

The CommLaw Group

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IDAHO PUBLIC
UTILITIES COMMISSION

HELEIN & MARASHLIAN, LLC
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December 18, 2009

VIA OVERNIGHT COURIER

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

MBC-T-09-01

Re: *MBC Telecom LLC*
Application for Certificate of Public Convenience and Necessity

Dear Ms. Jewell:

On behalf of MBC Telecom LLC ("MBC"), transmitted herewith are an original and three (3) copies of MBC's Application for a Certificate of Public Convenience and Necessity to Provide Local Exchange Services within the State of Idaho. The Company has no local exchange customers at this time in the State of Idaho; this is a new filing.

An additional copy of this transmittal letter is also enclosed, to be date-stamped and returned in the postage prepaid envelope provided.

Should there be any questions regarding this filing, kindly contact the undersigned.

Respectfully submitted,

Michael P. Donahue
Regulatory Counsel

Enclosures

BEFORE THE IDAHO PUBLIC UTILITIES COMMISSION

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IDAHO PUBLIC UTILITIES COMMISSION

In the Matter of)
Petition of MBC Telecom LLC for a)
Certificate of Public Convenience and)
Necessity to Offer Resold and Facilities-Based)
Local Exchange Telecommunications Services)
Within the State of Idaho)

Docket No. MBC-T-09-01

APPLICATION OF MBC TELECOM LLC
FOR A CERTIFICATE OF PUBLIC CONVENIENCE AND NECESSITY

Application is hereby made to the Idaho Public Utilities Commission for a Certificate of Public Convenience and Necessity authorizing MBC Telecom LLC ("MBC") or "Applicant") 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 information and exhibits are furnished in support of this Application:

I. Proposed Services

By this Application, MBC Telecom LLC ("MBC" of "Applicant")) seeks authority to allow the company to offer resold and/or facilities-based (leased) competitive local exchange telecommunications services. Applicant seeks authority to provide these services in Idaho exchanges currently served by Qwest and Verizon. Applicant proposes to offer local exchange and exchange access services, including origination and termination services, for retail and wholesale customers.

MBC has not previously provided services in the State of Idaho. Applicant is authorized to provide local exchange telecommunications services in the State of Washington. In addition, Applicant presently has pending or expects to file in the near future applications for authority to provide local exchange services in Colorado, Florida, Oregon, Minnesota, Montana, and Texas.

Applicant currently plans to provide resold and facilities-based services through the use of facilities purchased from other carriers, and does not have plans to build facilities in Idaho now or in the future. Applicant's future plans to build facilities in Idaho will be depend upon the market and the service requests of its customers and therefore such locations have not been fully finalized. As Applicant's operations and customer base grows, Applicant may deploy facilities where it makes operational and economic sense to do so. Applicant, intends, however, to collocate switching, signaling systems and other equipment of ILEC and non-ILEC collocation facilities, and to lease capacity on fiber circuits from other carriers.

Applicant will market its services through a combination of its website, direct marketing and other communications to existing and prospective customers.

II. Form of Business

1. Name, Address and Form of Business

MBC Telecom LLC
297 Kingsbury Grade
Suite D, Box 4470
Stateline, Nevada 89449
Limited Liability Company

The Commission should direct all inquiries and correspondence with respect to this

Application to:

Michael P. Donahue
Helein & Marashlian, LLC
The CommLaw Group
1420 Spring Hill Road, Suite 205
McLean, Virginia 22102
Telephone: (703) 714-1319
Facsimile: (703) 714-1330
E-mail: mpd@commlawgroup.com

Regulatory Counsel for MBC.

