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June 30, 2004

VIA OVERNIGHT DELIVERY

Ms. Jean Jewel
Commission Secretary
Idaho Public Utilities Commission
472 West Washington Street
Boise, ID 83702-5983
(208) 334-0300

TIN-T-04-01

Re: Trans National Communications International, Inc.

Dear Ms. Jewel:

Enclosed please find for the consideration of the Public Utilities Commission an original and three copies of Trans National Communications International, Inc's Statement of Business Operations for a Certificate of Public Convenience and Necessity to Provide Resale Facilities-based UNE-P Service and Local Exchange Telecommunications Service within all local exchanges served by Qwest Communications in the state of Idaho. Please note that the company is currently authorized to provide Interexchange Service in the state of Idaho.

I have enclosed an extra copy of this letter to be date stamped and returned to me in the enclosed, self-addressed, postage prepaid envelope.

If you have any questions or if I may provide you with any additional information, please do not hesitate to contact me.

Respectfully submitted,

A handwritten signature in black ink, appearing to read "Erick Robinson", written in a cursive style.

Erick Robinson
Regulatory Specialist

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IDAHO PUBLIC
UTILITIES COMMISSION

STATE OF IDAHO

BEFORE THE IDAHO PUBLIC UTILITIES COMMISSION

In the matter of the application of)
Trans National Communications International, Inc.)
For a license to provide resale facilities-based)
UNE-P service and basic local exchange service)
throughout the state of Idaho in the zone and)
exchange areas served by Qwest Communications)
_____)

TIN-T-04-01

APPLICATION OF
TRANS NATIONAL COMMUNICATIONS INTERNATIONAL, INC.

Trans National Communications International, Inc. ("Trans National" or "TNCI" or "Applicant"), hereby applies to the Idaho Public Utilities Commission ("Commission" or "IPUC") for a license to provide resale facilities-based UNE-P service and basic local exchange service throughout the state of Idaho in the zone and exchange areas in which Qwest Communications is the incumbent local exchange carrier ("incumbent carrier"). Trans National proposes to provide these services as a reseller, as well as provide non-licensed and unregulated telecommunications services on a competitive basis.

Trans National's application seeking entry into the Idaho telecommunications market is in the public interest because it will provide Idaho consumers with an enhanced range of telecommunication services, will increase customer choice, will encourage carriers to provide more efficient service at lower prices, will provide users with greater reliability, and will create competitive pressure on carriers to provide more responsive customer service. Trans National respectfully submits that its entry will bolster competition for the provision of local telecommunications services, which is essential to the state's continued economic health and well being.

Approval of this application will further the purposes of the Federal Telecommunications Act of 1996 ("Federal Act"). Therefore, Applicant respectfully requests that the Commission grant it a license to provide the local exchange telecommunications services described herein. In support thereof, Trans National provides the following information:

I. NAME AND BUSINESS OF APPLICANT

Applicant's address is:

Trans National Communications International, Inc.
2 Charlesgate West
Boston, Ma 02215
(671) 369-1000

Correspondence concerning this application should be directed to Trans National's regulatory specialist:

Mr. Erick Robinson
2 Charlesgate West
Boston, Ma 02215
Telephone: (617) 369-1059
Fax: (617) 369-1110

II. TRANS NATIONAL FULLY MEETS THE REQUIREMENTS FOR A LICENSE TO PROVIDE LOCAL EXCHANGE SERVICE.

After notice and hearing, the Commission shall approve an Application for license if it finds that (a) the applicant possesses sufficient technical, financial, and managerial resources and abilities to provide local exchange service to all residential and commercial customers within the geographic area of the license, (b) the applicant intends to provide service within one year from the date the license is granted, and (c) grant of a license to the applicant would not be contrary to the public interest. As explained in further detail below, Trans National fully meets the requirements.

Trans National's provision of local exchange services, including rates to be charged to Trans National's customers, will be dependent upon the negotiation of interconnection agreements with the incumbent carriers. Upon issuance of a license, and the completion of negotiation with the incumbent carriers, Trans National will promptly file a tariff that complies with all omission rules and regulations and lists the rates, terms and conditions of service.

A. Description or identification of geographic area for which the license is sought.

Trans National proposes to offer local exchange service within all local zone and exchange service areas presently served by Qwest Communications, Inc in the state of Idaho.

Trans National will service the exchanges as mapped and described by Qwest Communications, Inc. The local calling area for Trans National's customers will be the same as the Incumbent Carrier's existing exchange boundaries. This means that Trans National's customers will have the same local calling area as if they remained customers of the Incumbent Carrier.

