP., organized and existing under and by virtue of the General Corporation Law of Delaware, does hereby certify:

**FIRST:** That the name and state of incorporation of each of the constituent corporations of the merger is as follows:

<u>Name</u>	<u>State of Incorporation</u>
OnePoint Communications Corp.	Delaware
Sphere Merger Corp.	Delaware

**SECOND:** That a Definitive Merger Agreement between the parties to the merger has been approved, adopted, certified, executed and acknowledged by each of the constituent corporations in accordance with the requirements of Section 251 of the General Corporation Law of Delaware.

**THIRD:** That the surviving corporation of the merger is OnePoint Communications Corp., which shall change its name to Verizon Avenue Corp.

**FOURTH:** That the Certificate of Incorporation of OnePoint Communications Corp., a Delaware corporation which will survive the merger, shall be amended so that following the merger, it will read as set forth on Exhibit A attached hereto.

**FIFTH:** That the executed Definitive Merger Agreement is on file at the principal place of business of the surviving corporation, the address of which is Two Conway Park, 150 Field Drive, Suite 300, Lake Forest, IL 60045.

**SIXTH:** That a copy of the Definitive Merger Agreement will be furnished by the surviving corporation, on request and without cost, to any stockholder of any constituent corporation.

STATE OF DELAWARE  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
FILED 04:15 PM 12/15/2000  
001631356 - 2976573

IN WITNESS WHEREOF, OnePoint Communications Corp. has caused this Certificate of Merger to be duly executed as of the 15<sup>th</sup> day of December, 2000.

ONEPOINT COMMUNICATIONS CORP.

By James A. Oberbeck  
Name James A. Oberbeck  
Title Chairman

**RESTATED CERTIFICATE OF INCORPORATION  
OF  
VERIZON AVENUE CORP.**

**ARTICLE I**

The name of the Corporation is Verizon Avenue Corp.

**ARTICLE II**

The registered office of the Corporation in the State of Delaware is located at 1209 Orange Street, in the City of Wilmington, County of New Castle. The name of the Corporation's registered agent in the State of Delaware at such address is The Corporation Trust Company.

**ARTICLE III**

The purpose of the Corporation is to engage in any lawful act or activity for which corporations may be organized under the General Corporation Law of Delaware.

**ARTICLE IV**

The total number of shares of stock which the Corporation shall have authority to issue is 100 shares of Common Stock, with a par value of \$0.01 per share.

**ARTICLE V**

Election of directors need not be by ballot unless the By-Laws of the Corporation shall so provide.

**ARTICLE VI**

In furtherance and not in limitation of the power conferred upon the Board of Directors by law, the Board of Directors shall have power to make, adopt, alter, amend and repeal, from time to time, the By-Laws of the Corporation, subject to the right of the stockholders entitled to vote with respect thereto to alter and repeal By-Laws made by the Directors.

## **ARTICLE VII**

### **Personal Liability of Directors.**

1. To the fullest extent that the laws of the State of Delaware, as the same exist or may hereafter be amended, permit elimination of the personal liability of directors, no director of this Corporation shall be personally liable to this Corporation or its stockholders for monetary damages for breach of fiduciary duty as a director.

2. The provisions of this Article shall be deemed to be a contract with each director of this Corporation who serves as such at any time while this Article is in effect, and each such director shall be deemed to be serving as such in reliance on the provisions of this Article. Any amendment or repeal of this Article or adoption of any By-Law of this Corporation or other provision of the Certificate of Incorporation of this Corporation which has the effect of increasing director liability shall operate prospectively only and shall not affect any action taken, or any failure to act, by a director of this Corporation prior to such amendment, repeal, By-Law or other provision becoming effective.

