

Lance J.M. Steinhart, P.C.
Attorney At Law
1720 Windward Concourse
Suite 115
Alpharetta, Georgia 30005

Also Admitted in New York
and Maryland

Telephone: (770) 232-9200
Facsimile: (770) 232-9208
Email: lsteinhart@telecomcounsel.com

March 29, 2010

VIA OVERNIGHT DELIVERY

Ms. Jean D. Jewell
Idaho Public Utilities Commission
Secretary
472 West Washington Street
Boise, Idaho 83702

BELT-10-01

RECEIVED
2010 MAR 30 AM 11:17
IDAHO PUBLIC
UTILITIES COMMISSION

Re: Bellerud Communications, LLC

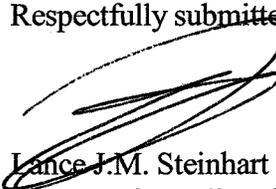
Dear Ms. Jewell:

Enclosed please find for filing an unbound, unstapled and duplexed original and three (3) stapled and duplexed copies of Bellerud Communications, LLC's Application for a Certificate of Public Convenience and Necessity to Provide Resold and Facilities-Based/UNE Local Exchange telecommunications services within the State of Idaho. The company has no local exchange customers at this time in the State of Idaho and this is a new filing.

APPLICANT HAS ALSO ENCLOSED ONE (1) COPY ON YELLOW PAPER OF FINANCIAL STATEMENTS IN A SEPARATE ENVELOPE MARKED "CONFIDENTIAL AND PROPRIETARY", AND RESPECTFULLY REQUESTS CONFIDENTIAL TREATMENT OF THE ENCLOSED FINANCIAL INFORMATION. APPLICANT EXPECTS THAT THIS INFORMATION WILL BE RESTRICTED TO COUNSEL, AGENTS AND EMPLOYEES WHO ARE SPECIFICALLY ASSIGNED TO THIS APPLICATION BY THE COMMISSION.

I have also 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 additional information, please do not hesitate to contact me.

Respectfully submitted,


Lance J.M. Steinhart
Attorney for Bellerud Communications, LLC

cc: Rene Bellerud

BEFORE THE IDAHO PUBLIC UTILITIES COMMISSION

RECEIVED

2010 MAR 30 AM 11:23

IDAHO PUBLIC UTILITIES COMMISSION

CASE NO. BEL-T-10-01

IN THE MATTER OF THE)
APPLICATION OF)
Bellerud Communications, LLC)
for a Certificate of Public)
Convenience and Necessity to)
Provide)
Local Exchange Telecommunications)
Services Within the)
State of Idaho)

APPLICATION AND REQUEST FOR AUTHORITY

Application is hereby made to the Idaho Public Utilities Commission for a Certificate of Public Convenience and Necessity authorizing Bellerud Communications, LLC, ("Applicant" or "Bellerud") to provide local exchange telecommunications services pursuant to Idaho Code Sections 61-526 through -528 and IDAPA 31.01.01.111 (Rules 111 & 112) as clarified by Procedural Order No. 26665 in Case No. GNR-T-96-4. The following general information and exhibits are furnished in support thereof:

- 1.) Applicant's legal name, address of its principal offices and telephone number are:

Bellerud Communications, LLC
401-B W. Montgomery Street
Willis, Texas 77378
(936) 295-9600

The Applicant has no office located in the State of Idaho. The Applicant intends to provide resold and facilities-based local exchange service utilizing unbundled network elements, or the equivalent thereof. Such services will be provided by utilizing the facilities incumbent local exchange carriers ("LECs").

2.) Applicant is organized in the State of Texas and is in good standing under the laws of that state. In addition, the Company is authorized to do business as a foreign Bellerud in the State of Idaho. Attached as Exhibit 1 to this Application is a copy of the Company's Articles of Organization.

A copy of Applicant's certificate of authority to transact business in Idaho is attached hereto as Exhibit 2.