Trans National intends to mirror the map and legal description sections of the tariffs filed by the incumbent carriers for the exchanges it proposes to serve. Trans National understands that Trans National will automatically mirror any future modifications to these exchange boundaries or legal description of these boundaries on a going forward basis. If not mirrored, new detailed maps and legal descriptions, on an individual exchange basis will be filed with the Commission for approval.

B. Description of the Applicant's general financial, technical and managerial resources.

1. Background Corporate Information.

Trans National is a Delaware corporation and is authorized to transact business in the State of Idaho as a foreign corporation. A copy of Trans National's Articles of Incorporation and Certificate of Authority are attached as exhibits. Trans National was incorporated August 1, 1995. Current business and network plans call for market entry via resold LEC and IXC facilities. Trans National is currently authorized to and is providing resold interexchange service in the contiguous 48 states and Hawaii. The company has authority to provide local exchange service in 18 states, and is in the process of obtaining authority in 13 additional states.

The officers and directors of Trans National are as follows:

Brian Twomey	President
William B. Weidlein	Treasurer & Director
Steven B. Belkin	Chairman & Director
Monte Jaffe	CFO
Pamela Hesse	Controller
Marcy Raskind	Secretary
Joan W. Belkin	Director

All Officers and Directors may be contacted at the corporate headquarters address.

2. Financial Qualifications.

Applicant is financially qualified to possess a license to provide local exchange service. In particular, Applicant has access to the financing and capital

necessary to conduct its telecommunications operations as specified in this Application. Trans National's financial strength and ability to offer the above service is demonstrated in Trans National's unaudited Financial Statements for years ended December 31, 2003 and 2002 respectively, which are attached as an exhibit. As Trans National is a private corporation, its financial qualifications are considered confidential.

3. Managerial Qualifications.

Trans National possess the managerial qualifications to provide its proposed local exchange telecommunications services. The senior management of Trans National has extensive experience in telecommunications service provision, and its highly qualified technical staff will ensure that Trans national's operations will meet the most demanding standard for service quality and reliability.

4. Technical Qualifications.

Applicant is technically qualified to provide the proposed local exchange services in the state of Idaho. As mentioned above, the members of Trans National's management team have extensive management and telecommunications experience. Since Trans National will be providing local exchange service initially through resale only, Trans National will also rely upon the managerial and technical expertise of the incumbent local exchange carriers that have been certified and deemed technically and managerially able to provide local exchange service by the Commission.

Trans National is currently authorized to and is providing resold interexchange service in the contiguous 48 states and Hawaii. The company has authority to provide local exchange service in 18 states and is in the process of obtaining authority in 13 additional states. Applicant has not been denied authority for any of the services for which it seeks authority in this Application.

As the forgoing illustrates, Trans National possesses considerable telecommunications expertise and is well qualified to provide local exchange service in Idaho.

C. Description of Applicant's technical , financial and managerial resources and abilities to provide local exchange service to all residential and commercial customers within the geographical area of the license.

The Applicant has demonstrated in section B, above, that is possesses the requisite technical, financial and managerial resources and abilities to provide all forms of resold local exchange telecommunications services.

Trans National seeks a license to provide resale facilities-based UNE-P service and local exchange telecommunications services in the zone and exchange areas throughout the state of Idaho in which Qwest Communications, Inc is the incumbent local exchange carrier.

Trans National intends to provide all forms of resold local exchange services to business and residential customers in Idaho. These services include two-way local lines/trunks, Centrex, ISDN and DSL services. Trans National also proposes to provide associated local calling (usage) for these access lines, including message rate service for business customers and the required calling options for residential customers. It will offer, also on a resold basis, operator assistance services, lifeline, hearing impaired services, directory assistance and directories, free 900 prefix call blocking and switched access services. It will also offer intraLATA and interLATA toll services on 1+ and 0+ basis.

Additionally, Trans National will implement the procedures necessary to prevent deceptive and unfair marketing practice, and will comply with applicable Commission service and billing standards. Trans National will comply with the applicable intraLATA access requirements of incumbent local exchange telephone companies, and with all other applicable Commission rules, regulations and standards.

As stated herein, Trans National's prices will depend significantly upon its costs, including, in particular, its costs of completing calls through the incumbent carriers' existing networks, which will not be identified until after the conclusion of interconnection negotiations with the incumbent local exchange carriers.

