



ING-7-09-01

Judith A. Riley, J.D.

5909 Northwest Expressway, Suite 101
Oklahoma City, OK 73132

January 28, 2009

Via UPS Overnight

Idaho Public Utilities Commission
Telecommunications Division
472 W. Washington
Boise, ID 83720-0074
(208) 334-0300

RECEIVED
JAN 29 AM 9:41
IDAHO PUBLIC UTILITIES COMMISSION

Re: Application of iNetworks Group, Inc. for a Certificate of Authority

Dear Sir/Madam:

Enclosed please find in triplicate the Application of iNetworks Group, Inc. for a Certificate of Authority. It is my understanding that this process will take about ninety (90) days. Should you have any questions or need additional information, please feel free to call me at (405) 755-8177 ext 27. Thank you in advance for your attention to this filing.

Please acknowledge this filing by file-stamping the enclosed duplicate letter of transmittal and returning in the self-addressed and stamped envelope provided.

Sincerely,


Sally Cole, Regulatory Agent

/sc

Enclosures

BEFORE THE IDAHO PUBLIC UTILITIES COMMISSION

In the Matter of the Application of)
iNetworks Group, Inc. for a Certificate)
of Public Convenience and Necessity to)
Provide Resold Basic Local Exchange)
And Resold Interexchange Telecommunications)
Services throughout the State of Idaho.)

Docket No.: _____

INS-7-09-01

RECEIVED
2009 JAN 29 AM 9:41
IDAHO PUBLIC
UTILITIES COMMISSION

APPLICATION FOR CERTIFICATION

iNetworks Group, Inc. (hereinafter "Applicant"), by the undersigned and pursuant to *Idaho Code* of the Public Utilities Commission ("Commission"), hereby petitions the Commission for the issuance of a Certificate of Public Convenience and Necessity to provide Resold Local Exchange and Resold Interexchange Telecommunications Services throughout the State of Idaho. In support of this Application, the Applicant provides the following information:

I. Form of Business

This Applicant is a foreign for-profit corporation incorporated in the State of Illinois on January 16, 2002. A copy of the Applicant's Articles of Incorporation is attached hereto as **EXHIBIT A**. Applicant has obtained permission to do business in the State of Idaho as evidenced by **EXHIBIT B**, which is a copy of the Certificate of Authority issued by the Idaho Secretary of State.

Applicant maintains a principal business address at:

125 S. Wacker Drive, Suite 2510
Chicago, IL 60606
Telephone: (312) 212-0822
Facsimile: (312) 212-9201
Toll Free: (866) 363-6387
Email: info@inetworksgroup.com

The Applicant shareholders and officers are listed below. The Officers are located at the above principal address.

<u>Names/Address</u>	<u>Shares Owned</u>	<u>% of Shares Issued</u>	<u>%/Voting Control</u>
David J. Smat, President/Treasurer	1000	80%	80%
Raymond Cowley, Senior Vice Pres., and Secretary	250	20%	20%

The Applicant CT Corporation Systems, located at 1111 West Jefferson, Suite 530, Boise, ID 83702 as its Registered Agent in the State of Idaho.

The Applicant has no affiliates, subsidiaries or a parent company.

II. Statement of Proposed Services:

iNetworks Group Inc. is a reseller of telecommunications services with no pre-paid service offerings. The Applicant provides resold local exchange, interexchange, dedicated point-to-point private line service and dedicated Internet access to business customers only. The Company's voice product offerings include local dial tone, local calling features, bundled feature packages, 1+ outbound long and inbound toll free service. All services are offered over both switched and dedicated facilities including Intergraded Services Digital Network (ISDN). The Company's data product offerings provides bandwidth starting and T-1 (1.544 Mbps) and proceeds into the high speed optical carrier networks up to OC192. All operator services and access to 911 services will remain with the underlying carrier. The Company will not provide alternate operator services. The Company intends offer service throughout all exchanges currently served

by its underlying carriers of Citizen's, Qwest and Verizon. A map of the service territories is included as **EXHIBIT C**.