3.) The name and business address of Applicant's registered agent for service in Idaho are:

Incorp Services Inc.
921 S. Orchard Street, Suite G
Boise, ID 83705

4.) The names and addresses of the ten common stockholders of Applicant Owning the Greatest

Number of Shares of Common Stock and the Number of Such Shares Owned by Each are:

<u>Name and Address</u>	<u>Shares Owned</u>	<u>Percentage of All Shares Issued & Outstanding</u>	<u>Percentage of Voting Control</u>
Bellerud Acquisition Group, LLC		100%	100%

Address: All of the shareholders can be reached through the company at the address listed in 1.) above.

5.) The names, addresses and ownership of Applicant's Officers and Directors are:

Officers:

Thomas E. Biddix Manager
Rene Bellerud General Manager

Directors:

None, Limited Liability Company

Each can be reached at Applicant's primary place of business and telephone number as follows:

Bellerud Communications, LLC
401-B W. Montgomery Street
Willis, Texas 77378
(936) 295-9600

6.) The Name and Address of Any Corporation, Association, or Similar Organization Holding a 5% or Greater Ownership or Management Interest in Applicant are as follows:

See answer to 4. above.

7.) The names and addresses of Subsidiaries Owned or Controlled by Applicant are as follows:

Not applicable.

8.) Applicant initially proposes to provide resold local exchange services and to purchase unbundled network elements provided by existing LECs: Qwest North, Qwest South, and Verizon. Applicant has no current plans to install facilities in Idaho but may do so in the future, however, the nature and extent of the facilities to be utilized has yet to be determined. Applicant seeks authority to provide all forms of intrastate local exchange and interexchange telecommunications services including:

1. Interexchange (switched and dedicated services):

- A. 1+ and 101XXXX outbound dialing;
- B. 800/888 toll-free inbound dialing;
- C. Prepaid and Postpaid calling cards;
- D. Directory Assistance; and
- E. Frame Relay and other data services.

2. Local Exchange:

- A. Local Exchange Services for that will enable customers to originate and terminate local calls in the local calling area served by other LECs, including local dial tone and custom calling features.
- B. Switched local exchange services such as flat-rated and measure-rated local services; vertical services, Direct Inward and Outward Dialed trunks, carrier access, public and semi-public coin telephone services, and any other switched local services that currently exist or will exist in the future.
- C. Non-switched local services (e.g., private line) that currently exist or will exist in the future.
- D. Centrex and/or Centrex-like services that currently exist or will exist in the future.
- E. Digital subscriber line, ISDN, and other high capacity line services.

Applicant seeks authority to resell and provide facilities-based/UNE interexchange and local exchange services initially throughout the State where provided by incumbent LECs, however, Applicant does not intend to service areas serviced by any LECs which are eligible for a small or rural carrier exemption pursuant to Section 251 of the Federal Telecom Act of 1996.

Applicant has no current plans to install facilities in Idaho. If Bellerud installs facilities in Idaho, it would probably use the following or a similar configuration of equipment: Applicant will provide voice and high speed data services through a combination of the latest technology switching and transport media. The switching system will consist of a central processing and control complex capable of interconnection as a peer to the incumbent as well as competitive local exchange companies. The hub portion of the switch will interconnect with the public switched network on Signaling System 7 ("SS7") or Feature Group D ("FGD") facilities. The system's remote module capability will allow properties to be served in a manner that provides the exchange of appropriate signaling, control and calling/caller information to the network in accordance with network standards and specifications. Additionally, these services will be delivered over a combination of delivery mechanisms through incumbent local carriers' unbundled loop network, both copper and fiber and transport networks, as well as via Applicant constructed facilities. Applicant intends to provide service upon certification and finalization of interconnection agreements with the LECs.

Copies of Applicant's Balance Sheet and Profit and Loss Statements as of December 31, 2009, Exhibit 3, are being filed in a separately sealed envelope marked "Confidential and Proprietary".