D. Demonstration of Applicant's intent to provide service within six months from the date the license is granted.

Trans National intends to offer service within six months of the date a license is granted by the commission. Prior to the provision of service, in Idaho, several important developments must occur. Among these developments are, the issuance of a license by the Idaho Public Utilities Commission; successful negotiation of interconnection agreements with the incumbent carrier; and, the completion and filing of a final tariff with the Commission for Trans National's regulated local exchange services. Each of these activities may be subject to delay and difficulties beyond the control of Trans National.

E. Discussion of the impact on the public interest.

Both the Idaho Public Utilities Commission and the United States Congress have determined that it is in the public interest to promote competition in the provision of telecommunication services. As discussed above, the Federal Act was designed to promote increased competition in the telecommunications

market. Moreover, the Commission has already determined that the grant of applications for competing licenses to provide local exchange services is in the public interest. The recent experience with the introduction of competition to other telecommunications markets, such as long distance, competitive access, and customer premises equipment, has led to public interest benefits in those markets.

Prior to the enactment of the Federal Act, the Federal Communications Commission ("FCC") had found ample evidence that competitive provision of interstate services (both interexchange and access) furthers the public interest.

Trans National's proposed services will provide multiple public benefits by increasing the efficiency of incumbent carriers by providing users of telecommunications services with greater reliability, and by increasing the competitive choices available to users in the state. Enhanced competition in telecommunications services likely will further stimulate economic development in Utah. In addition, increased competition will create incentives for lower prices, more innovative services, and more responsive customer service.

Furthermore, the grant of a license will not adversely affect the incumbent carriers' service. As has been the case with other competitive initiatives in Idaho, a grant of the instant authority will have minimal impact on the incumbent. In fact, incumbent providers have benefited from market incentives to improve the efficiency of their operations, and from increased usage of their services due to expansion of the total market spurred by competition and lower prices.

Local exchange services competition also will stimulate the demand for the services supplied by all local service carriers, including those of the incumbent carrier. The incumbent provider will have market incentives to improve the efficiency of its operations, and it will benefit from the increased use of its services, due to the expansion of the total market and by their competitively driven prices.

Furthermore as demonstrated above, the grant of this license will provide significant benefits to consumers in terms of carrier choice, price, increased reliability, responsiveness and the introduction of new services. Additionally, as competition has driven telecommunications prices downward, businesses have seen reductions in their operating costs and increases in their sales, which have contributed to the viability of the economy and employment levels.

F. Compliance with Commission Rules.

Applicant agrees to comply with the applicable provisions and all rules, regulations, and laws applicable to it, unless it has requested and received a waiver from the Commission. To the extent economically and technically feasible, Applicant is willing and able to provide service to all customers in the same service classification in its designated geographical service areas in

accordance with its tariff offerings. In accordance with the Commission's specific rules for local exchange telephone competition, Applicant will have procedures in place to prevent deceptive and unfair marketing practices and will comply with applicable service and billing standards and rules. It will also comply with applicable intraLATA access requirements to the extent the incumbent LEC is required to do so.

CONCLUSION

Trans National Communications International, Inc. has demonstrated that it possesses sufficient technical, financial and managerial resources and abilities to provide local exchange service in the areas requested. Trans National has also demonstrated that its exercise of this authority will not adversely affect local exchange prices or network design and that it would not be contrary to the public interest.

WHEREFORE, Trans National Communications International, Inc. respectfully requests that the Commission enter an order which:

- (1) Grants Trans National Communications International, Inc. a license to provide resale Facilities-based UNE-P service and local exchange service throughout the state of Idaho in the zone and exchange areas in which Qwest Communications, Inc. is the incumbent local exchange carrier.
- (2) Grants such additional or further relief as may be necessary or appropriate.

Respectfully submitted,

By: 

Erick Robinson
2 Charlesgate West
Boston, Ma 02215
Telephone: (617) 369-1059
Fax: (617) 369-1110

Dated: June 30, 2004

LIST OF EXHIBITS

EXHIBIT 1 - ARTICLES OF INCORPORATION

EXHIBIT 2 – AUTHORIZATION FROM SECRETARY OF STATE

EXHIBIT 3 – TRANS NATIONAL’S CONTACT LIST

EXHIBIT 4 – SHAREHOLDER INFORMATION

EXHIBIT 5 – FINANCIAL INFORMATION

EXHIBIT 6 – ESCROW ACCOUNT OR SECURITY BOND

EXHIBIT 1

ARTICLES OF INCORPORATION

See Attached

Delaware

PAGE 1

The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF INCORPORATION OF "TRANS NATIONAL COMMUNICATIONS INTERNATIONAL, INC.", FILED IN THIS OFFICE ON THE FIRST DAY OF AUGUST, A.D. 1995, AT 12:30 O'CLOCK P.M.