## **ARTICLE VIII**

### **Indemnification of, and Advancement of Expenses to, Directors, Officers and Others.**

1. **Right to Indemnification.** Except as prohibited by law, every director and officer of the Corporation shall be entitled as of right to be indemnified by the Corporation against all expenses and liability (as those terms are defined below in this Paragraph) incurred by such person in connection with any actual or threatened claim, action, suit or proceeding, whether civil, criminal, administrative, investigative or other, or whether brought by or against such person or by or in the right of the Corporation or otherwise, in which such person may be involved, as a party or otherwise, by reason of such person being or having been a director or officer of the Corporation or a subsidiary of the Corporation or by reason of the fact that such person is or was serving at the request of the Corporation as a director, officer, employee, fiduciary or other representative of another corporation, partnership, joint venture, trust, employee benefit plan or other entity (such claim, action, suit or proceeding hereinafter being referred to as an "Action"); provided, however, that no such right to indemnification shall exist with respect to an Action brought by an indemnitee (as defined below) against the Corporation (an "Indemnitee Action") except as provided in the last sentence of this Paragraph. Persons who are not directors or officers of the Corporation may be similarly indemnified in respect of service to the Corporation or a subsidiary of the Corporation or to another such entity at the request of the Corporation to the extent the Board of Directors of the Corporation at any time designates any of such persons as entitled to the benefits of this Article. As used in this Article, "indemnitee" includes each director and officer of the Corporation and each other person designated by the Board of Directors of the Corporation as entitled to the benefits of this Article; "expenses" means all expenses actually and reasonably incurred, including fees and expenses of counsel selected by an indemnitee; and "liability" means all liability incurred, including the

amounts of any judgments, excise taxes, fines or penalties and any amounts paid in settlement. An indemnitee shall be entitled to be indemnified pursuant to this Article against expenses incurred in connection with an Indemnitee Action if (i) the Indemnitee Action is instituted under Paragraph 3 of this Article and the indemnitee is successful in whole or in part in such Indemnitee Action, (ii) the indemnitee is successful in whole or in part in another Indemnitee Action for which expenses are claimed or (iii) the indemnification for expenses is included in a settlement of, or is awarded by a court in, such other Indemnitee Action.

2. **Right to Advancement of Expenses.** Every indemnitee shall be entitled as of right to have the expenses of the indemnitee in defending any Action or in bringing and pursuing any Indemnitee Action under Paragraph 3 of this Article paid in advance by the Corporation prior to final disposition of the Action or Indemnitee Action, provided that the Corporation receives a written undertaking by or on behalf of the indemnitee to repay the amount advanced if it should ultimately be determined that the indemnitee is not entitled to be indemnified for the expenses.

3. **Right of Indemnitee to Bring Action.** If a written claim for indemnification under Paragraph 1 of this Article or for advancement of expenses under Paragraph 2 of this Article is not paid in full by the Corporation within 30 days after the claim has been received by the Corporation, the indemnitee may at any time thereafter bring an Indemnitee Action to recover the unpaid amount of the claim and, if successful in whole or in part, the indemnitee shall also be entitled to be paid the expense of bringing and pursuing such Indemnitee Action. The only defense to an Indemnitee Action to recover on a claim for indemnification under Paragraph 1 of this Article shall be that the conduct of the indemnitee was such that under Delaware law the Corporation is prohibited from indemnifying the indemnitee 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 and stockholders) to have made a determination prior to the commencement of such Indemnitee Action that indemnification of the indemnitee is proper in the circumstances, nor an actual determination by the Corporation (including its Board of Directors, independent legal counsel or stockholders) that the conduct of the indemnitee was such that indemnification is prohibited by Delaware law, shall be a defense to such Indemnitee Action or create a presumption that the conduct of the indemnitee was such that indemnification is prohibited by Delaware law. The only defense to an Indemnitee Action to recover on a claim for advancement of expenses under Paragraph 2 of this Article shall be failure by the indemnitee to provide the undertaking required by Paragraph 2 of this Article.

4. **Funding and Insurance.** The Corporation may create a trust fund, grant a security interest, cause a letter of credit to be issued or use other means (whether or not similar to the foregoing) to ensure the payment of all sums required to be paid by the Corporation to effect indemnification as provided in this Article. The Corporation may purchase and maintain insurance to protect itself and any indemnitee against any expenses or liability incurred by the indemnitee in connection with any Action, whether or not the Corporation would have the power to indemnify the indemnitee against the expenses or liability by law or under the provisions of this Article.