With a copy to:

Jed Stafford, President
297 Kingsbury Grade
Suite D, Box 4470
Stateline, Nevada 89449-4470
Telephone: (800)380-5080
Facsimile: (888) 394-7301
E-mail: jed@mbccom.com

- a. If the applicant is the sole proprietor,
 - (1) the name and business address of the applicant, and
 - (2) the business name of the sole proprietorship.
- b. If the applicant is a partnership,
 - (1) a list of the names and business addresses of all the partners, and
 - (2) the business name of the partnership.
- c. If the applicant is a corporation/limited liability company,
 - (1) a short statement of the character of public service in which it may engage,

MBC is a limited liability company organized under the laws of the state of Nevada. MBC is registered as a foreign corporation with the Idaho Secretary of State and is in good standing. MBC will provide local exchange and exchange

access services, including origination and termination services, for retail and wholesale customers.

- (2) the name of the state in which it is organized,

MBC is a limited liability company organized under the laws of the state of Nevada.

- (3) its principal business address and its principal business address within Idaho,

MBC's principal place of business is 297 Kingsbury Grade, Suite D, Box 4470, Stateline, Nevada 89449-4470. MBC's toll-free phone number is 1-800-380-5080. MBC has no business office in the state of Idaho.

- (4) a certified copy of its articles of organization,

A certified copy of Applicant's Articles of Organization from the Nevada Secretary of State is attached as **Exhibit 1**.

- (5) if not incorporated in Idaho, a certificate of good standing issued by the Idaho Secretary of State of Idaho, and

MBC's current Certificate of Authority from the Idaho Secretary of State is attached as **Exhibit 2**.

- (6) name and address of registered agent for service in Idaho.

InCorp Services, Inc.
921 S. Orchard Street, Suite 6
Boise, ID 83705

2. If a corporation/limited liability company, the names and addresses of the ten owners with the greatest ownership interest and the percentage of ownership, as follows:

Name and Address	Percentage of Ownership	Percentage of Voting Control
Telecom Holdings, LLC 297 Kingsbury Grade Suite D, Box 4470 Stateline, NV 89449-4470	100%	100%

3. Names and addresses of the Managers and/or Members of Applicant.

<u>Name</u>	<u>Position</u>	<u>Address</u>
SEGUROS S.A.	Manager	Seefeldstrasse 69 CH-8008 Zürich, Switzerland

4. Name and address of any corporation, association, or similar organization holding a 5% or greater ownership or a management interest in the applicant. As to ownership, the amount and character of the interest must be indicated. A copy of any management agreement must be attached.

Name and Address	Percentage of Ownership	Percentage of Voting Control
Telecom Holdings, LLC 297 Kingsbury Grade Suite D, Box 4470 Stateline, NV 89449-4470	100%	100%

5. Names and addresses of subsidiaries owned or controlled by applicant.

MBC has no subsidiaries or affiliated interests.

III. Telecommunication Service

1. The date on which applicant proposes to begin construction or anticipates it will begin to provide service.

MBC will not construct any facilities in Idaho. MBC proposes to begin providing service in Idaho as soon as practicable following approval of this application and grant of authority to provide service.

2. A written description of customer classes and customer service[s] that the applicant proposes to offer to the public.

MBC seeks authority to allow the company to offer resold and leased competitive local exchange telecommunications services. Applicant seeks authority to provide these services in Idaho exchanges currently served by Qwest Corporation and Verizon Northwest, Inc. MBC will offer local exchange services, including origination and termination services to retail and wholesale customers.

IV. Service Territory

1. A description sufficient for determining whether service is to be offered in a particular location; and the names of all incumbent local exchange corporations with whom the proposed utility is likely to compete.

Applicant seeks authority to provide services in Idaho exchanges currently served by Qwest.

2. Written description of the intended manner of service, for example, resold services or facilities based. A general description of the property owned or controlled by applicant.

Applicant intends to provide services through resale and the use of facilities purchased from other carriers. Applicant does not anticipate installing physical plant at this time or in the near future. As the market for its services and business plans dictate, however, MBC may eventually lease or deploy its own switches within existing carrier hotels or other leased premises. No physical construction of fiber optic or copper cables is anticipated, now or in the future.