Harriet Smith Windsor
Harriet Smith Windsor, Secretary of State

2529585 8100

AUTHENTICATION: 2847791

030843570

DATE: 01-05-04

CERTIFICATE OF INCORPORATION

OF

TRANS NATIONAL COMMUNICATIONS INTERNATIONAL, INC.

The undersigned, a natural person, for the purpose of organizing a corporation for conducting the business and promoting the purposes hereinafter stated, under the provisions and subject to the requirements of the laws of the State of Delaware (particularly Chapter 1, Title 8 of the Delaware Code and the acts amendatory thereof and supplemental thereto, and known, identified and referred to as the "General Corporation Law of the State of Delaware"), hereby certifies that:

FIRST: The name of the corporation (hereinafter called the "Corporation") is

TRANS NATIONAL COMMUNICATIONS INTERNATIONAL, INC.

SECOND: The address, including street, number, city, and county, of the registered office of the Corporation in the State of Delaware is 1209 Orange Street, Corporation Trust Center, City of Wilmington, County of New Castle; and the name of the registered agent of the Corporation in the State of Delaware is The Corporation Trust Company.

THIRD: The nature of the business to be conducted and the purposes of the Corporation are:

To purchase or otherwise acquire, invest in, own, lease, mortgage, pledge, sell, assign and transfer or otherwise dispose of, trade and deal in and with real property and personal property of every kind, class and description (including, without limitation, goods, wares and merchandise of every kind, class and description), to manufacture goods, wares and merchandise of every kind, class and description, both on its own account and for others;

To make and perform agreements and contracts of every kind and description; and

Generally to engage in any lawful act or activity or carry on any business for which corporations may be organized under the Delaware General Corporation Law or any successor statute.

FOURTH: The total number of shares of capital stock which the Corporation shall have authority to issue is 10,000 shares of Common Stock with \$.01 par value.

RESTRICTIONS ON TRANSFER

- 4.1 Non-Complying Transfers Prohibited. No shares of common stock ("Shares") owned by any person or entity (a "Stockholder") may be sold, assigned, pledged, hypothecated, encumbered, gifted, devised or otherwise transferred to any person or entity, voluntarily, or by operation of law, court order, foreclosure, marital property division or otherwise except in accordance with the terms and conditions hereinafter set forth.
- 4.2 Rights of First Refusal on Voluntary Transfers.
- 4.2.1 Any Stockholder who intends to sell, assign, transfer or otherwise voluntarily dispose of all or part of any Shares (the "Selling Stockholder"), shall give written notice of such intention to Steven B. Belkin, his successors and assigns (the "Founding Stockholder") and the Corporation, which notice shall include the name of the proposed transferee, the proposed purchase price per Share, the terms of payment of such purchase price and all other matters relating to such sale and shall be accompanied by a copy of the binding written agreement of the proposed transferee to purchase the Shares of the Selling Stockholder. Such notice shall constitute a binding offer by the Selling Stockholder to sell to the Founding Stockholder and the Corporation, or their assignees, such number of Shares then held by the Selling Stockholder as are proposed to be sold in the notice at the monetary price per Share designated in such notice, payable as provided in Section 4.2.4 hereof. Within thirty days after receipt of written notice from the Selling Stockholder, the Founding Stockholder shall give written notice to the Selling Stockholder as to whether such offer has been accepted by the Founding Stockholder. The Founding Stockholder may only accept such offer in whole and may not accept such offer in part. Such acceptance notice shall fix a time, location and date for the closing on such purchase ("Closing Date") which shall not be less than seven nor more than forty-five days after the giving of the acceptance notice. The place for such closing shall be at the principal office of the Corporation or such other location agreed to by the parties. At such closing, the Selling Stockholder shall accept payment as set forth in Section 4.2.4 and shall deliver to the Founding Stockholder in exchange therefor certificates for the number of Shares stated in the notice accompanied by duly executed instruments of transfer.