III. Statement of Public Interest

Grant of this Application will further the public interest by expanding the availability of competitive telecommunications services in the State of Idaho. In addition, intrastate offering of these services is in the public interest because the services will provide Idaho customers with access to new technologies and service choices, and can permit customers to achieve increased efficiencies resulting in cost savings. The public will benefit directly through use of competitive services, and indirectly, due to the Applicant's in this market will increase incentives for other telecommunications providers to operate more efficiently, offer more innovative services, reduces their prices, and improve their quality of services.

IV. Statement of Financial Ability

The Applicant possesses the requisite financial, managerial, and technical capacities to provide the proposed services. Attached as **EXHIBIT D** are the 2006 and 2007, as well as the 2008 statements for the Applicant for January to June. This exhibit is submitted in sealed envelope and filed pursuant to Idaho Code § 9-340D(1)(a)(b). iNetworks Group, Inc. is not a publicly traded company, as such, iNetworks Group, Inc. does not file financial statements with the SEC. The statements contain sensitive financial information, which iNetworks Group, Inc. protects from disclosure. This information is not generally available to those inside the Company without specific need-to-know, and the Company keeps it in a secure location to prevent inadvertent disclosure. This information has not been released previously. Public disclosure of the information would

cause undue harm to iNetworks Group, Inc. and would prove detrimental to iNetworks Group, Inc.'s competitive position in the marketplace; and due to the sensitive nature of this information, it is appropriate for the Commission to limit access to the information. The confidential information is being provided for the sole use of the Commission in exercising their respective governmental functions by examining the Application. There is no legitimate purpose to be served in disclosing this proprietary material to any person other than the appropriate reviewing staffs of the Commission.

V. Statement of Managerial Ability

The Applicant is providing as **EXHIBIT E** the biographies of the Principals who will have primary management responsibility for the Applicant's operations. These biographies demonstrate that Applicant possesses the requisite management and technical expertise to provide the telecommunications services for which it seeks authority.

VI. Tariff Filings

Attached hereto as **EXHIBIT F**, please find the Applicant's proposed Local Exchange Services Tariff. Also attached as **EXHIBIT G**, is the Applicants price list for Interexchange Services.

VII. Contact Information

Contact information for the Applicant is as follows:

Customer Inquiries/Complaints

Raymond Cowley
Sr. Vice President/Secretary
125 S. Wacker Drive, Suite 2510
Chicago, IL 60606
Phone: (312) 212-0822
Fax: (312) 422-9201
Email: info@inetworksgroup.com

Regulatory Matters

Judith A. Riley
Regulatory Counsel
5909 NW Expressway, Suite 101
Oklahoma City, OK 73132-5103
Phone: (405) 755-8177
Fax: (405) 755-8377
Email: jriley@telecompliance.net

A toll free number for customers is: 866-363-6387

VIII. Statement of Interconnection Agreement

The Applicant is currently in negotiations to complete Interconnection Agreements which will be filed with the Commission pursuant to Commission Rules and Regulations.

IX. Affidavit of Compliance with Commission Rules

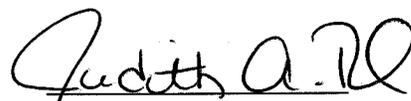
The Affidavit of David J. Smat is attached as **EXHIBIT H** hereto.

X. Statement of no Escrow Account or Security Bond

The Applicant does not collect deposits or require advance payments from Customers and therefore respectfully requests waiver of the Commission Escrow Account and/or Security Bond requirement.

WHEREFORE, Applicant, iNetworks Group, Inc. respectfully requests the Idaho Public Utilities Commission grant it a Certificate of Public Convenience and Necessity to provide Resold Local Exchange and resold Interexchange Telecommunications Services throughout the State of Idaho. In addition, Applicant requests confidential information submitted as Exhibit C and waiver of the Surety Bond requirements.