3. A statement describing with whom the applicant is likely to compete.

Applicant's local exchange services will be sold in competition with Qwest, AT&T, and other non-rural incumbent LECs and CLECs currently providing services in Idaho.

4. A description of the property owned by the applicant clarifies the applicant's proposed services and operation.

Applicant does not anticipate installing physical plant at this time or in the near future. As the market for its services and business plans dictate, however, MBC may eventually lease or deploy its own switches within existing carrier hotels or other leased premises. No physical construction of fiber optic or copper cables is anticipated, now or in the future.

V. Financial Information

1. Current detailed balance sheets, including a detailed income and profit and loss statements of applicant reflecting current and prior year balances for the twelve months ended as of the date of the balance sheet, or if not readily available, for the period since the close of the preceding calendar year.

MBC has substantial financial wherewithal and access to ample capital. See Exhibit 3. Applicant is a new entrant, and therefore, does not have historical financial statements. Exhibit 3 includes Applicant's current, unaudited financial statements and revenue projections for the first eight months of operations. This information demonstrates that Applicant has access to sufficient cash and more than adequate financial resources to provide competitive local exchange telecommunications services in the State of Idaho.

2. If a balance sheet and income statement are not available, the applicant must submit financial data sufficient to establish that it possesses adequate financial resources to provide the proposed services.

See Exhibit 3.

VI. "Illustrative" Tariff Filings

Proposed initial tariff and price sheets setting forth rates, rules, terms, and regulations applicable to the contemplated service.

MBC's proposed Idaho Local Exchange Tariff No. 1 is attached hereto at Exhibit 4.

VII. Customer contacts

1. Contact information for the Applicant.

- a) The name, address, and telephone number and electronic mailing addresses (if available) of the person(s) responsible for consumer inquiries and complaints from the public.

Jed Stafford, President
297 Kingsbury Grade
Suite D, Box 4470
Stateline, Nevada 89449-4470
Tel: (800) 380-5080
Email: jeds@mbctelecom.com

- b) A toll-free number for customer inquiries and complaints.

Toll-Free Business Customers:

800-380-5080

Toll-Free Residential Customers:

800-380-5080

- c) The name, number and electronic mailing addresses (if available) of the person(s) designated as a contact for the Commission Staff for resolving complaints, inquiries and matters concerning rates and price lists or tariffs.

Jed Stafford
800-380-5080
jeds@mbccom.com

VIII. Interconnection Agreements

1. Statements of whether the applicant has initiated interconnection negotiations and, if so, when and with whom.

Applicant is not presently engaged in interconnection negotiations with any incumbent LECs, such as Qwest. Applicant anticipates initiating interconnection

negotiations with Qwest Corporation and Verizon Northwest, Inc. following submission of this Application.

IX. Compliance with Commission Rules

A written statement that the applicant has reviewed all of the Commission rules and agrees to comply with them, or a request for waiver of those rules believed to be inapplicable.

Attached as Exhibit 5.

X. Escrow Account or Security Bond

1. If a company requires advance deposits by its customers, the company must submit a signed copy of an escrow account with a bonded escrow agent or a security bond.

The escrow or bond shall be sufficient to meet customer deposit refunds in case of company default.

Applicant does not require advance deposits from its customers.

2. At the Commission's discretion, an additional deposit may be required to keep customers whole in case of company default.

3. The Commission will review the individual requirement of establishing an escrow or security account by the Company upon good showing by the Company for a period of two years.

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

Respectfully submitted, this 18th day of December, 2009.