5. **Non-Exclusivity: Nature and Extent of Rights.** The rights to indemnification and advancement of expenses provided for in this Article shall (i) not be deemed exclusive of any other rights, whether now existing or hereafter created, to which any indemnitee may be entitled under any agreement, provision in the Certificate of Incorporation or By-Laws of the Corporation, vote of stockholders or disinterested directors or otherwise, (ii) be deemed to create contractual rights in favor of each indemnitee who serves at any time while this Article is in effect (and each such indemnitee shall be deemed to be serving in reliance on the provisions of this Article), (iii) continue as to each indemnitee who has ceased to have the status pursuant to which the indemnitee was entitled or was designated as entitled to indemnification under this Article and inure to the benefit of the heirs and legal representatives of each indemnitee and (iv) be applicable to Actions commenced after this Article becomes effective, whether arising from acts or omissions occurring before or after this Article becomes effective. Any amendment or repeal of this Article or adoption of any By-Law of this Corporation or other provision of the Certificate of Incorporation of this Corporation which has the effect of limiting in any way the rights to indemnification or advancement of expenses provided for in this Article shall operate prospectively only and shall not affect any action taken, or any failure to act, by an indemnitee prior to such amendment, repeal, By-Law or other provision becoming effective.

6. **Partial Indemnity.** If an indemnitee is entitled under any provision of this Article to indemnification by the Corporation for some or a portion of the expenses or liability incurred by the indemnitee in the preparation, investigation, defense, appeal or settlement of any Action or Indemnitee Action but not, however, for the total amount thereof, the Corporation shall indemnify the indemnitee for the portion of such expenses or liability to which the indemnitee is entitled.

**BEFORE THE IDAHO PUBLIC UTILITIES COMMISSION**

**APPLICATION FOR CERTIFICATION  
AS A COMPETITIVE LOCAL EXCHANGE CARRIER**

**VERIZON AVENUE CORP.**

**EXHIBIT 2**

Certificate of Authority of Verizon Avenue Corp.

# State of Idaho

Office of the Secretary of State

**CERTIFICATE OF AUTHORITY  
OF  
VERIZON AVENUE CORP.**

File Number C 137783

I PETE T. CENARRUSA, Secretary of State of the State of Idaho, hereby certify that an Application for Certificate of Authority, duly executed pursuant to the provisions of the Idaho Business Corporation Act, has been received in this office and is found to conform to law.

ACCORDINGLY and by virtue of the authority vested in me by law, I issue this Certificate of Authority to transact business in this State and attach hereto a duplicate of the application for such certificate.

Dated: February 22, 2001



*Pete T. Cenarrusa*  
SECRETARY OF STATE

By *Monica Okelberry*



# State of Idaho

Office of the Secretary of State

**CERTIFICATE OF EXISTENCE  
OF  
VERIZON AVENUE CORP.**

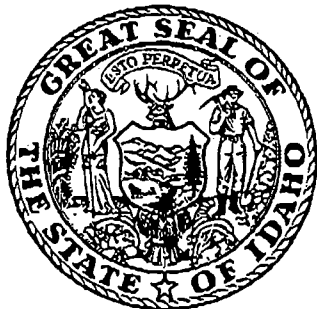
File Number C 137783

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 DELAWARE and filed for authorization to transact business in Idaho on 22 February 2001.

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

Dated: 12 August 2003



*Ben Yursa*  
SECRETARY OF STATE

By *[Signature]*

**BEFORE THE IDAHO PUBLIC UTILITIES COMMISSION**

**APPLICATION FOR CERTIFICATION  
AS A COMPETITIVE LOCAL EXCHANGE CARRIER**

**VERIZON AVENUE CORP.**

**EXHIBIT 3**

Statement of Good Standing of Verizon Avenue Corp.



## Idaho Secretary of State Viewing Business Entity

[ [New Search](#) ] [ [Back to Summary](#) ]  
[ [Get a certificate of existence for VERIZON AVENUE CORP.](#) ]

### **VERIZON AVENUE CORP.**

TWO CONWAY PARK 150 FIELD DR STE 300  
LAKE FOREST, IL 60045

**Type of Business:** CORPORATION, GENERAL BUSINESS

**Status:** GOODSTANDING, ANREPT SENT 04 Feb 2003

**State of Origin:** DELAWARE

**Date of Origination/Authorization:** 22 Feb 2001

**Initial Registered Agent:** CT CORPORATION SYSTEM  
300 N 6TH ST  
BOISE, ID 83702

**Organizational ID / Filing  
Number:** C137783

**Number of Authorized Stock N/A  
Shares:**

**Date of Last Annual Report:** 26 Feb 2003

#### **Amendments:**

**Amendment 0 filed 22 Feb 2001** CERTIFICATE OF AUTHORITY

[View Document Online](#)  
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#### **Annual Reports:**

**Report for year 2001** ANNUAL REPORT

[View Document Online](#)  
[Download \(TIFF format\)](#)