Respectfully submitted,



Judith A. Riley
Regulatory Counsel
On behalf of iNetworks Group, Inc.
5909 NW Expressway, Suite 101
Oklahoma City, OK 73132-5103
Phone: (405) 755-8177
Fax: (405) 755-8377

Email: jriley@telecompliance.net

LIST OF EXHIBITS

EXHIBIT A	Illinois Articles of Incorporation
EXHIBIT B	Secretary of State of Idaho Certificate of Authority Statement of Good Standing
EXHIBIT C	Service Territory Map
EXHIBIT D	Financials Submitted as CONFIDENTIAL
EXHIBIT E	Principal Management Biographies
EXHIBIT F	Proposed Local Exchange Services Tariff
EXHIBIT G	Proposed Price List for Interexchange Services
EXHIBIT H	Affidavit of Compliance

EXHIBIT A

Illinois Articles of Incorporation

Form **BCA-2.10** | **ARTICLES OF INCORPORATION**

(Rev. Jan. 1999)

Jesse White
 Secretary of State
 Department of Business Services
 Springfield, IL 62756
 http://www.sos.state.il.us

This space for use by Secretary of State

Filed 1/16/2002

Jesse White Secretary of State

SUBMIT IN DUPLICATE!

This space for use by Secretary of State

Date **Filed 1/16/2002**

Franchise Tax \$ 25.00

Filing Fee \$ 75.00

Approved **BE** **\$100.00**

Payment must be made by certified check, cashier's check, Illinois attorney's check, Illinois C.P.A.'s check or money order, payable to "Secretary of State."

62002301



1. CORPORATE NAME: iNETWORKS Group, Inc. **RB**

(The corporate name must contain the word "corporation", "company", "incorporated", "limited" or an abbreviation thereof.)

2. Initial Registered Agent: Laurence J. DeVries

First Name	Middle Initial	Last name
566 West Adams, Suite 600		
Number	Street	Suite #
Chicago	IL Cook	60661
City	County	Zip Code

3. Purpose or purposes for which the corporation is organized:
 (If not sufficient space to cover this point, add one or more sheets of this size.) **44**

To conduct any and all business for which corporations may be organized under the Illinois Business Corporation Act.

4. Paragraph 1: Authorized Shares, Issued Shares and Consideration Received:

Class	Par Value per Share	Number of Shares Authorized	Number of Shares Proposed to be Issued	Consideration to be Received Therefor
Common	\$ N/A	10,000	1000	\$100.00
				TOTAL = \$100.00

Paragraph 2: The preferences, qualifications, limitations, restrictions and special or relative rights in respect of the shares of each class are: N/A
 (If not sufficient space to cover this point, add one or more sheets of this size.)

(over)

5. **OPTIONAL:** (a) Number of directors constituting the initial board of directors of the corporation: _____ .
 (b) Names and addresses of the persons who are to serve as directors until the first annual meeting of shareholders or until their successors are elected and qualify:

Name	Residential Address	City, State, ZIP

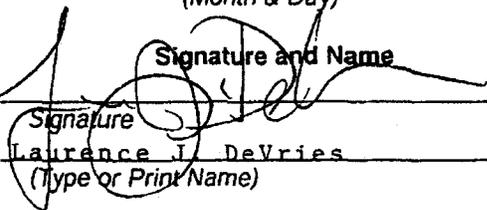
6. **OPTIONAL:** (a) It is estimated that the value of all property to be owned by the corporation for the following year wherever located will be: \$ _____
 (b) It is estimated that the value of the property to be located within the State of Illinois during the following year will be: \$ _____
 (c) It is estimated that the gross amount of business that will be transacted by the corporation during the following year will be: \$ _____
 (d) It is estimated that the gross amount of business that will be transacted from places of business in the State of Illinois during the following year will be: \$ _____

7. **OPTIONAL: OTHER PROVISIONS**
 Attach a separate sheet of this size for any other provision to be included in the Articles of Incorporation, e.g., authorizing preemptive rights, denying cumulative voting, regulating internal affairs, voting majority requirements, fixing a duration other than perpetual, etc.

8. NAME(S) & ADDRESS(ES) OF INCORPORATOR(S)

The undersigned incorporator(s) hereby declare(s), under penalties of perjury, that the statements made in the foregoing Articles of Incorporation are true.

