

FILE

BINGHAM McCUTCHEN 18

NC

ORIGINAL

07-430-TP-C10

Catherine Wang
Troy F. Tanner
Jasbir K. Bawa
Direct Phone: (202) 373-6000
Direct Fax: (202) 373-6001

April 16, 2007

Bingham McCutchen LLP
2020 K Street NW
Washington, DC
20006-1806

202.373.6000
202.373.6001 fax

bingham.com

Boston
Hartford
London
Los Angeles
New York
Orange County
San Francisco
Silicon Valley
Tokyo
Walnut Creek
Washington

By Overnight Mail

Renee J. Jenkins, Director of Administration
Docketing Department
Public Utilities Commission of Ohio
180 E. Broad St.
Columbus, OH 43215-3793

**Re: Joint Application of Yak Communications (America) Inc. ("Yak America"),
Yaktastic Inc. ("Yaktastic"), and Blackbird Corporation ("Blackbird") of the
Transfer of Control of Yak Communications (America) Inc.**

Dear Ms. Jenkins:

Enclosed for filing with the Commission are an original and seven (7) copies of the above-referenced Joint Application.

Please date-stamp the enclosed extra copy of this filing and return it in the attached self-addressed, postage prepaid envelope provided. Should you have any questions concerning this filing, please do not hesitate to contact the undersigned at (202) 373-6000.

Respectfully submitted,



Catherine Wang.
--Troy F. Tanner
Jasbir K. Bawa

RECEIVED-DOCKETING DIV
2007 APR 17 AM 10:43
PUCO

This is to certify that the images appearing are an accurate and complete reproduction of a case file document delivered in the regular course of business.

Technician Am Date Processed 4/17/07

The Public Utilities Commission of Ohio
TELECOMMUNICATIONS APPLICATION FORM

(Effective: 10/01/2004)
(Pursuant to Case Nos. 99-998-TP-COI and 99-563-TP-COI)

In the Matter of the Application of Yak Communications
(America), Inc. for a Transfer of Control Case No. 07 - 430 - TP - C10
from Yaktastic, Inc., to Blackbird Corporation

Name of Registrant(s) Yak Communications (America), Inc.
DBA(s) of Registrant(s) None
Address of Registrant(s) Aventura Corporate Center, 20803 Biscayne Blvd. #305, Aventura, FL, 33180
Company Web Address _____
Regulatory Contact Person(s) Benjamin Rovet Phone (416) 889-0314 Fax (416) 628-2046
Regulatory Contact Person's Email Address brovet@rogers.com
Contact Person for Annual Report Benjamin Rovet Phone (416) 889-0314
Consumer Contact Information Lazara Valmana Phone (305)-933-3519
Date August 15, 2003 TRF Docket No. 03-1536-TP-ACE

Motion for protective order included with filing? ☐ Yes ☒ No
Motion for waiver(s) filed affecting this case? ☐ Yes ☒ No [Note: waiver(s) tolls any automatic timeframe]
Company Type (check all applicable): ☒ CTS (IXC) ☐ ILEC ☐ CLEC ☐ CMRS ☐ AOS
☐ Other (explain) _____

NOTE: This form must accompany all applications filed by telecommunication service providers subject to the Commission's rules promulgated in Case No. 99-998-TP-COI, as well as by ILECs filing an ARB or NAG case pursuant to the guidelines established in Case No. 96-463-TP-UNC. It is preferable NOT to combine different types of filings, but if you do so, you must file under the process with the longest applicable review period.