**Report for year 2003** ANNUAL REPORT

[View Document Online](#)  
[Download \(TIFF format\)](#)

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[State of Idaho Home Page](#)

Comments, questions or suggestions can be emailed to: [sosinfo@idsos.state.id.us](mailto:sosinfo@idsos.state.id.us)

**BEFORE THE IDAHO PUBLIC UTILITIES COMMISSION**

**APPLICATION FOR CERTIFICATION  
AS A COMPETITIVE LOCAL EXCHANGE CARRIER**

**VERIZON AVENUE CORP.**

**EXHIBIT 4**

**OFFICERS AND DIRECTORS OF VERIZON AVENUE CORP.**

Verizon Avenue Corp. Officers:

William F. Wallace	Chief Executive Officer
Andrea L. Custis	President / COO
Robert C. Wheatley II	Chief Financial Officer
J. Daniel Mason	Secretary
Randal S. Milch	Assistant Secretary
Kim Chazin	Controller
David White	Chief Information Officer
Janet M. Garrity	Treasurer
William F. Heitman	Assistant Treasurer
Neil D. Olson	Assistant Treasurer
Charles A. Burkhardt	Vice President – Taxes
Jana L. Crain	Vice President – Taxes
James A. Gaither	Vice President – Taxes

Verizon Avenue Corp. Directors:

Bruce S. Gordon  
Randal S. Milch  
Douglas R. Wilder

**BEFORE THE IDAHO PUBLIC UTILITIES COMMISSION**

**APPLICATION FOR CERTIFICATION  
AS A COMPETITIVE LOCAL EXCHANGE CARRIER**

**VERIZON AVENUE CORP.**

**EXHIBIT 5**

**NAMES AND ADDRESSES OF SUBSIDIARIES OF APPLICANT**

Verizon Avenue Corp.

OnePoint Communications – Colorado, L.L.C.

OnePoint Communications – Illinois, L.L.C.

OnePoint Communications – Georgia, L.L.C.

VIC-RMTS-DC, L.L.C.

OnePoint Communications Holdings, L.L.C.

Mid-Atlantic RMTS Holdings, L.L.C.

The mailing address for Verizon Avenue Corp., and for each of its subsidiaries:

Two Conway Park  
150 Field Drive  
Suite 300  
Lake Forest, IL 60045

**BEFORE THE IDAHO PUBLIC UTILITIES COMMISSION**

**APPLICATION FOR CERTIFICATION  
AS A COMPETITIVE LOCAL EXCHANGE CARRIER**

**VERIZON AVENUE CORP.**

**EXHIBIT 6**

Balance Sheet and Income Statement – 2001

Verizon Avenue Corp.

**Verizon Avenue**  
**Consolidating Income Statement**  
For the Twelve Months Ending December 31, 2001

	VZA Consolidated
<b>REVENUES</b>	
Local	\$17,132,838.79
LD	\$15,865,614.02
Video	\$140,954.06
Internet	\$848,192.95
Affiliate Revenue	\$9,648,160.00
	-----
Total Net Revenues	\$43,635,759.82
<b>RESELLING COSTS</b>	
Long Distance	\$9,929,489.05
Local	\$14,673,947.43
Cable	\$56,307.53
Network Connectivity	\$3,248,010.26
Internet Reselling Costs	\$60,151.75
Data Installs	\$1,613,924.77
Agent Commissions	\$460,688.99
Revenue Sharing	\$251,105.20
Developer Payments	\$12,433,572.21
	-----
Total Reselling Expense	\$42,727,197.19
	-----
Gross Margin	\$908,562.63
<b>General &amp; Administrative Expenses</b>	
Salaries & Wages	\$49,873,820.06
Payroll Taxes & Emp Benefits	\$8,169,557.87
Temporary Employees	\$2,236,553.64
Other Employee Costs	\$2,886,572.78
Travel & Entertainment	\$2,796,353.75
Office Rel & Office Supplies	\$1,237,846.14
Insurance	\$503,577.24
Telephone, Cellular, Pager	\$1,835,013.35
Field Operations	\$716,433.96
Bldg & Equip Rent Exp	\$7,998,452.18
Professional & Consulting	\$1,427,417.01
Legal	\$324,466.26
Marketing & Promotions	\$4,622,513.47
Systems - Recurring	\$7,121,675.95
Systems - Devlpmt	\$2,026,936.84
Other Expenses	(\$12,631,082.48)
Bad Debt	\$6,586,450.20
Affiliate Charges	\$0.00
	-----
Total SG&A	\$87,732,558.22
	-----
EBITDA	(\$86,823,995.59)
Interest Expense	\$23,568,645.85
Interest Income	\$421,999.74
Depreciation Expense	\$7,225,496.13
Amortization Expense	\$13,448,060.00
Gains & Losses	(\$2,563,409.64)
Income Taxes	(\$41,915,841.61)
	-----
NET INCOME	(\$91,291,765.86)
	=====