Dated December 17, 2001
 (Month & Day) Year

Signature and Name	Address
1.  Signature Laurence J. DeVries (Type or Print Name)	1. <u>566 West Adams Street, Suite 600</u> Street <u>Chicago, Illinois 60661</u> City/Town State ZIP Code
2. _____ Signature _____ (Type or Print Name)	2. _____ Street _____ City/Town State ZIP Code
3. _____ Signature _____ (Type or Print Name)	3. _____ Street _____ City/Town State ZIP Code

(Signatures must be in **BLACK INK** on original document. Carbon copy, photocopy or rubber stamp signatures may only be used on conformed copies.)

NOTE: If a corporation acts as incorporator, the name of the corporation and the state of incorporation shall be shown and the execution shall be by its president or vice president and verified by him, and attested by its secretary or assistant secretary.

FEE SCHEDULE

- The initial franchise tax is assessed at the rate of 15/100 of 1 percent (\$1.50 per \$1,000) on the paid-in capital represented in this state, with a minimum of \$25.
 - The filing fee is \$75.
 - The **minimum total due** (franchise tax + filing fee) is **\$100**.
 (Applies when the Consideration to be Received as set forth in Item 4 does not exceed \$16,667)
 - The Department of Business Services in Springfield will provide assistance in calculating the total fees if necessary.
- Illinois Secretary of State Springfield, IL 62756
 Department of Business Services Telephone (217) 782-9522 or 782-9523

FORM **BCA 5.10/5.20** (rev. Dec. 2003)
**STATEMENT OF CHANGE OF
REGISTERED AGENT AND/OR
REGISTERED OFFICE**
Business Corporation Act

Jesse White, Secretary of State
Department of Business Services
Springfield, IL 62756
217-782-3647
www.cyberdriveillinois.com

FILED

FEB 26 2007

**JESSE WHITE
SECRETARY OF STATE**

PAID
FEB 27 2007

**DEPARTMENT OF
BUSINESS SERVICES**

Remit payment in the form of a
check or money order payable
to Secretary of State.



File # 6200230-1 Filing Fee: \$25 Approved: JH

Submit in duplicate Type or Print clearly in black ink Do not write above this line

1. Corporate Name: iNETWORKS Group, Inc.

2. State or Country of Incorporation: Illinois

3. Name and Address of Registered Agent and Registered Office as they appear on the records of the Office of the Secretary of State (before change):

Registered Agent Laurence J. DeVries
First Name Middle Name Last Name
Registered Office 566 W. Adams, Suite 600
Number Street Suite No. (P.O. Box alone is unacceptable)
Chicago 60661 Cook
City ZIP Code County

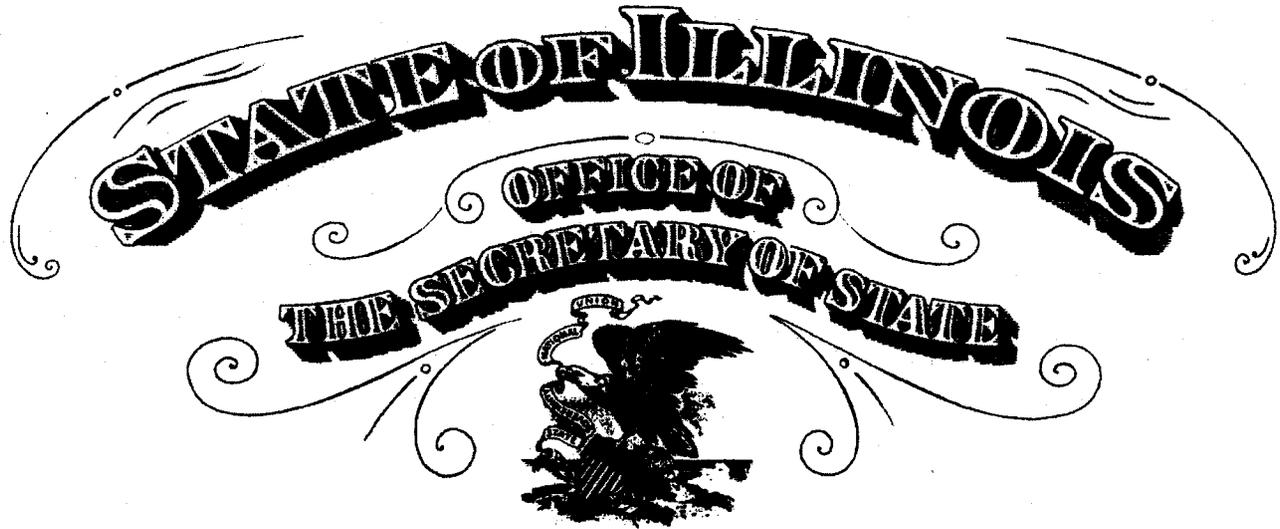
4. Name and Address of Registered Agent and Registered Office shall be (after all changes herein reported):

