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BEFORE THE

IDAHO PUBLIC UTILITIES COMMISSION

IDAHO PUBLIC  
UTILITIES COMMISSION

APPLICATION OF CHARTER FIBERLINK )  
ID – CCVII, LLC FOR A CERTIFICATE OF )  
PUBLIC CONVENIENCE AND NECESSITY )  
TO PROVIDE FACILITIES-BASED AND )  
RESOLD LOCAL EXCHANGE SERVICES )  
WITHIN THE STATE OF IDAHO )

CASE NO. CFI-T-04-02  
REVISED

**APPLICATION OF CHARTER FIBERLINK ID – CCVII, LLC**

COMES NOW Charter Fiberlink ID – CCVII, LLC (the “Applicant”), a Delaware limited liability company, and hereby applies to the Idaho Public Utilities Commission (the “Commission”) for a Certificate of Public Convenience and Necessity authorizing Applicant to provide facilities-based and resold local exchange telecommunications and data communications services within the State of Idaho. In compliance with the Commission’s Rules and Regulations, the Applicant provides the following information.

**I. DESCRIPTION OF THE APPLICANT**

1. **Applicant’s Name and Address.** Applicant’s correct name and address are:

Charter Fiberlink ID – CCVII, LLC  
12405 Powerscourt Drive  
St. Louis, Missouri 63131-3674  
Tel: (314) 965-0555  
Fax: (314) 965-664

2. **Applicant’s Form of Business.** Applicant, a limited liability company, was organized under the laws of the State of Delaware on February 6, 2004. Applicant is duly authorized to engage in all lawful enterprises. Applicant’s Certificate of Authority to transact business in Idaho is attached

hereto at Exhibit "A". Applicant's articles of organization and operating agreement are attached hereto at Exhibit "B". A list of Applicant's officers and directors is attached hereto at Exhibit "C".

3. **Applicant's Attorneys' Names and Addresses.** The correct names, addresses and telephone numbers of Applicant's attorneys are:

Charles A. Hudak  
Brad S. Macdonald  
Friend, Hudak & Harris, LLP  
Three Ravinia Drive, Suite 1450  
Atlanta, Georgia 30346-2131  
Tel: (770) 399-9500  
Fax: (770) 395-0000

Mr. Hudak or Mr. Macdonald should be contacted in connection with questions regarding this Application, as well as any tariff-related matters.

4. **Authorized Representative.** Upon grant of certification, the Commission should direct all correspondence, inquiries, data requests, consumer inquiries or customer complaints to:

Carrie L. Cox  
Director of Legal and Regulatory Affairs  
Charter Fiberlink ID - CCVII, LLC  
12405 Powerscourt Drive  
St. Louis, Missouri 63131-3674  
Tel: (314) 543-2567  
Fax: (314) 965-6640  
E-mail: ccox1@chartercom.com

with a copy to:

Charles A. Hudak  
Brad S. Macdonald  
Friend, Hudak & Harris, LLP  
Three Ravinia Drive, Suite 1450  
Atlanta, Georgia 30346-2131  
Tel: (770) 399-9500  
Fax: (770) 395-0000

5. **Idaho Offices.** Applicant does not maintain, and does not intend to maintain, an office in the State of Idaho. Applicant's registered agent and address for service of process in the State of Idaho is:

Charter Fiberlink ID – CCVII, LLC  
c/o Corporation Service Company  
1401 Shoreline Drive, Suite 2  
Boise, Idaho 83702

6. **Description of Applicant's Owners.** As a limited liability company, Applicant has members instead of shareholders. CCVII Fiberlink, LLC owns one hundred percent (100%) of Applicant's membership interests. The address of CCVII Fiberlink, LLC's principal business office is 12405 Powerscourt Drive, St. Louis, Missouri 63131-3674. Charter Communications, Inc., in turn, indirectly owns one hundred percent (100%) of CCVII Fiberlink, LLC. The address of Charter Communications, Inc.'s principal business office is 12405 Powerscourt Drive, St. Louis, Missouri 63131-3674. No corporation, association or similar organization owns any other interest in Applicant. In addition, Applicant has not entered into any management agreement with any other entity.