**Verizon Avenue**  
**Consolidating Balance Sheet**  
For the Twelve Months Ending December 31, 2001

	VZA Consolidated
<b>ASSETS</b>	
Cash	\$1,236,323
Short-term Marketable Securities	\$7,584,023
	-----
<b>Cash and Cash-like Instruments</b>	<b>\$8,820,346</b>
Affiliate Receivable	\$3,074,137
Other Receivable	\$5,865,891
Trade Receivable	\$1,959,416
Allowance for Uncollectible Accounts	(\$1,676,255)
	-----
<b>Accounts Receivable - Net</b>	<b>\$9,223,189</b>
Prepaid Expenses	\$8,019,323
Inventory	\$57,085
Current Deferred Federal Tax Benefit	\$20,008,938
<b>Total Current Assets</b>	<b>\$46,128,881</b>
Property, Plant & Equipment	\$95,383,404
Accumulated Depreciation	(\$11,367,401)
	-----
<b>Net Property, Plant &amp; Equipment</b>	<b>\$84,016,003</b>
Investment in Affiliated Subs	\$0
Intangible Assets	\$276,981,817
Accumulated Amortization	(\$14,361,650)
Other Assets	\$8,556,329
Deposits	\$406,545
Deferred Tax Asset	\$53,447,649
	-----
<b>Total Assets</b>	<b>\$455,175,574</b>
	=====
<b>Liabilities &amp; Stockholder's Equity</b>	
Affiliate Payable	\$1,399,498
Accounts Payable	\$12,007,125
Debt - Current	\$1,145,860
Accrued Liabilities	\$33,347,304
Other Current Liabilities	\$2,477,940
	-----
<b>Total Current Liabilities</b>	<b>\$50,377,727</b>
Long Term Debt	\$462,463,701
Other Deferred Obligations	\$1,404,847
Common Stock	\$0
Preferred Stock	\$0
Additional Paid-In-Capital	\$37,500,025
Retained Earnings	(\$5,278,837)
Net Profit/(Loss)	(\$91,291,766)
Comprehensive Income - Unrealized Gain/Loss	(\$123)
	-----
<b>Total Liabilities &amp; Stockholder's Equity</b>	<b>\$455,175,574</b>
	=====

**BEFORE THE IDAHO PUBLIC UTILITIES COMMISSION**

**APPLICATION FOR CERTIFICATION  
AS A COMPETITIVE LOCAL EXCHANGE CARRIER**

**VERIZON AVENUE CORP.**

**EXHIBIT 7**

Balance Sheet and Income Statement – 2002

Verizon Avenue Corp.