Registered Agent Laurence J. DeVries
First Name Middle Name Last Name
Registered Office 900 W. Jackson, Suite #7E
Number Street Suite No. (P.O. Box alone is unacceptable)
Chicago 60607 Cook
City ZIP Code County 076

5. The address of the registered office and the address of the business office of the registered agent, as changed, will be identical.

6. The above change was authorized by: ("X" one box only)
a. Resolution duly adopted by the board of directors. (Note 5)
b. Action of the registered agent. (Note 6)

SEE REVERSE FOR SIGNATURE(S).



To all to whom these Presents Shall Come, Greeting:

I, Jesse White, Secretary of State of the State of Illinois, do hereby certify that

THE FOREGOING AND HERETO ATTACHED IS A TRUE AND CORRECT COPY, CONSISTING OF 04 PAGES, AS TAKEN FROM THE ORIGINAL ON FILE IN THIS OFFICE FOR INETWORKS GROUP, INC..*****



In Testimony Whereof, I hereto set my hand and cause to be affixed the Great Seal of the State of Illinois, this 19TH day of SEPTEMBER A.D. 2008 .

Jesse White

EXHIBIT B

Secretary of State of Idaho Certificate of Authority
Statement of Good Standing

State of Idaho

Office of the Secretary of State

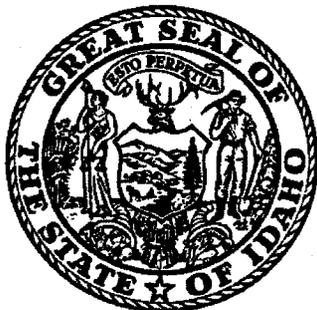
**CERTIFICATE OF AUTHORITY
OF
INETWORKS GROUP, INC.**

File Number C 180204

I, BEN YSURSA, 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: September 22, 2008



Ben Yursa

SECRETARY OF STATE

By

Sally Lloyd



IDAHO SECRETARY OF STATE Viewing Business Entity

Ben Ysursa, Secretary of State

[[New Search](#)] [[Back to Summary](#)]
[[Get a certificate of existence for INETWORKS GROUP, INC.](#)]

INETWORKS GROUP, INC.

5909 NW EXPRESS WAY STE 101
OKALHOMA CITY, OK 73132

Type of Business: CORPORATION, GENERAL BUSINESS

Status: GOODSTANDING 22 Sep 2008

State of Origin: ILLINOIS

Date of 22 Sep 2008

Origination/Authorization:

Initial Registered Agent: CT CORPORATION SYSTEM
1111 W JEFFERSON STE 530
BOISE, ID USA 83702

**Organizational ID / Filing
Number:** C180204

**Number of Authorized Stock
Shares:**

Date of Last Annual Report:

Original Filing:

[[Help Me Print/View TIFF](#)]

Filed 22 Sep 2008 CERTIFICATE OF [View Image \(PDF format\)](#) [View
AUTHORITY](#) [Image \(TIFF format\)](#)

Amendments:

[[Help Me Print/View TIFF](#)]

[Idaho Secretary of State's Main Page](#)

[State of Idaho Home Page](#)