7. **Description of Applicant's Subsidiaries.** At this time, Applicant has no subsidiaries.

## **II. DESCRIPTION OF APPLICANT'S PROPOSED SERVICES**

8. **Description of Proposed Facilities.** Applicant intends to obtain or to otherwise deploy switching equipment, associated electronics, routers and computer equipment in the State of Idaho in order to support a full array of facilities-based and resold local exchange telecommunications and data communications service offerings. In addition, Applicant may lease transmission lines and unbundled network elements obtained from telecommunications and other providers operating in

Idaho. Currently, Applicant does not own, operate or control, directly or indirectly, transmission facilities that are capable of providing any local exchange telecommunications or data communications services in Idaho.

**9. Description of Proposed Services.** Applicant intends to provide a full array of local exchange telecommunications and data communications services in the State of Idaho.

Applicant's services will include traditional end user telephone services, including single and multi-line services, emergency 911 and E-911, directory assistance, directory listings, and optional CLASS service features such as call waiting, call forwarding, three-way calling, speed dialing, call return, unpublished number and caller identification. Applicant intends to offer such services to both residential and business customers.

Applicant's services will also include a wide variety of complex services, including private line services, which will be capable of transmitting voice and data communications, and access services. With respect to such complex services, Applicant intends to utilize leased facilities that may or may not be interconnected with the public switched telephone network to provide dedicated connections between customer-designated locations on a point-to-point basis between (i) an Applicant point of presence ("POP") and another point on Applicant's network, (ii) an Applicant POP and a point located at the customer's premises, or (iii) two (2) customer-designated locations. Applicant intends to offer its complex services to business, commercial (*e.g.*, other telecommunications carrier) and governmental customers at various transmission speeds, including DS1, DS3, OC3, OC12 and OC48.

Applicant intends to bill its customers directly for local exchange and intrastate, interexchange telecommunications services. The charges, based upon the rates which will be set

forth in Applicant's tariffs, Applicant's name, and its toll free telephone number for customer assistance will appear on all invoices. In addition, customers may contact Applicant's customer service representatives regarding a broad range of service matters, including: (i) the types of services offered by Applicant and the rates associated with such services; and (ii) problems or concerns pertaining to the customer's current service. Applicant's customer service representatives will be able to assist customers twenty-four (24) hours per day, seven (7) days per week at (866) 207-3663.

**10. Service Territory.** Applicant proposes to serve the entire State of Idaho to the fullest extent permitted by the laws of the State of Idaho and the orders, rules and regulations of the Commission. Applicant's proposed services and facilities may compete with certificated incumbent and competitive telecommunications providers operating in the State of Idaho. The identity of such telecommunications providers includes Qwest, AT&T, MCI and numerous competitive local exchange carriers.

**11. Commencement of Service.** Applicant intends to commence the provision of its local exchange services as soon as practicable upon receiving Commission approval of its Application. However, based upon the technical and operational requirements with respect to each of Applicant's local exchange services, Applicant expects that it will take up to one (1) year following certification before it will be fully able to provide all of its proposed services. Those technical and operational issues include, for example, completing interconnection negotiations with Qwest and other relevant incumbent local exchange companies ("ILECs"), establishing interconnection trunking arrangements with such ILECs, installing switching equipment (including, without limitation, 911 trunks to public safety answering points, directory assistance trunks, and other necessary facilities to offer switched local exchange services), establishing trunks to long distance service providers, hiring necessary

personnel in Idaho to perform sales, marketing, installation, maintenance and repair functions, as well as other issues. As a result of those technical and operational requirements, Applicant expects to roll-out each of its services over time, commencing with private line service offerings where such private lines are not interconnected with the public switched network (and, thus, not dependent upon Applicant's completion of any interconnection agreements with ILECs) and followed by the remainder of Applicant's local exchange service offerings as necessary facilities become available.

**12. Tariff.** Applicant proposes to offer facilities-based and resold local exchange services within the State of Idaho as further described in its proposed tariff, attached hereto at Exhibit "D". Modifications to this tariff, once approved, shall be made on such notice as is required by the Commission's rules.