**Verizon Avenue  
Income Statement  
For the Twelve Months Ending December 31, 2002**

**Verizon Avenue  
Balance Sheet  
For the Twelve Months Ending December 31, 2002**

	<u>VZA</u> <u>Consolidated</u>
<b>REVENUES</b>	
Local	\$9,761,898.74
LD	\$2,691,760.56
Video	
Internet	\$5,337,290.13
Verizon One Affiliate Revenue	\$21,675,180.00
	-----
Total Net Revenues	\$39,466,129.43
 <b>RESELLING COSTS</b>	
Local	\$7,946,759.99
LD	\$437,922.14
Cable	\$3,097.47
Network Connectivity	\$6,203,632.29
Internet Reselling Costs	\$4,442.00
Verizon One Data Installs	\$4,236,604.16
Agent Commissions	\$593,155.83
Revenue Sharing	\$219,035.90
Developer Payments	\$18,346,751.40
	-----
Total Reselling Expense	\$37,991,401.18
	-----
Gross Margin	\$1,474,728.25
 <b>General &amp; Administrative Expenses</b>	
Salaries & Wages	\$51,303,948.85
Payroll Taxes & Emp Benefits	\$9,148,848.54
Temporary Employees	\$2,076,693.71
Other Employee Costs	\$1,879,955.05
Travel & Entertainment	\$2,881,934.09
Office Rel & Office Supplies	\$1,366,234.82
Insurance	\$664,706.68
Telephone, Cellular, Pager	\$1,782,026.92
Field Operations	\$883,148.15
Bldg & Equip Rent Exp	\$13,112,988.73
Professional & Consulting	\$1,237,476.41
Legal	\$93,408.74
Marketing & Promotions	\$6,076,743.17
Systems - Recurring	\$4,195,393.87
Systems - Devlpmt	\$1,137,153.39
Other Expenses	\$20,069,790.94
Bad Debt	\$959,774.67
Affiliate Charges	\$0.00
	-----
Total SG&A	\$118,870,226.73
	-----
EBITDA	(\$117,395,498.48)
 Interest Expense	\$31,728,632.47
Interest Income	\$76,884.86
Depreciation Expense	\$10,486,182.34
Income Taxes	(\$55,969,884.57)
	-----
NET INCOME	(\$103,563,543.86)
	=====
Total Operating Expenses	\$167,347,810.25

	<u>VZA</u> <u>Consolidated</u>
<b>ASSETS</b>	
Cash	(\$2,248,352)
Short-term Marketable Securities	\$3
	-----
<b>Cash and Cash-like Instruments</b>	(\$2,248,349)
 Affiliate Receivable	\$1,179,420
Other Receivables	\$832,985
Trade Receivables	\$1,421,599
Allowance for Uncollectible Accounts	(\$568,477)
	-----
<b>Accounts Receivable - Net</b>	\$2,865,527
 Prepaid Expenses	\$4,861,046
<b>Total Current Assets</b>	\$5,478,224
  Property, Plant & Equipment	\$103,588,494
Accumulated Depreciation	(\$16,994,944)
	-----
<b>Net Property, Plant &amp; Equipment</b>	\$86,593,550
 Investment in Affiliated Subs	(\$1,895,371)
 Intangible Assets	\$276,981,816
Accumulated Amortization	(\$14,362,639)
	-----
<b>Other Assets</b>	\$10,359,697
Deposits	\$389,894
	-----
<b>Total Assets</b>	\$363,545,171
	=====
 <b>Liabilities &amp; Stockholder's Equity</b>	
 Affiliate Payable	\$4,533,001
Accounts Payable	\$2,034,756
Taxes Payable	(\$5,858,785)
Debt - Current	\$30,867
Accrued Liabilities	\$28,007,190
Other Current Liabilities	\$523,160
	-----
<b>Total Current Liabilities</b>	\$29,270,189
 Long Term Debt	\$564,458,507
 Other Deferred Obligations	(\$37,549,809)
 Additional Paid-In Capital	\$7,500,000
Retained Earnings	(\$96,570,049)
Net Profit/(Loss)	(\$103,563,544)
Comprehensive Income - Unrealized Gain/Loss	(\$123)
	-----
<b>Total Liabilities &amp; Stockholder's Equity</b>	\$363,545,171
	=====

**BEFORE THE IDAHO PUBLIC UTILITIES COMMISSION**

**APPLICATION FOR CERTIFICATION**  
**AS A COMPETITIVE LOCAL EXCHANGE CARRIER**

**VERIZON AVENUE CORP.**

**EXHIBIT 8**

Balance Sheet and Income Statement

January – June 2003

Verizon Avenue Corp.