I. Please indicate the reason for submitting this form (check one)

- ☐ 1 (AAC) Application to Amend Certificate by a CLEC to modify Serving Area (0-day notice, 7 copies)
- ☐ 2 (ABN) Abandonment of all Services
☐ a. CLEC (90-day approval, 10 copies) ☐ b. CTS (14-day approval, 10 copies) ☐ c. ILEC (NOT automatic, 10 copies)
- ☐ 3 (ACE) New Operating Authority for providers other than CMRS (30-day approval, 7 copies); for CMRS, see item No. 15 on this page.
☐ a. Switched Local ☐ b. Non-switched local ☐ c. CTS ☐ d. Local and CTS ☐ e. Other (explain) _____
- ☐ 4 (ACO) LEC Application to Change Ownership (30-day approval, 10 copies)
- ☐ 5 (ACN) LEC Application to Change Name (30-day approval, 10 copies)
- ☐ 6 (AEC) Carrier-to-Carrier Contract Amendment to an agreement approved in a NAG or ARB case (30-day approval, 7 copies)
NOTE: see item 25 (CTR) on page two of this form for all other contract filings.
- ☐ 7 (AMT) LEC Merger (30-day approval, 10 copies)
- ☐ 8 (ARB) Application for Arbitration (see 96-463-TP-COI for applicable process, 10 copies)
- ☐ 9 (ATA) Application for Tariff Amendment for Tier 1 Services, Application to Reclassify Service Among Tiers, or Change to Non-Tier Service
☐ a. Tier 1 (and Carrier-to-Carrier tariff filings as set-forth in 95-845-TP-COI)
☐ i. Pre-filing submittal (30-day pre-filing submittal with Staff and OCC; **Do Not Docket**, 4 copies)
☐ ii. New End User Service which has been preceded by a 30-day pre-filing submittal with Staff for all submittals and also with OCC for Tier 1 residential services (0-day filing, 10 copies)
☐ iii. New End User Service (NOT preceded by a 30-day filing submittal, 30-day approval, 10 copies)
☐ iv. New Carrier-to-Carrier Service which has been preceded by a 30-day pre-filing with Staff (0-day filing, 10 copies)
☐ v. Change in Terms and Conditions, textual revision, correction of error, etc. (30-day approval, 10 copies)
☐ vi. Grandfather service (30-day approval, 10 copies)
☐ vii. Initial Carrier-to-Carrier Services Tariff subsequent to ACE approval (60-day approval, 10 copies)
☐ viii. *Withdrawal of Tier 1 service must be filed as an "ATW", not an "ATA" - see item 12, below*
☐ b. Reclassification of Service Among Tiers (NOT automatic, 10 copies)
☐ c. Textual revision with no effect on rates for non-specific or non-tier service (30-day approval, 10 copies)
- ☐ 10 (ATC) Application to Transfer Certificate (30-day approval, 7 copies)
- ☐ 11 (ATR) LEC Application to Conduct a Transaction Between Utilities (30-day approval, 10 copies)
- ☐ 12 (ATW) Application to Withdraw a Tier 1 Service
☐ a. CLEC (60-day approval, 10 copies) ☐ b. ILEC (NOT automatic, 10 copies)
- ☒ 13 (CIO) Application for Change in Operations by Non-LEC Providers (0-day notice, 7 copies)
- ☐ 14 (NAG) Negotiated Interconnection Agreement Between Carriers (0-day effective, 90-day approval, 8 copies)
- ☐ 15 (RCC) For CMRS providers only to Register or to Notify of a Change in Operations (0-day notice, 7 copies)
- ☐ 16 (SLF) Self-complaint Application
☐ a. CLEC only -Tier 1 (60-day automatic, 10 copies)
☐ b. Introduce or increase maximum price range for Non-Specific Service Charge (60-day approval, 10 copies)
- ☐ 17 (UNC) Unclassified (explain) _____ (NOT automatic, 15 copies)
- ☐ 18 (ZTA) Tariff Notification Involving only Tier 2 Services
NOTE: Notifications do not require or imply Commission Approval.
☐ a. New End User Service (0-day notice, 10 copies)
☐ b. Change in Terms and Conditions, textual revision, correction of error, etc. (0-day notice, 10 copies)
☐ c. Withdrawal of service (0-day notice, 10 copies)

THE FOLLOWING ARE TRF FILINGS ONLY, NOT NEW CASES (0-day notice, 3 copies)

- ☐ 20 Introduction or Extension of Promotional Offering
- ☐ 21 New Price List Rate for Existing Service
- ☐ a. Tier 1 ☐ b. Tier 2
- ☐ 22 Designation of Registrant's Process Agent(s)
- ☐ 23 Update to Registrant's Maps
- ☐ 24 Annual Tariff Option For Tier 2 Services - indicate which option you intend to adopt to maintain the tariff. NOTE, changing options is only permitted once per calendar year.
- ☐ Paper Tariff ☐ Electronic Tariff. If electronic, provide the tariff's web address: _____

THE FOLLOWING ARE CTR FILINGS ONLY, NOT NEW CASES (0-day notice, 7 copies)

- ☐ 25 Application to establish, revise, or cancel an end-user contract. (NOTE: see item 6 on page 1 of this form for carrier-to-carrier contract amendments)
- CTR Docket No. _____ - _____ - TP -- CTR (Use same CTR number throughout calendar year)