10.) A map showing where Applicant is proposing to provide service is attached hereto as Exhibit 4.

11.) A copy of Applicant's illustrative tariff is attached hereto as Exhibit 5. Applicant will file its proposed tariff establishing its proposed services and charges upon completion of interconnection and upon receipt of certification by the Commission.

12.) Questions concerning this application and Applicant's tariff should be directed to Applicant's representative:

Lance J.M. Steinhart
Lance J.M. Steinhart, P.C.
1720 Windward Concourse
Suite 115
Alpharetta, Georgia 30005
(770) 232-9200 (Telephone)
(770) 232-9208 (Facsimile)
lsteinhart@telecomcounsel.com (Email)

Customer Complaints and Inquiries are to be addressed to:

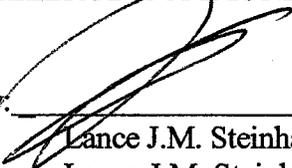
Rene Bellerud
401-B W. Montgomery Street
Willis, Texas 77378
(800) 797-3547 (Customer Service)

- 13.) Applicant has not initiated interconnection or resale negotiations.
- 14.) Applicant has reviewed the laws and regulations of this Commission governing local exchange telecommunications services in Idaho and will provide service in accordance with all laws, rules and regulations to the extent they are not preempted by the Federal Act.
- 15.) Applicant will not require advance payments or deposits, therefore, no escrow account is being filed.

WHEREFORE, Bellerud Communications, LLC, requests that the Idaho Public Utilities Commission enter an order granting a Certificate of Public Convenience and Necessity authorizing Bellerud Communications, LLC, to provide resold and facilities-based/UNE local exchange telecommunications services pursuant to Idaho Code Sections 61-526 through -528 and IDAPA 31.01.01.111.

Respectfully submitted this 29th day of March, 2010.

BELLERUD COMMUNICATIONS, LLC

By: 

Lance J.M. Steinhart
Lance J.M. Steinhart, P.C.
1720 Windward Concourse
Suite 115
Alpharetta, Georgia 30005
Telephone: 770/232-9200
Facsimile: 770/232-9208
Email: lsteinhart@telecomcounsel.com

Attorney for
BELLERUD COMMUNICATIONS, LLC

LIST OF EXHIBITS

EXHIBIT 1	ARTICLES OF ORGANIZATION
EXHIBIT 2	CERTIFICATE OF AUTHORITY TO TRANSACT BUSINESS
EXHIBIT 3	FINANCIAL INFORMATION
EXHIBIT 4	SERVICE AREA MAP
EXHIBIT 5	ILLUSTRATIVE TARIFF

EXHIBIT 1 – ARTICLES OF ORGANIZATION

Corporations Section
P.O.Box 13697
Austin, Texas 78711-3697



Hope Andrade
Secretary of State

Office of the Secretary of State

The undersigned, as Secretary of State of Texas, does hereby certify that the attached is a true and correct copy of each document on file in this office as described below:

Bellerud Communications, LLC
Filing Number: 703829222

Articles Of Organization
Articles Of Amendment
Articles of Amendment
Certificate of Amendment

June 16, 1998
March 30, 2000
November 07, 2002
September 16, 2009

In testimony whereof, I have hereunto signed my name officially and caused to be impressed hereon the Seal of State at my office in Austin, Texas on January 04, 2010.



A handwritten signature in black ink, appearing to read "Hope Andrade".