Verizon Avenue Corp  
Income Statement  
For the Six Months Ending June 30, 2003

Verizon Avenue Corp  
Balance Sheet  
For the Six Months Ending June 30, 2003

	June 2003
	<u>YTD</u>
<b>REVENUES</b>	
Local	\$2,684,268.48
LD	823,911.07
Internet	3,888,604.26
Verizon One	
Affiliate Revenue	7,971,958.00
	-----
<b>Total Net Revenues</b>	<b>15,368,741.81</b>
<b>RESELLING COSTS</b>	
Local	2,412,644.65
LD	368,198.20
Network Connectivity	3,851,252.80
Verizon One	17,994.01
Data Installs	1,764,928.66
Agent Commissions	382,841.95
Revenue Sharing	43,174.95
Developer Payments	6,122,181.22
	-----
<b>Total Reselling Expense</b>	<b>14,963,216.44</b>
	-----
<b>Gross Margin</b>	<b>405,525.37</b>
<b>General &amp; Administrative Expenses</b>	
Salaries & Wages	28,338,413.60
Payroll Taxes & Emp Benefits	5,133,777.77
Temporary Employees	319,857.39
Other Employee Costs	596,931.56
Travel & Entertainment	1,456,462.12
Office Rel & Office Supplies	453,916.08
Insurance	369,629.18
Telephone, Cellular, Pager	798,277.07
Field Operations	377,205.50
Bldg & Equip Rent Exp	3,854,482.03
Professional & Consulting	426,257.28
Legal	24,230.05
Marketing & Promotions	723,839.72
Systems - Recurring	3,216,105.76
Systems - Devlpmt	364,391.11
Other Expenses	1,048,380.44
Bad Debt	562,758.42
Affiliate Charges	0.00
	-----
<b>Total SG&amp;A</b>	<b>48,064,915.08</b>
	-----
<b>EBITDA</b>	<b>(47,659,389.71)</b>
Interest Expense	16,122,028.65
Interest Income	2,527.75
Depreciation Expense	5,920,708.12
Income Taxes	#REF!
	-----
<b>NET INCOME</b>	<b>#REF!</b>
	=====
<b>Total Operating Expenses</b>	<b>68,948,839.64</b>

	June 2003
	<u>YTD</u>
<b>ASSETS</b>	
Cash	\$1,151,085
Short-term Marketable Securities	
	-----
<b>Cash and Cash-like Instruments</b>	<b>1,151,085</b>
Affiliate Receivable	(2,892,602)
Other Receivables	(50,169)
Trade Receivables	(214,528)
Allowance for Uncollectible Accounts	(131,607)
	-----
<b>Accounts Receivable - Net</b>	<b>(3,288,906)</b>
Prepaid Expenses	(6,113,929)
Current Deferred Federal Tax Benefit	(15,053,335)
<b>Total Current Assets</b>	<b>(23,305,085)</b>
Property, Plant & Equipment	496,769
Accumulated Depreciation	(1,032,700)
	-----
<b>Net Property, Plant &amp; Equipment</b>	<b>(535,931)</b>
Investment in Affiliated Subs	
Intangible Assets	
Accumulated Amortization	
Other Assets	(76,988)
Deposits	
	-----
<b>Total Assets</b>	<b>(23,918,004)</b>
	=====
<b>Liabilities &amp; Stockholder's Equity</b>	
Affiliate Payable	(844,184)
Accounts Payable	441,484
Taxes Payable	(5,661,780)
Debt - Current	798
Accrued Liabilities	(717,616)
Other Current Liabilities	(3,445)
	-----
<b>Total Current Liabilities</b>	<b>(6,784,743)</b>
Long Term Debt	(6,633,451)
Other Deferred Obligations	14,925
Additional Paid-In Capital	
Retained Earnings	
Net Profit/(Loss)	(10,514,734)
Comprehensive Income - Unrealized Gain/Loss	
	-----
<b>Total Liabilities &amp; Stockholder's Equity</b>	<b>(23,918,003)</b>
	=====

**BEFORE THE IDAHO PUBLIC UTILITIES COMMISSION**

**APPLICATION FOR CERTIFICATION  
AS A COMPETITIVE LOCAL EXCHANGE CARRIER**

**VERIZON AVENUE CORP.**

**EXHIBIT 9**

Illustrative Tariff

Verizon Avenue Corp.

VERIZON AVENUE CORP.  
  
SCHEDULE OF  
  
GENERAL REGULATIONS FOR EXCHANGE SERVICES  
  
APPLYING TO THE COMPETITIVE  
  
LOCAL EXCHANGE TELECOMMUNICATIONS SERVICES  
  
OF THIS COMPANY  
  
WITHIN THE STATE OF IDAHO

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Issued: August 15, 2003

Effective:

Andrea L. Custis, President  
Two Conway Park  
150 Field Drive, Suite 300  
Lake Forest, Illinois 60045

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### SYMBOLS

The following are the only symbols used for the purposes indicated below:

- C - Changed listing, rule, or condition, which may affect rates or charges
- D - Discontinued material, including a listing, rate, rule or condition
- I - Increase
- M - Material has been relocated to another part of price list schedules with no change in text, rate, rule or condition
- N - New material including listing, rate, rule or condition
- R - Reduction
- S - Reissued matter
- T - Change in wording of text, but not a change in rate, rule or condition

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