**13. Interconnection Agreements.** Currently, Applicant is in the process of negotiating an interconnection agreement with Qwest for the State of Idaho. Applicant expects to complete such negotiations with Qwest and enter into the interconnection agreement during the third or fourth quarter of 2004. Upon the execution of its interconnection agreement with Qwest, Applicant understands that either it or Qwest must submit the interconnection agreement to the Commission for approval pursuant to Section 252 of the Communications Act of 1934, as amended by the Telecommunications Act of 1996.

### **III. APPLICANT'S TECHNICAL, FINANCIAL AND MANAGERIAL QUALIFICATIONS**

**14. Technical and Managerial Expertise.** Applicant has sufficient technical and managerial ability to provide the services for which authority is requested in this Application. Biographical descriptions of certain members of Applicant's management team are attached hereto at Exhibit "E".

Affiliates of Applicant currently provide a full range of local exchange telecommunications and data communications services to over 30,000 end users in the states of Wisconsin and Missouri. Applicant will utilize the same dedicated telephony staff that is used by those affiliates to manage its telephone operations in Idaho. This staff is competent in all areas of telephone company management, including finance, operations, regulation, engineering, networking and sales. The core telephony staff of Applicant and its affiliates has over 100 years of industry experience in developing, managing, and operating all types of telephone entities and services.

Applicant intends only to operate in the State of Idaho. However, affiliates of Applicant have filed, or are in the process of filing, applications for authority to provide the telecommunications and data communications services described herein throughout the United States. Neither Applicant nor any of its affiliates have been denied authority to provide intrastate telecommunications services in any state, and have not been subject to any regulatory penalties for violating state or federal telecommunications statutes, rules or regulations (*e.g.*, slamming).

**15. Financial Capability.** Applicant has adequate access to the necessary capital to provide the services for which authority is requested in this Application. Although Applicant is a newly created telecommunications carrier, Applicant is ultimately owned by Charter Communications, Inc. (“Charter”), which is a publicly-held company (NASDAQ - CHTR). Applicant has the assurance of Charter that it will be provided with the financial resources necessary to provide continuous and reliable voice and data communications service in Idaho. During the 2003 calendar year, Charter Communications, Inc. generated approximately \$4.8 billion in revenues and, as of December 31, 2003, had in excess of \$21 billion in assets. Recent financial statements of Charter, which

demonstrate Applicant's ability to provide the services proposed herein, are attached hereto at Exhibit "F".

**16. Escrow Account for Advance Deposits.** At this time, Applicant does not intend to require advance deposits from customers in Idaho as a condition of initiating service. Before requiring advance deposits, Applicant will provide the Commission with a signed copy of Applicant's security bond or escrow agreement with a bonded escrow agent.

**17. Compliance with Laws.** By submitting this application, and by participating in all proceedings necessary to effect certification, Applicant hereby asserts that it has reviewed the Commission's rules, and that it is willing to comply with all rules and regulations that the Commission may impose subject to Idaho law as now or hereafter enacted. Accordingly, by this application, Applicant seeks such approval and authority as may be required for Applicant to provide facilities-based and resold local exchange telecommunications and data communications services throughout the entire State of Idaho.

**18. Public Interest, Convenience and Necessity.** Commission approval of the matters described herein is in the public interest. The presence of another authorized local exchange carrier will provide additional choices to consumers, promote competition, and lead to the reduction of consumer costs for telecommunications and data communications services. Competition, in turn, will encourage efforts by other certificated telecommunications providers to broaden the range of choices for Idaho consumers of local exchange services. Applicant submits that, based on the information supplied herein, its proposed service offerings will provide Idaho consumers with high quality telecommunications and data communications products and services at reasonable rates while encouraging innovation and efficiency among all providers of such products and services in the state.



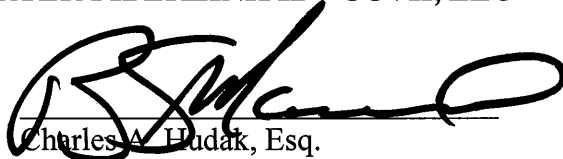
**WHEREFORE**, Applicant respectfully requests that the Commission:

- (1) Issue a Certificate of Public Convenience and Necessity authorizing it to engage in the provision of facilities-based and resold local exchange telecommunications and data communications services within the State of Idaho (as described in this Application);
- (2) Grant any other and additional relief that the Commission may deem just and proper.