- 4.2.2 If the Founding Stockholder shall fail to accept the offer within the thirty-day period, then the Corporation shall have fifteen days from the expiration of such notice period within which to accept in whole, but not in part, the offer of the Selling Stockholder, by giving to him written notice as set forth above of their intent to purchase all, but not less than all, of the Shares proposed to be sold as provided in the notice to the Founding Stockholder and the Corporation at the monetary price per Share designated in such notice, payable as provided in Section 4.2.4 hereof. The place for such closing shall be at the principal office of the Corporation or such other location agreed to by the parties. At the closing of such purchase and sale, the Selling Stockholder shall accept payment as set forth in Section 4.2.4 and shall deliver to the Corporation in exchange therefor certificates for the number of Shares stated in the notice accompanied by duly executed instruments of transfer.
- 4.2.3 If the Founding Stockholder and the Corporation shall fail to accept any such offer, then the Selling Stockholder shall be free to sell all, but not less than all, of the Shares set forth in his notice to the designated transferee at a price and on terms no less favorable to the Selling Stockholder than described in the Selling Stockholder's notice, *provided* that such sale is consummated within six months after the giving of notice by the Selling Stockholder to the Founding Stockholder and the Corporation as aforesaid, but the transferee (and all subsequent transferees) shall thereafter only be permitted to sell or transfer Shares in accordance with the terms hereof. After the expiration of such six-month period, the provisions of this Section 4.2 shall again apply with respect to any proposed transfer of the Selling Stockholder's Shares.
- 4.2.4 The purchase price of any Shares to be acquired pursuant to this Section 4.2 shall be payable on the terms offered to the Selling Stockholder by the proposed transferee (*provided, however*, that the Founding Stockholder and the Corporation shall not be required to meet any non-monetary terms of the proposed transfer, including, without limitation, delivery of other securities in exchange for the Shares proposed to be sold).
- 4.3 Death of a Stockholder. Within thirty days after the death of any Stockholder (other than the Founding Stockholder) (the "Deceased Stockholder"), the executors or administrators of the estate of the Deceased Stockholder and each transferee of the Deceased Stockholder's Shares by virtue of such death shall give written notice thereof to the Founding Stockholder and the Corporation offering to the Founding Stockholder and the Corporation or any assignee of either of them all of the Shares owned by the Deceased Stockholder at the time of death.

Within thirty days after receipt of such notice, the Founding Stockholder or his assignee, may elect to purchase all of the Shares so offered at a purchase price per Share determined in accordance with Section 4.7 hereof. If such Shares are not purchased by the Founding Stockholder, they shall be offered in the same manner to the Corporation. Within thirty days after the expiration of the Founding Stockholder's thirty-day period, the Corporation may elect to purchase all of the Shares so offered at a purchase price per Share determined in accordance with Section 4.7 hereof. If such Shares are not purchased by the Founding Stockholder or the Corporation, such Shares may be retained by the estate of the Deceased Stockholder or by such transferees subject to all other provisions hereof.

- 4.4 **Transfers by Operation of Law.** In the event that a Stockholder (i) files a voluntary petition under any bankruptcy or insolvency law or a petition for the appointment of a receiver or makes an assignment for the benefit of creditors, or (ii) is subjected involuntarily to such a petition or assignment or to an attachment or other legal or equitable interest with respect to his Shares and such involuntary petition or assignment or attachment is not discharged within thirty days after its date, or (iii) is subject to a transfer of his Shares by operation of law (except upon his death) the Founding Stockholder, the Corporation, or their assignees, shall have the right to elect to purchase all of the Shares which are owned by the Stockholder at a purchase price per Share determined in accordance with Section 4.7 hereof. Within thirty days after receipt of such notice, the Founding Stockholder or his assignee, may elect to purchase all of the Shares so offered at a purchase price per Share determined in accordance with Section 4.7 hereof. If such Shares are not purchased by the Founding Stockholder, they shall be offered in the same manner to the Corporation. Within thirty days after the expiration of the Founding Stockholder's thirty-day period, the Corporation may elect to purchase all of the Shares so offered at a purchase price per Share determined in accordance with Section 4.7 hereof. Failure of the Founding Stockholder and the Corporation to elect to purchase the Shares under this Section 4.4 shall not affect their rights to purchase the same Shares under Section 4.2 in the event of a proposed sale, assignment, transfer, or other disposition by or to any receiver, petitioner, assignee, transferee or other person obtaining an interest in the Shares.
- 4.5 **Prohibition on Encumbrances.** No Stockholder may pledge, hypothecate or otherwise encumber his Shares.
- 4.6 **Violation of Restrictions.** If any transfer of Shares is made or attempted contrary to the provisions of this Agreement or if any Shares are not