Hope Andrade
Secretary of State

Phone: (512) 463-5555
Prepared by: SOS-WEB

Come visit us on the internet at <http://www.sos.state.tx.us/>
Fax: (512) 463-5709
TID: 10266

Dial: 7-1-1 for Relay Services
Document: 289721890004



Office of the Secretary of State
Corporations Section
P.O. Box 13697
Austin, Texas 78711-3697

FILED
In the Office of the
Secretary of State of Texas
NOV 07 2002
Corporations Section

AMENDMENT TO THE ARTICLES OF ORGANIZATION OF A TEXAS LIMITED LIABILITY COMPANY

The following is suggested as a guide and illustrates the form and content of articles of amendment to the articles of organization of a Texas limited liability company. The guide is drafted to comply with minimum statutory requirements only; no warranty is made regarding the suitability of this form for any particular purpose as no sample form can meet the particular requirements of a specific transaction. Persons using this guide are advised that the preparation and drafting of a legal instrument for another, the legal effect of which must be carefully determined under the facts and conclusions involved, may constitute the unauthorized practice of law. This form and the information provided are not substitutes for the advice of an attorney.

ARTICLES OF AMENDMENT TO THE ARTICLES OF ORGANIZATION

Pursuant to the provisions of article 3.06 of the Texas Limited Liability Company Act, the undersigned limited liability company adopts the following articles of amendment to its articles of organization:

ARTICLE ONE

The name of the company is State Discount Telephone, LLC
(State the name of the limited liability company as currently shown in the records of the secretary of state. If the amendment changes the name of the company, state the old name and not the new name here.)

ARTICLE TWO

(IF THE AMENDMENT CHANGES ANY PROVISION OF THE EXISTING ARTICLES OF ORGANIZATION, INSERT THE FOLLOWING:)

The amendment alters or changes article one of the articles of organization and the full text of each provision as it is amended to read is as follows:
Name change of company to: Bellerud Communications, LLC

(IF THE AMENDMENT IS AN ADDITION TO THE ARTICLES OF ORGANIZATION, INSERT THE FOLLOWING:)

The amendment is an addition to the articles of organization and the full text of each provision added is as follows:
Name change of company to: Bellerud Communications, LLC

(IF THE AMENDMENT DELETES ANY PROVISION OF THE ARTICLES OF ORGANIZATION, INSERT THE FOLLOWING:)

The amendment deletes (a portion) (all) of article _____ of the articles of organization. The part that was deleted read as follows:

N/A Name Change Only

ARTICLE THREE

The foregoing amendment to the articles of organization was adopted on 10-24-2002

ARTICLE FOUR

(CHECK ONE OF THE FOLLOWING. IF CAPITAL HAS BEEN PAID INTO THE LIMITED LIABILITY COMPANY, CHECK A. IF NO CAPITAL HAS BEEN PAID IN, CHECK B.)

A. The amendment was approved by all members in accordance with Section H of article 2.23 of the Texas Limited Liability Company Act, or as otherwise provided in the articles of organization or regulations.

B. The amendment was approved by a majority of the managers, or if management is reserved to the members, the amendment was approved by a majority of the members, in accordance with Section G of article 2.23 of the Texas Limited Liability Company Act or as otherwise provided in the articles of organization or regulations, and all persons approving the amendment have signed these articles of amendment.

Dated: 10-24-2002

State Discount Telephone, LLC

Name of Limited Liability Company

By

Gene Bellard

Its Authorized Manager or Member

By

Elity Cruz

Its Authorized Manager or Member

(936) 295-9600

Form 424
 (Revised 01/06)
 Return in duplicate to:
 Secretary of State
 P.O. Box 13697
 Austin, TX 78711-3697
 512 463-5555
 FAX: 512/463-5709
 Filing Fee: See instructions



Certificate of Amendment

This space reserved for office use.
FILED
 In the Office of the
 Secretary of State of Texas
 SEP 16 2009
Corporations Section

Entity Information

The name of the filing entity is:

Bellerud Communications LLC

State the name of the entity as currently shown in the records of the secretary of state. If the amendment changes the name of the entity, state the old name and not the new name.

The filing entity is a: (Select the appropriate entity type below.)