II. Please indicate which of the following exhibits have been filed. The numbers (corresponding to the list on page (1) and above) indicate, at a minimum, the types of cases in which the exhibit is required:

<input type="checkbox"/>	[all]	A copy of any motion for waiver of O.A.C. rule(s) associated with this filing. NOTE: the filing of a motion for waiver tolls any automatic timeframe associated with this filing.
<input type="checkbox"/>	[3]	Completed Service Requirements Form.
<input type="checkbox"/>	[3, 9(vii)]	A copy of registrant's proposed tariffs. (Carrier-to-Carrier resale tariff also required if facilities-based)
<input type="checkbox"/>	[3]	Evidence that the registrant has notified the Ohio Department of Taxation of its intent to conduct operations as a telephone utility in the State of Ohio.
<input type="checkbox"/>	[3]	Brief description of service(s) proposed.
<input type="checkbox"/>	[3a-b,3d]	Explanation of whether applicant intends to provide <input type="checkbox"/> resold services, <input type="checkbox"/> facilities-based services, or <input type="checkbox"/> both resold and facilities-based services.
<input type="checkbox"/>	[3a-b,3d]	Explanation as to whether CLEC currently offers CTS services under separate CTS authority, and whether it will be including those services within its CLEC filing, or maintaining such CTS services under a separate affiliate.
<input type="checkbox"/>	[3a-b,3d]	Explanation of how the proposed services in the proposed market area are in the public interest.
<input type="checkbox"/>	[3a-b,3d]	Description of the proposed market area.
<input type="checkbox"/>	[3a-b,3d]	Description of the class of customers (e.g., residence, business) that the applicant intends to serve.
<input type="checkbox"/>	[3a-b,3d]	Documentation attesting to the applicant's financial viability, including the following: 1) An executive Summary describing the applicant's current financial condition, liquidity, and capital resources. Describe internally generated sources of cash and external funds available to support the applicant's operations that are the subject of this certification application. 2) Copy of financial statements (actual and pro forma income statement and a balance sheet). Indicate if financial statements are based on a certain geographical area(s) or information in other jurisdictions 3) Documentation to support the applicant's cash and funding sources.
<input type="checkbox"/>	[3a-d]	Documentation attesting to the applicant's technical and managerial expertise relative to the proposed service offering(s) and proposed service area.
<input type="checkbox"/>	[3a-d]	Documentation indicating the applicant's corporate structure and ownership.
<input type="checkbox"/>	[3a-b,3d]	Information regarding any similar operations in other states. Also, if this company has been previously certified in the State of Ohio, include that certification number.
<input type="checkbox"/>	[3a-b,3d]	Verification that the applicant will maintain local telephony records separate and apart from any other accounting records in accordance with the GAAP.
<input type="checkbox"/>	[3a-b,3d]	Verification of compliance with any affiliate transaction requirements.
<input type="checkbox"/>	[3a-b,3d]	Explanation as to whether rates are derived through (check all applicable): <input type="checkbox"/> interconnection agreement, <input type="checkbox"/> retail tariffs, or <input type="checkbox"/> resale tariffs.
<input type="checkbox"/>	[1,3a-b,3d]	Explanation as to which service areas company currently has an approved interconnection or resale agreement.
<input type="checkbox"/>	[3a-b,3d, 9a(i-iii)]	Explanation of whether applicant intends to provide Local Services which require payment in advance of Customer receiving dial tone.
<input type="checkbox"/>	[3a,3b,3d, 9a,(i-iii)]	Tariff sheet(s) listing the services and associated charges that must be paid prior to customer receiving dial tone (if applicable).
<input type="checkbox"/>	[3a-b,3d,8]	Letters requesting negotiation pursuant to Sections 251 and 252 of the Telecommunications Act of 1996 and a proposed timeline for construction, interconnection, and offering of services to end users.
X	[3-5,7,10-11,13]	Certification from Ohio Secretary of State as to party's proper standing (domestic or foreign corporation, authorized use of fictitious name, etc.). In transfer of certificate cases, the transferee's good standing must be established. Please see Exhibit A.
X	[3-4,7,10-11,13]	List of names, addresses, and phone numbers of officers and directors, or partners. Please see Exhibit B.
<input type="checkbox"/>	[3]	A sample copy of the customer bill and disconnection notice the applicant plans to utilize.
X	[1,4,9,10-13,16-21]	Copy of superseded tariff sheet(s) & price list(s), if applicable, marked as Exhibit A. Not Applicable – the current tariff of Yak Communications (America), Inc. is remaining in effect.
X	[1,4,9,10-13,16-21]	Copy of revised tariff sheets & price lists, marked as Exhibit B. Not Applicable – current tariff is remaining in effect
<input type="checkbox"/>	[3]	Provide a copy of any customer application form required in order to establish residential service, if applicable.
X	[1-2,4-7,9,12-13,16,18-23,25]	Description of and rationale for proposed tariff changes, including a complete description of the service(s) proposed or affected. Specify for each service affected whether it is <input type="checkbox"/> business; <input type="checkbox"/> residence; or <input type="checkbox"/> both. Also indicate whether it is a <input type="checkbox"/> switched or <input type="checkbox"/> dedicated service. Include this information in either the cover letter or Exhibit C. Not Applicable – the current tariff of Yak Communications (America), Inc. is remaining in effect.