Comments, questions or suggestions can be emailed to: sosinfo@sos.idaho.gov

EXHIBIT C

Service Territory Map

Idaho Telephone Exchanges and Company Areas

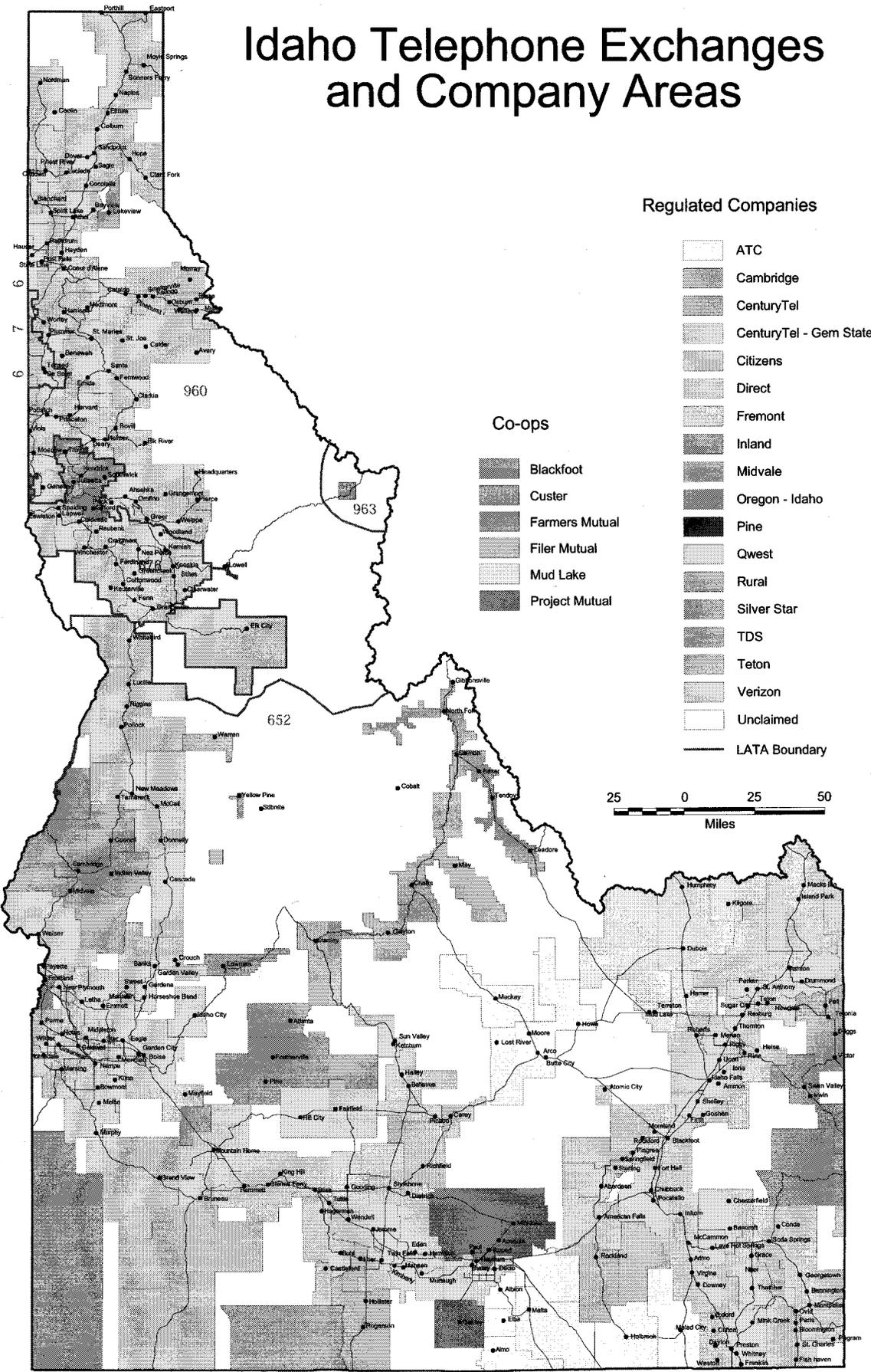


EXHIBIT D

Financials

Submitted sealed as CONFIDENTIAL

EXHIBIT E

Principal Management Biographies

Biographical Resume
Raymond L. Cowley, Secretary and Vice President
iNETWORKS Group, Inc.