- For-profit Corporation
- Nonprofit Corporation
- Cooperative Association
- Limited Liability Company
- Professional Corporation
- Professional Limited Liability Company
- Professional Association
- Limited Partnership

The file number issued to the filing entity by the secretary of state is: 703829222

The date of formation of the entity is: June 16, 1998

Amendments

1. Amended Name

(If the purpose of the certificate of amendment is to change the name of the entity, use the following statement)

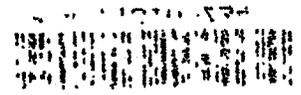
The amendment changes the certificate of formation to change the article or provision that names the filing entity. The article or provision is amended to read as follows:

The name of the filing entity is: (state the new name of the entity below)

The name of the entity must contain an organizational designation or accepted abbreviation of such term, as applicable.

2. Amended Registered Agent/Registered Office

The amendment changes the certificate of formation to change the article or provision stating the name of the registered agent and the registered office address of the filing entity. The article or provision is amended to read as follows:



Effectiveness of Filing (see instructions)

- A. This document becomes effective when the document is filed by the secretary of state.
 - B. This document becomes effective at a later date, which is not more than ninety (90) days from the date of signing. The delayed effective date is: _____
 - C. This document takes effect upon the occurrence of a future event or fact, other than the passage of time. The 90th day after the date of signing is: _____
- The following event or fact will cause the document to take effect in the manner described below:
- _____
- _____

Execution

The undersigned signs this document subject to the penalties imposed by law for the submission of a materially false or fraudulent instrument.

Date: 9/15/09

R. Bellerud

Rene Bellerud, Manager

Signature and title of authorized person(s) (see instructions)

ARTICLE FIVE

The company is to be managed by a manager. The name and address of the initial Manager who is to serve until the first annual meeting of members or until his successor is duly elected, is

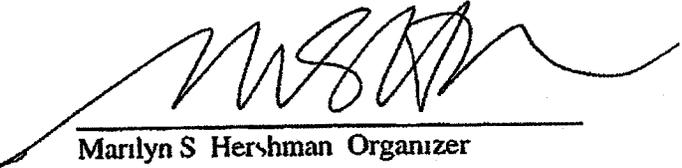
Harry L. Thielepape
2023 Sam Houston Avenue
Huntsville Texas 77340

ARTICLE SIX

The name and address of the Organizer is

Marilyn S. Hershman
408 W 17th Street Suite 101
Austin Texas 78701 1207
(512) 474 2002

IN WITNESS WHEREOF I have hereunto set my hand this 15th day of
June 1998



Marilyn S. Hershman Organizer

FILED
In the Office of the
Secretary of State of Texas

JUN 16 1998

Corporations Section

**ARTICLES OF ORGANIZATION
OF
STATE DISCOUNT TELEPHONE LLC**

ARTICLE ONE

The name of the limited liability company is STATE DISCOUNT TELEPHONE LLC

ARTICLE TWO

The period of its duration is perpetual

ARTICLE THREE

The purpose for which the Company is organized is the transaction of any and all lawful business for which a limited liability company may be organized under the Texas Limited Liability Company Act

ARTICLE FOUR

The street address of its initial Registered Office, and the name of its initial Registered Agent at this address is as follows

Harry L Thielepape
2023 Sam Houston Avenue
Huntsville Texas 77340

STATE DISCOUNT TELEPHONE LLC

(IF THE AMENDMENT DELETES ANY PROVISION OF THE ARTICLES OF ORGANIZATION, INSERT THE FOLLOWING)

The amendment deletes (a portion) of article 4 & 5 of the articles of organization The part that was deleted read as follows Harry L. Threlpape as Registered Agent and as Manager

ARTICLE THREE

The foregoing amendment to the articles of organization was adopted on March 30, 2000

ARTICLE FOUR

(CHECK ONE OF THE FOLLOWING IF CAPITAL HAS BEEN PAID INTO THE LIMITED LIABILITY COMPANY, CHECK A IF NO CAPITAL HAS BEEN PAID IN, CHECK B)