MBC TELECOM LLC

By: 

Michael P. Donahue
Helein & Marashlian, LLC
The CommLaw Group
1420 Spring Hill Road, Suite 205
McLean, Virginia 22102
Telephone: (703) 714-1319
Facsimile: (703) 714-1330
E-mail: mpd@commlawgroup.com

Regulatory Counsel for MBC Telecom LLC

INDEX OF EXHIBITS

Exhibit 1	Certified Articles of Organization
Exhibit 2	Certificate of Good Standing Issued by the Idaho Secretary of State
Exhibit 3	Financial Information
Exhibit 4	Tariff Filing
Exhibit 5	Affidavit of Compliance with Commission Rules

VERIFICATION

EXHIBIT 1

Articles of Organization



ROSS MILLER
 Secretary of State
 206 North Carson Street
 Carson City, Nevada 89701-4299
 (775) 684 5708
 Website: www.nvsos.gov

**Articles of Organization
 Limited-Liability Company**
 (PURSUANT TO NRS CHAPTER 86)

Filed in the office of Ross Miller Secretary of State State of Nevada	Document Number 20090052687-89
	Filing Date and Time 01/22/2009 12:54 PM
	Entity Number E0032432009-2

USE BLACK INK ONLY - DO NOT HIGHLIGHT

ABOVE SPACE IS FOR OFFICE USE ONLY

1. Name of Limited-Liability Company: (must contain approved limited-liability company wording; see instructions)	MBC Telecom LLC <div style="float: right;"> Check box if a Series Limited-Liability Company <input type="checkbox"/> </div>
2. Registered Agent for Service of Process: (check only one box)	<input checked="" type="checkbox"/> Commercial Registered Agent: Nevada Corporation Services Ltd Name <input type="checkbox"/> Noncommercial Registered Agent (name and address below) OR <input type="checkbox"/> Office or Position with Entity (name and address below) Name of Noncommercial Registered Agent OR Name of Title of Office or Other Position with Entity Nevada Street Address City Zip Code Nevada Mailing Address (if different from street address) City Zip Code
3. Dissolution Date: (optional)	Latest date upon which the company is to dissolve (if existence is not perpetual):
4. Management: (required)	Company shall be managed by: <input checked="" type="checkbox"/> Manager(s) OR <input type="checkbox"/> Member(s) (check only one box)
5. Name and Address of each Manager or Managing Member: (attach additional page if more than 3)	1) SILVER STATE MANAGEMENT SERVICES LLC Name PO Box 6957 Stateline NV 89449-6957 Street Address City State Zip Code 2) Name Street Address City State Zip Code 3) Name Street Address City State Zip Code
6. Name, Address and Signature of Organizer: (attach additional page if more than 1 organizer)	Nevada Corporation Services Ltd Name 4231 Dant Blvd. Reno NV 89509-7020 Address City State Zip Code X By: Organizer Signature
7. Certificate of Acceptance of Appointment of Registered Agent:	I hereby accept appointment as Registered Agent for the above named Entity. X By: Authorized Signature of Registered Agent or On Behalf of Registered Agent Entity Date 1/22/2009

This form must be accompanied by appropriate fees.

Nevada Secretary of State NRS 86 DLLC Articles
 Revised on 7-1-08

SECRETARY OF STATE



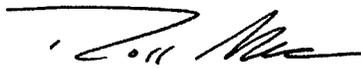
CERTIFICATE OF EXISTENCE WITH STATUS IN GOOD STANDING

I, ROSS MILLER, the duly elected and qualified Nevada Secretary of State, do hereby certify that I am, by the laws of said State, the custodian of the records relating to filings by corporations, non-profit corporations, corporation soles, limited-liability companies, limited partnerships, limited-liability partnerships and business trusts pursuant to Title 7 of the Nevada Revised Statutes which are either presently in a status of good standing or were in good standing for a time period subsequent of 1976 and am the proper officer to execute this certificate.

I further certify that the records of the Nevada Secretary of State, at the date of this certificate, evidence, **MBC TELECOM LLC**, as a limited liability company duly organized under the laws of Nevada and existing under and by virtue of the laws of the State of Nevada since January 22, 2009, and is in good standing in this state.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed the Great Seal of State, at my office on November 25, 2009.