Respectfully submitted this **33<sup>rd</sup>** day of July, 2004.

**CHARTER FIBERLINK ID - CCVII, LLC**

By:



Charles A. Hudak, Esq.

Brad S. Macdonald, Esq.

**FRIEND, HUDAK & HARRIS, LLP**

Three Ravinia Drive, Suite 1450

Atlanta, GA 30346

(770) 399-9500

Its Attorneys

BEFORE THE  
IDAHO PUBLIC UTILITIES COMMISSION


IN RE:

APPLICATION OF CHARTER FIBERLINK )  
ID - CCVII, LLC. FOR A CERTIFICATE OF )  
PUBLIC CONVENIENCE AND NECESSITY ) CASE NO. \_\_\_\_\_  
TO PROVIDE FACILITIES- BASED AND )  
RESOLD LOCAL EXCHANGE SERVICES )  
WITHIN THE STATE OF IDAHO )


VERIFICATION

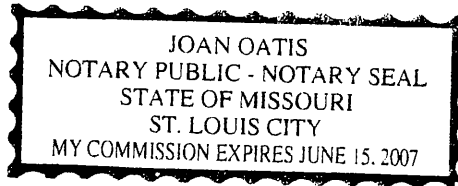
The undersigned attests that he has reviewed this filing on behalf of Charter Fiberlink ID - CCVII, LLC ("Applicant") in the above-mentioned proceeding; that it appears to be true and correct; and that it is hereby adopted on behalf of Applicant. By this application, and participating in all proceedings necessary to effect certification, Applicant hereby asserts its willingness and ability to comply with all rules and regulations that the Idaho Public Utilities Commission may impose subject to Idaho law as now or hereafter enacted.

CHARTER FIBERLINK ID - CCVII, LLC

  
Mark Barber  
Vice President - Telephony

This document was signed in my presence  
on the 15<sup>th</sup> day of March, 2004.

  
Notary Public



**EXHIBIT "A"**

**CERTIFICATE OF AUTHORITY TO TRANSACT BUSINESS**



# APPLICATION FOR REGISTRATION OF FOREIGN LIMITED LIABILITY COMPANY

(Instructions on back of application)

2004 FEB 10 PM 2:04

SECRETARY OF STATE  
STATE OF IDAHO

- The name of the limited liability company is:  
Charter Fiberlink ID-CCVII, LLC
- 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:  
\_\_\_\_\_
- The jurisdiction under whose laws the limited liability company is organized is: Delaware  
and the date of its formation was: 1/20/2004
- The name and address of the registered agent in Idaho is:  
Corporation Service Company, 1401 Shoreline Drive, Suite 2, Boise, Idaho 83702
- The address of the limited liability company's office in the jurisdiction under whose laws it is organized is:  
2711 Centerville Rd., ste 400, Wilmington DE 19808
- The address of the limited liability company's principal office, if other than the address in #5 above, is:  
12405 Powerscourt Dr., St. Louis, MO 63131
- The address to which correspondence should be addressed is:  
Legal Department, 12405 Powerscourt Dr., St. Louis, MO 63131
- Signature of a manager, if any, or a member if there are no managers.

Signature *Patricia M. Carroll*  
 Patricia M. Carroll  
 Typed Name Vice President of Charter  
Communications, Inc., Mgr.  
 Manager  Member

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Secretary of State use only

IDAHO SECRETARY OF STATE  
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# Delaware

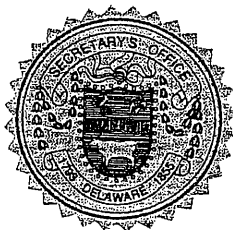
PAGE 1

## *The First State*

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "CHARTER FIBERLINK ID-CCVII, LLC" IS DULY FORMED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE SIXTH DAY OF FEBRUARY, A.D. 2004.

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "CHARTER FIBERLINK ID-CCVII, LLC" WAS FORMED ON THE TWENTIETH DAY OF JANUARY, A.D. 2004.