- A The amendment was approved by all members in accordance with Section H of article 2.23 of the Texas Limited Liability Company Act, or as otherwise provided in the articles of organization or regulations
- B The amendment was approved by a majority of the managers, or if management is reserved to the members, the amendment was approved by a majority of the members, in accordance with Section G of article 2.23 of the Texas Limited Liability Company Act or as otherwise provided in the articles of organization or regulations, and all persons approving the amendment have signed these articles of amendment

Dated

March 30, 2000

State Discount Telephone, LLC
(Name of Limited Liability Company)

By *Misty Fruge*
Its Authorized Manager or Member

Misty R. Fruge

(THE ARTICLES OF AMENDMENT MUST BE SIGNED BY AN AUTHORIZED MANAGER OR MEMBER IF NO CAPITAL HAS BEEN PAID IN, ALL MANAGERS OR MEMBERS APPROVING THE AMENDMENT MUST SIGN)

RECORDED
INDEXED



Office of the Secretary of State
Corporations Section
P O Box 13697
Austin, Texas 78711-3697

FILED
In the Office of the
Secretary of State of Texas
MAR 30 2000

Corporations Section

**AMENDMENT TO THE ARTICLES OF ORGANIZATION
OF A TEXAS LIMITED LIABILITY COMPANY**

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**ARTICLES OF AMENDMENT
TO THE
ARTICLES OF ORGANIZATION**

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ARTICLE ONE

The name of the company is STATE DISCOUNT TELEPHONE, LLC.
(State the name of the limited liability company as currently shown in the records of the secretary of state. If the amendment changes the name of the company, state the old name and not the new name here.)

ARTICLE TWO

(IF THE AMENDMENT CHANGES ANY PROVISION OF THE EXISTING ARTICLES OF ORGANIZATION, INSERT THE FOLLOWING.)

The amendment alters or changes article 4 & 5 of the articles of organization and the full text of each provision as it is amended to read is as follows:
The Name of its initial Registered Agent at this address, is as follows: Misty R. Fruge' 2023 Sam Houston Ave # 2 Huntsville, Texas 77340. The company is to be managed by Misty R. Fruge' & Rene Thuepape at 2023 Sam Houston Ave. # 2 Huntsville, Texas 77340.

(IF THE AMENDMENT IS AN ADDITION TO THE ARTICLES OF ORGANIZATION, INSERT THE FOLLOWING.)

The amendment is an addition to the articles of organization and the full text of each provision added is as follows:

EXHIBIT 2 - CERTIFICATE OF AUTHORITY TO TRANSACT BUSINESS



APPLICATION FOR CERTIFICATE OF AUTHORITY FOR FOREIGN LIMITED LIABILITY COMPANY

SECRETARY OF STATE STATE OF IDAHO

(Instructions on back of application)

10 JAN 13 AM 10:00

1. The name of the limited liability company is:

Bellerud Communications, LLC

2. If the name of the limited liability company is not permissible or is not available in Idaho, the name the foreign limited liability company will use in Idaho is:

3. The jurisdiction under whose laws the limited liability company is formed is: Texas

4. The name and complete street address of the registered agent in Idaho is:

Incorp Services, Inc.

921 S. Orchard Street, Ste. G, Boise, ID 83705

5. The street and mailing address of the limited liability company's principal office is:

401 B West Montgomery St., Willis, Texas 77378

Street Address

Mailing Address, if different

6. The street and mailing address of the limited liability company's office in the jurisdiction under whose laws it is organized is:

401 B West Montgomery St., Willis, Texas 77378

Street Address

Mailing Address, if different

7. The name and mailing address of at least one member or manager:

Rene Bellerud 401 B West Montgomery St., Willis, Texas 77378

8. The mailing address for future correspondence: same as above

9. Signature of an authorized person:

Handwritten signature of Rene Bellerud

Authorized Signature

Rene Bellerud

Typed Name

Secretary of State use only

5:00pm/maLLC/form/serf_auth_foreign_LLC Revised 07/2008

IDAHO SECRETARY OF STATE 01/13/2010 05:00 CK: 3166 CT: 243834 BH: 1283315 1 @ 100.00 = 100.00 REGFORGLLC # 2 1 @ 20.00 = 20.00 EXPEDITE C # 3

W89717

Corporations Section
P.O.Box 13697
Austin, Texas 78711-3697



Hope Andrade
Secretary of State

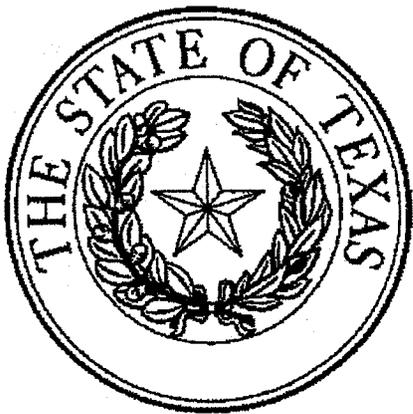
Office of the Secretary of State

Certificate of Fact

The undersigned, as Secretary of State of Texas, does hereby certify that the document, Articles Of Organization for Bellerud Communications, LLC (file number 703829222), a Domestic Limited Liability Company (LLC), was filed in this office on June 16, 1998.

It is further certified that the entity status in Texas is in existence.

In testimony whereof, I have hereunto signed my name officially and caused to be impressed hereon the Seal of State at my office in Austin, Texas on January 04, 2010.



A handwritten signature in black ink, appearing to read "Hope Andrade".

Hope Andrade
Secretary of State

Phone: (512) 463-5555
Prepared by: SOS-WEB

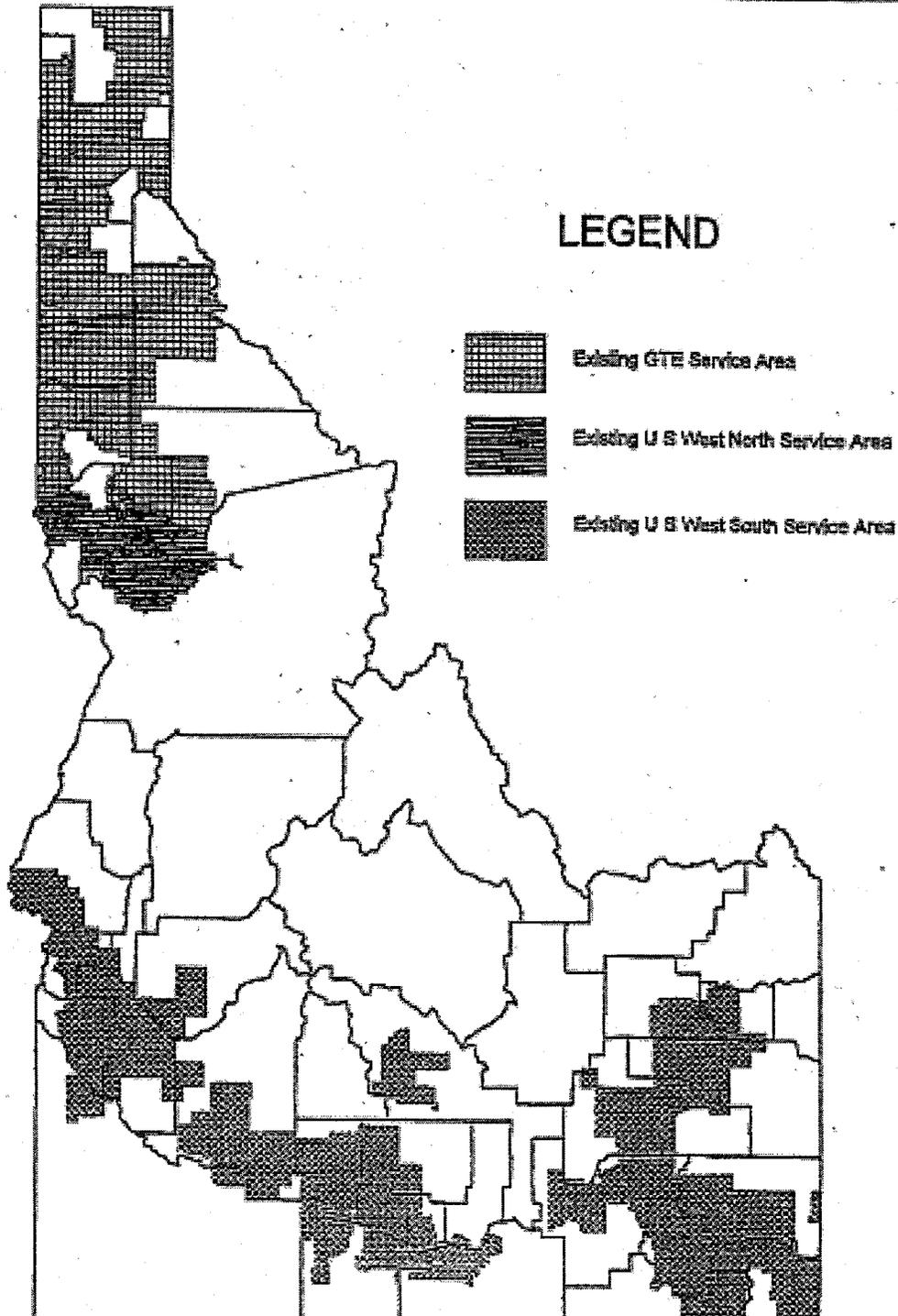
Come visit us on the internet at <http://www.sos.state.tx.us/>
Fax: (512) 463-5709
TID: 10264