ROSS MILLER
Secretary of State

Electronic Certificate
Certificate Number: C20091125-0413
You may verify this electronic certificate
online at <http://www.nvsos.gov/>

EXHIBIT 2

**Certificate of Good Standing
Issued by the Idaho Secretary of State**

State of Idaho

Office of the Secretary of State

CERTIFICATE OF EXISTENCE

OF

MBC TELECOM LLC

File Number W-88599

I, BEN YSURSA, Secretary of State of the State of Idaho, hereby certify that I am the custodian of the limited liability company records of this State.

I FURTHER CERTIFY That the records of this office show that the above-named limited liability company was organized under the laws of NEVADA and filed an application for registration of foreign limited liability company in Idaho on 11/27/2009.

I FURTHER CERTIFY That the limited liability company's registration has not been canceled.

Dated: 12/18/2009 7:29 AM



Ben Yursa

SECRETARY OF STATE

Authentic Access Idaho Document (<http://www.accessidaho.org/public/portal/authenticate.html>)
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SECRETARY OF STATE



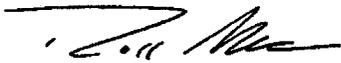
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IN WITNESS WHEREOF, I have hereunto set my hand and affixed the Great Seal of State, at my office on November 25, 2009.




ROSS MILLER
Secretary of State

Electronic Certificate
Certificate Number: C20091125-0413
You may verify this electronic certificate
online at <http://www.nvsos.gov/>

EXHIBIT 3

Financial Information

BALANCE SHEET

ASSETS		LIABILITIES	
Cash in Bank	\$28,800.62	Salaries/Wages Payable	\$7,000.00
Notes Receivable	\$	Accounts Payable	\$15,063.13
Accounts Receivable	\$24,733.55	Notes Payable	\$
Investments	\$	Mortgages Payable	\$
Other Current Assets	\$	Contracts and Bonds Payable	\$
Prepaid Expenses	\$2,850.00	TOTAL LIABILITIES	\$
Land and Buildings	\$	NET WORTH	
Office Furniture	\$	Common Stock	\$
Other Equipment	\$150,000.00	Retained Earnings	\$
Other Assets	\$	Capital	\$
TOTAL ASSETS	\$206,384.17	TOTAL LIABILITIES AND NET WORTH	\$22,063.13

EXHIBIT 5

Affidavit of Compliance with Commission Rules

EXHIBIT 5

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AFFIDAVIT OF COMPLIANCE WITH THE
RULES OF THE STATE OF IDAHO

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IDAHO PUBLIC
UTILITIES COMMISSION

I, Jed Stafford, am the President of the Applicant herein. I do hereby certify under the pains and penalties of perjury that the Applicant is familiar with and intends to adhere to the laws of the state of Idaho and the Rules and Orders of the Commission, including any quality of service standards established by the Commission.

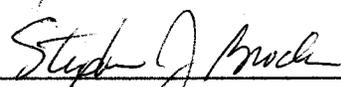
Executed this 4th day of December 2009.



Jed Stafford, President
MBC Telecom LLC

Notary:

Sworn and subscribed to before me
this 4 day of Dec, 2009.



My commission expires 9-16-2013

[SEAL]



VERIFICATION

I, Jed Stafford, am the President of the Applicant herein. I do hereby verify that I have read the application and am familiar with its contents. The matters stated therein are true and correct to the best of my knowledge and belief.

I do declare under penalty of perjury under the laws of the State of Idaho that the foregoing is true and correct.

Executed this 4th day of December 2009.



Jed Stafford, President
MBC Telecom LLC

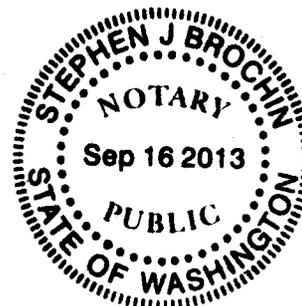
Notary:

Sworn and subscribed to before me
this 4 day of Dec., 2009.



My commission expires 9/16/2013

[SEAL]



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