AND I DO HEREBY FURTHER CERTIFY THAT THE ANNUAL TAXES HAVE NOT BEEN ASSESSED TO DATE.



*Harriet Smith Windsor*  
Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 2915795

DATE: 02-06-04

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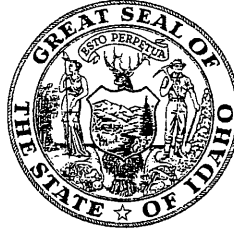
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Ben Ysursa  
Secretary of State

700 West Jefferson  
PO Box 83720  
Boise, ID 83720-0080

Telephone: (208) 334-2300  
Fax: (208) 334-2282

sosinfo@idsos.state.id.us  
www.idsos.state.id.us



STATE OF IDAHO  
SECRETARY OF STATE

Business Entity  
(208) 334-2301  
Fax: (208) 334-2080  
Uniform Commercial Code  
(208) 334-3191  
Fax: (208) 334-2847  
Trademarks/Notaries  
(208) 334-2300  
Elections  
(208) 334-2852  
Fiscal  
(208) 334-5355  
Computer Services  
(208) 334-5354

Dear Customer:

The enclosed document has been filed. The purpose of this letter is to inform you of the following annual requirements:

Each corporation, limited liability company and each limited liability partnership authorized to transact business in this state must deliver to the secretary of state for filing an annual report on a form provided by this office.

If an annual report is not received on or before the due date, the following will occur:

- 1) Domestic corporations and limited liability companies will be subject to administrative dissolution;
- 2) Foreign corporations will be subject to revocation of its authority to do business in Idaho;
- 3) Foreign limited liability companies will be subject to administrative cancellation;
- 4) Limited liability partnerships will lose their limited liability status and revert to general partnerships;

The form must be executed by a person authorized by the company, indicating such capacity, setting forth the name of the company, the state or country under whose law it is incorporated/organized, along with the names and addresses of its current registered agent and officers.

The first, and all subsequent annual reports shall be delivered to the secretary of state each year before the end of the month during which a corporation or limited liability company was initially authorized to transact business. (Please note: the first annual report is not due until 1 year after the initial filing date.)

A pre-printed report form will be mailed to the corporation prior to its due date. There is no filing fee if the corporation's annual report is received in this office by the date it is due. (A post mark date will not be accepted.)

A sample of the annual report you will receive is included on the back of this letter.

If you have any questions or need further assistance, please do not hesitate to contact this office at (208) 334-2301.

Very truly yours,

COMMERCIAL DIVISION  
IDAHO SECRETARY OF STATE'S OFFICE

Enclosures: cited

**EXHIBIT "B"**

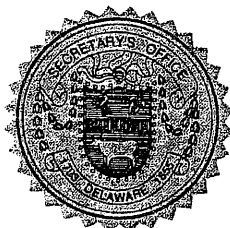
**ARTICLES OF ORGANIZATION AND OPERATING AGREEMENT**

# 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 FORMATION OF "CHARTER FIBERLINK ID-CCVII, LLC", FILED IN THIS OFFICE ON THE TWENTIETH DAY OF JANUARY, A.D. 2004, AT 10:40 O'CLOCK A.M.



*Harriet Smith Windsor*  
Harriet Smith Windsor, Secretary of State

3754387 8100

040038037

AUTHENTICATION: 2878203

DATE: 01-20-04




CERTIFICATE OF FORMATION

OF

CHARTER FIBERLINK ID-CCVII, LLC

1. The name of the limited liability company is Charter Fiberlink ID-CCVII, LLC.
2. The address of its registered office in the State of Delaware is 2711 Centerville Road, Suite 400, Wilmington, Delaware, 19808, County of New Castle. The name of its registered agent at such address is Corporation Service Company.

IN WITNESS WHEREOF, the undersigned has executed this Certificate of Formation of Charter Fiberlink ID-CCVII, LLC this 19<sup>th</sup> day of January 2004.