Dial: 7-1-1 for Relay Services
Document: 289721890004

EXHIBIT 3 - FINANCIAL INFORMATION

FILED AS CONFIDENTIAL AND PROPRIETARY

EXHIBIT 4 - SERVICE AREA MAP



State of Texas

County of Montgomery

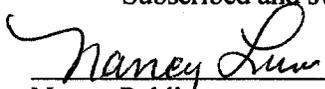
Rene Bellerud, being first duly sworn, deposes and says that she is the General Manager of Bellerud Communications, LLC, the Applicant in the proceeding entitled above, that she has read the foregoing application and knows the contents thereof and; that the same are true of her knowledge, except as to matters which are therein stated on information or belief, and to those matters she believes them to be true.

Bellerud Communications, LLC has also reviewed all of the Commission Rules and agrees to comply with them.



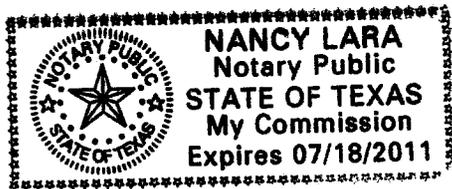
Rene Bellerud
General Manager

Subscribed and sworn to before this 12 day of February, 2010.



Notary Public

My Commission expires: 7/18/2011



State of Texas

County of Montgomery

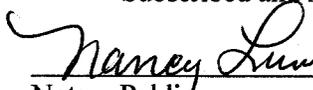
Rene Bellerud, being first duly sworn, deposes and says that she is the General Manager of Bellerud Communications, LLC, the Applicant in the proceeding entitled above, that she has read the foregoing application and knows the contents thereof and; that the same are true of her knowledge, except as to matters which are therein stated on information or belief, and to those matters she believes them to be true.

Bellerud Communications, LLC has also reviewed all of the Commission Rules and agrees to comply with them.



Rene Bellerud
General Manager

Subscribed and sworn to before this 12 day of February, 2010.



Notary Public

My Commission expires: 7/18/2011