<input type="checkbox"/>	[1,2,4,9a(v-vi), 5,10,16,18(b-c), 21]	Specify which notice procedure has been/will be utilized: <input type="checkbox"/> direct mail; <input type="checkbox"/> bill insert; <input type="checkbox"/> bill notation or <input type="checkbox"/> electronic mail. NOTE: <input type="checkbox"/> Tier 1 price list increases must be within an approved range of rates. <input type="checkbox"/> SLF Filings – Do NOT send customer notice until it has been reviewed and approved by Commission Staff
X	[2,4-5,9a(v), 9b, 10,12-13,16, 18(b-c),20-21]	Copy of real time notice which has been/will be provided to customers. NOTE: SLF Filings – Do NOT send customer notice until it has been reviewed and approved by Commission Staff Since the Transaction entailed simply the sale of ownership interests in Yak America to another company, the Transaction has been completely transparent to customers. Post-transaction, Yak America has continued to operate under its same name and operating authorities. The Transaction entailed no change to the services, rates, terms and conditions of service; any future change will be made in accordance with all applicable Commission requirements. All existing tariffs have and will remain in place. The only change has been in the ownership of Yak America.
X	[1,2,5,9a(v),11-13, 18, 21(increase only)]	Affidavit attesting that customer notice has been provided. Since the Transaction entailed simply the sale of ownership interests in Yak America to another company, the Transaction has been completely transparent to customers. Post-transaction, Yak America has continued to operate under its same name and operating authorities as pre-transaction. The Transaction entailed no change to the services, rates, terms and conditions of service; any future change will be made in accordance with all applicable Commission requirements. All existing tariffs have and will remain in place. The only change has been in the ownership of Yak America.
<input type="checkbox"/>	[2,12]	Copy of Notice which has been provided to ILEC(s).
<input type="checkbox"/>	[2,12]	Listing of Assigned (NPA) NXX's where in the LECs (NPA) NXX's would be reassigned.
X	[2,4,10,12-13,]	List of Ohio exchanges specifically involved or affected. Statewide
<input type="checkbox"/>	[14]	The interconnection agreement adopted by negotiation or mediation.
<input type="checkbox"/>	[15]	For commercial mobile radio service providers, a statement affirming that registrant has obtained all necessary federal authority to conduct operations being proposed, and that copies have been furnished by cellular, paging, and mobile companies to this Commission of any Form 401, 463, and / or 489 which the applicant has filed with the Federal Communications Commission.
<input type="checkbox"/>	[15]	Exhibits must include company name, address, contact person, service description, and evidence of registration with the Ohio Secretary of State.
<input type="checkbox"/>	[24]	Affidavit that total price of contract exceeds total cost of all regulated services.
X	[5,13]	New title sheet with proposed new company name. Not Applicable – Yak Communications (America), Inc. is maintaining its current name.
X	[1,3,13]	For CLECs, List of Ohio Exchanges the applicant intends to serve (Use spreadsheet from: http://www.puc.state.oh.us/puco/forms/form.cfm?doc_id=357). Not Applicable – Yak Communications (America), Inc. offers CTS services only.
X	[1,3a-b,3d,7, 10,13, 23]	Maps depicting the proposed serving and calling areas of the applicant. If Mirroring Large ILEC exchanges for both serving area and local calling areas: • Serving area must be clearly reflected on an Ohio map attached to tariffs and textually described in tariffs by noting that it is reflecting a particular large ILEC/CLEC territory, and listing the involved exchanges. • Local calling areas must be clearly reflected on an Ohio map attached to the tariffs, and/or clearly delineated in tariffs, including a complete listing of each exchange being served and all exchanges to which local calls can be made from each of those exchanges. If Self-defining serving area and/or local calling area as an area other than that of the established ILEC exchange(s): • Serving Area must be clearly reflected on an Ohio map attached to the tariffs, and textually described in tariffs by listing the involved exchanges. • Local Calling Areas must be described in the tariff through textual delineation and clear maps. Maps for self-defined serving and local calling areas are required to be traced on United States Geological Survey topography maps. These maps are the Standard Topographic Quadrangle maps, 7.5 minute 1:24,000. Not Applicable – Yak Communications (America), Inc. offers CTS services only.
<input type="checkbox"/>		Other information requested by the Commission staff.
<input type="checkbox"/>	[3]	Initial certification that includes Tier 2 Services, indicate which option you intend to adopt to maintain the tariff: <input type="checkbox"/> Paper Tariff <input type="checkbox"/> Electronic Tariff - If electronic, provide the web address for the tariff:

III. Registrant hereby attests to its compliance with the following requirements in the Service Requirements Form, as well as all pertinent entries and orders issued by the Commission with respect to these issues. Further, registrant hereby affirms that it will maintain with its TRF docket an up-to-date, properly marked, copy of the Service Requirements Form available for public inspection.

MANDATORY REQUIREMENTS FOR ALL BASIC LOCAL EXCHANGE AND CTS PROVIDERS:

- ☒ Sales tax
- ☒ Minimum Telephone Service Standards (MTSS)
- ☒ Surcharges

MANDATORY REQUIREMENTS FOR ALL BASIC LOCAL EXCHANGE PROVIDERS:

- ☒ I+ IntraLATA Presubscription

SERVICE REQUIREMENTS FOR PROVISION OF CERTAIN SERVICES (CHECK ALL APPLICABLE):

- ☐ Discounts for Persons with Communication Disabilities and the Telecommunication Relay Service [Required if toll service provided]
- ☐ Emergency Services Calling Plan [Required if toll service provided]
- ☐ Alternative Operator Service (AOS) requirements [Required for all providing AOS (including inmate services) service]

- Limitation of Liability Language [Required for all who have tariff language that may limit their liability]
- Termination Liability Language [Required for all who have early termination liability language in their tariffs]
- Service Connection Assistance (SCA) [Required for all LECs]
- Local Number Portability and Number Pooling [Required for facilities-based LECs]
- Package Language [Required for tariffs containing packages or service bundles containing both local and toll and/or non-regulated services]

IV. List names, titles, phone numbers, and addresses of those persons authorized to respond to inquiries from the Consumer Services Department on behalf of the applicant regarding end-user complaints:

Lazara Valmana, Director Customer Service

(305)-933-3519, Cell: (786) 564-5612 E-mail: Lvalmana@yakamerica.com

V. List names, titles, phone numbers, and addresses of those persons authorized to make and/or affirm or verify filings at the Commission on behalf of the applicant:

The designated contacts for this Application are:

Catherine Wang, Esq.
Troy F. Tanner, Esq.
Jasbir K. Bawa, Esq.
Bingham McCutchen LLP
2020 K Street, N.W.
Washington, DC 20006
Phone: (202) 373-6000
Fax: (202) 373-6001
E-mail: catherine.wang@bingham.com
troy.tanner.bingham.com
jasbir.bawa@bingham.com

With a copy to:

Mr. Benjamin Rovet
Regulatory Consultant
Yak Communications (America) Inc.
5000 Yonge Street, Suite 1901
Toronto, Ontario, M2N 7E9
Phone: (416) 889-0314
Fax: (416) 628-2046
E-mail: brovet@rogers.com

NOTE: An annual report is required to be filed with the Commission by each company on an annual basis. The annual report form will be sent for completion to the address and individual(s) identified in this Section unless another address or individual is so indicated.

VI. List Name(s), DBA(s) and PUCO Certification Number(s) of any affiliates you have operating in Ohio under PUCO authority, whether Telecommunication or other. (If needed, use a separate sheet and check here: ☐)

Yak Communications (America), Inc. was certified in Docket No. 03-1536-TP-ACE , on August 15, 2003. Yak was recently the subject of a transfer of control to Yaktastic, Inc. in Case No.06-1286-TP-CIO.