Contact Information:

Principal Business Address

125 S. Wacker Drive, Suite 2510
Chicago, IL 60606
Phone: (312) 212-0822 Voice
(866) 363-6387 Toll Free
(312) 422-9201 Fax

Vital:

Resides in Naperville, IL
Wife and two children

Education:

University of Toledo
Bachelors in Business Administration

Statement of Knowledge, Skills and Ability:

Raymond L. Cowley, Senior VP and General Manager joined iNETWORKS Group, Inc., in 2004 after successful assignments with several Fortune 500 firms.

Under Mr. Cowley's leadership, iNETWORKS Group, Inc. has grown to become a major provider of network integration and off net services, performing as a comprehensive solutions provider delivering high capacity services. The company provides services to enterprise and other carriers, including the United States Department of Defense.

Prior to joining iNETWORKS Group, Mr. Cowley held multiple positions at Key Corp, a multi-regional banking institution headquartered in Cleveland, Ohio. While at Key Corp, Mr. Cowley attained the position of Senior VP of Network Operations and was responsible for the overall telecommunication engineering and operations.

Prior to his assignment at Key Corp, Mr. Cowley held telecommunications management positions at both Blue Cross Blue Shield of Ohio and the Libbey-Owens-Ford Company.

During his career at Libbey-Owens Ford Company, Mr. Cowley was responsible for implementation of the corporate voice and data networks including the implementation of PBX systems throughout the company. While continuing his career at BCBSOH, Mr. Cowley was responsible for designing and streamlining the company voice network and implementing a state of the art Call Center ACD system.

Finally, as Sr VP Network Operations at Key Corp, Mr. Cowley implemented a company wide Cisco data network and upgraded the customer facing ACD call centers.

Biographical Resume
David J. Smat, President and Treasurer
iNETWORKS Group, Inc.

Contact Information:

Principal Business Address

125 S. Wacker Drive, Suite 2510
Chicago, IL 60606
Phone: (312) 212-0822 Voice
(866) 363-6387 Toll Free
(312) 422-9201 Fax

Vital:

Resides: Chicago, Illinois
Wife and three children

Education:

University of Illinois
Bachelor of Science

Case Western University
Masters in Business Administration

Statement of Abilities:

David J. Smat, President and CEO of iNETWORKS Group, Inc. started the company in 2001 after a highly successful 12 year career with AT&T Corp.

Under Mr. Smat's leadership, iNETWORKS Group, Inc has grown to become a major provider of network integration and off net services, performing as a comprehensive solutions provider delivering high capacity services. The company provides services to enterprise and other carriers including government customers such as the United States Department of Defense.

Prior to founding iNETWORKS Group, Mr. Smat held multiple positions at AT&T Corp including Sales Vice President and General Manager in AT&T's Wholesale organization. At AT&T, Mr. Smat built and managed a number of sales organizations supporting Service Provider and Systems Integrator customers.

Mr. Smat has vast experience in over-seeing the planning, design and implementation of many large scale SONET networks. His experience includes overseeing the design and implementation of toll free and long distance networks as well as a strong management background while having directed multiple sales organizations and sales support functions.

EXHIBIT H

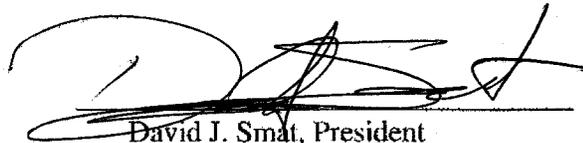
Affidavit of Compliance

AFFIDAVIT OF COMPLIANCE

I, David J. Smat, President of iNetworks Group, Inc., do hereby swear that:

- a) I have the authority to bind iNetworks Group, Inc.;
- b) I have read the foregoing Application and know the contents thereof; that said contents are true and correct in substance and in fact to the best of my knowledge, information and belief;
- c) That I have reviewed the Commission rules and agree that iNetworks Group, Inc. will comply with the Rules and Regulations of the Commission.

By:



David J. Smat, President
iNetworks Group, Inc.

Subscribed and affirmed before me this 21st day of January, 2009.

Seal: Elisa L. Austin

Notary Public
My Commission expires: October 12, 2010