  
Janee G. Domagalski  
Authorized Person

LIMITED LIABILITY COMPANY AGREEMENT

OF

CHARTER FIBERLINK ID-CCVII, LLC

(a Delaware Limited Liability Company)

This LIMITED LIABILITY COMPANY AGREEMENT (as amended from time to time, this "Agreement") is entered into as of February 11, 2004, by CC VII Fiberlink, LLC, a Delaware limited liability company ("CCVII"), as the sole member of Charter Fiberlink ID-CCVII, LLC, a Delaware limited liability company (the "Company").

WITNESSETH:

WHEREAS, the Certificate of Formation of the Company was executed and filed in the office of the Secretary of State of the State of Delaware on January 20, 2004;

WHEREAS, CC VII Fiberlink, LLC is the sole member of the Company; and

NOW, THEREFORE, in consideration of the terms and provisions set forth herein, the benefits to be gained by the performance thereof and other good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, the party hereby agrees as follows:

SECTION 1. *General.*

(a) *Formation.* Effective as of the date and time of filing of the Certificate of Formation in the office of the Secretary of State of the State of Delaware, the Company was formed as a limited liability company under the Delaware Limited Liability Company Act, 6 *Del.C.* § 18-101, *et. seq.*, as amended from time to time (the "Act"). Except as expressly provided herein, the rights and obligations of the Members (as defined in Section 1(h)) in connection with the regulation and management of the Company shall be governed by the Act.

(b) *Name.* The name of the Company shall be "Charter Fiberlink ID - CCVII, LLC." The business of the Company shall be conducted under such name or any other name or names that the Manager (as defined in Section 4(a)(i) hereof) shall determine from time to time.

(c) *Registered Agent.* The address of the registered office of the Company in the State of Delaware shall be c/o Corporation Service Company, 2711 Centerville Road, Suite 400, Wilmington, Delaware 19808. The name and address of the registered agent for service of process on the Company in the State of Delaware shall be Corporation Service Company, 2711 Centerville Road, Suite 400,

Wilmington, Delaware 19808. The registered office or registered agent of the Company may be changed from time to time by the Manager.

(d) *Principal Office.* The principal place of business of the Company shall be at 12405 Powerscourt Drive, St. Louis, MO 63131. At any time, the Manager may change the location of the Company's principal place of business.

(e) *Term.* The term of the Company commenced on the date of the filing of the Certificate of Formation in the office of the Secretary of State of the State of Delaware, and the Company will have perpetual existence until dissolved and its affairs wound up in accordance with the provisions of this Agreement.

(f) *Certificate of Formation.* The execution of the Certificate of Formation by Janeen Domagalski, Authorized Person, and the filing thereof in the office of the Secretary of State of the State of Delaware are hereby ratified, confirmed and approved.

(g) *Qualification; Registration.* The Manager shall cause the Company to be qualified, formed or registered under assumed or fictitious name statutes or similar laws in any jurisdiction in which the Company transacts business and in which such qualification, formation or registration is required or desirable. The Manager, as an authorized person within the meaning of the Act, shall execute, deliver and file any certificates (and any amendments and/or restatements thereof) necessary for the Company to qualify to do business in a jurisdiction in which the Company may wish to conduct business.

(h) *Voting.* Each member of the Company (if there is only one member of the Company, the "Member"; or if there are more than one, the "Members") shall have one vote in respect of any vote, approval, consent or ratification of any action (a "Vote") for each one percentage point of Percentage Interest (as defined in Section 7) held by such Member (totaling 100 Votes for all Members) (any fraction of such a percentage point shall be entitled to an equivalent fraction of a Vote). Any vote, approval, consent or ratification as to any matter under the Act or this Agreement by a Member may be evidenced by such Member's execution of any document or agreement (including this Agreement or an amendment thereto) which would otherwise require as a precondition to its effectiveness such Vote, approval, consent or ratification of the Members.

SECTION 2. *Purposes.* The Company was formed for the object and purpose of, and the nature of the business to be conducted by the Company is, engaging in any lawful act or activity for which limited liability companies may be formed under the Act.

SECTION 3. *Powers.* The Company shall have all powers necessary, appropriate or incidental to the accomplishment of its purposes and all other powers conferred upon a limited liability company pursuant to the Act.