AFFIDAVIT

Compliance with Commission Rules and Service Standards

I am an officer of the applicant corporation, Blackbird Corporation and am authorized to make this statement
(Name of Company)
on its behalf. I attest that these tariffs comply with all applicable rules, including the Minimum Telephone Service Standards (MTSS) for the state of Ohio. I understand that tariff notification filings do not imply Commission approval and that the Commission's rules, including the Minimum Telephone Service Standards, as modified and clarified from time to time, supersede any contradictory provisions in our tariff. We will fully comply with the rules of the state of Ohio and understand that noncompliance can result in various penalties, including the suspension of our certificate to operate within the state of Ohio.

I declare under penalty of perjury that the foregoing is true and correct.

Executed on 01/10/07 at Miami, Florida
(Date) (Location)

Jose Cadi President 01/10/07
*(Signature and Title) (Date)

**** This affidavit is required for every tariff-affecting filing. It may be signed by counsel or an officer of the applicant, or an authorized agent of the applicant.***

VERIFICATION

I, Jose Cadi, verify that I have utilized, verbatim, the Commission's Telecommunications Application Form and that all of the information submitted here, and all additional information submitted in connection with this case, is true and correct to the best of my knowledge.

Jose Cadi President 01/10/07
*(Signature and Title) (Date)

****Verification is required for every filing. It may be signed by counsel or an officer of the applicant, or an authorized agent of the applicant.***

AFFIDAVIT

Compliance with Commission Rules and Service Standards

I am an officer of the applicant corporation, Yaktastic Inc., parent of Yak Communications (America) Inc.
(Name of Company)
and am authorized to make this statement on its behalf. I attest that these tariffs comply with all applicable rules, including the Minimum Telephone Service Standards (MTSS) for the state of Ohio. I understand that tariff notification filings do not imply Commission approval and that the Commission's rules, including the Minimum Telephone Service Standards, as modified and clarified from time to time, supersede any contradictory provisions in our tariff. We will fully comply with the rules of the state of Ohio and understand that noncompliance can result in various penalties, including the suspension of our certificate to operate within the state of Ohio.

I declare under penalty of perjury that the foregoing is true and correct.

Executed on JANUARY 16, 2007 at TOLEDO, ONTARIO, CANADA
(Date) (Location)



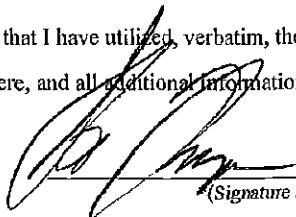
Secretary
*(Signature and Title)

JANUARY 16, 2007
(Date)

** This affidavit is required for every tariff-affecting filing. It may be signed by counsel or an officer of the applicant, or an authorized agent of the applicant.*

VERIFICATION

I, Stewart P. Thompson, verify that I have utilized, verbatim, the Commission's Telecommunications Application Form and that all of the information submitted here, and all additional information submitted in connection with this case, is true and correct to the best of my knowledge.

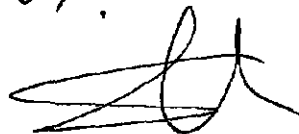


Secretary
(Signature and Title)

JANUARY 16, 2007
(Date)

**Verification is required for every filing. It may be signed by counsel or an officer of the applicant, or an authorized agent of the applicant.*

Sworn to and subscribed before me on
January 16/07.



Simon Lockie, Notary Public

LIST OF EXHIBITS

Exhibit A	Certificate of Good Standing
Exhibit B	Officers and Directors
Exhibit C	Pre- and Post-Transaction Corporate Organizational Chart
Exhibit D	Description of the Transaction

EXHIBIT A

Certificate of Good Standing

**United States of America
State of Ohio
Office of the Secretary of State**

I, Jennifer Brunner, do hereby certify that I am the duly elected, qualified and present acting Secretary of State for the State of Ohio, and as such have custody of the records of Ohio and Foreign business entities; that said records show YAK COMMUNICATIONS (AMERICA), INC., a Florida corporation, having qualified to do business within the State of Ohio on February 25, 2003 under License No. 1370966 is currently in GOOD STANDING upon the records of this office.



*Witness my hand and the seal of the
Secretary of State at Columbus, Ohio
this 16th day of April, A.D. 2007*

A handwritten signature in cursive script, reading "Jennifer Brunner".

Ohio Secretary of State

Validation Number: V2007106A25B3D

EXHIBIT B

Officers and Directors of Yak Communications (America), Inc.

Yak Communications (America), Inc., has no Directors. The following is the sole Officer of Yak Communications (America), Inc.:

Jose Cadi - President

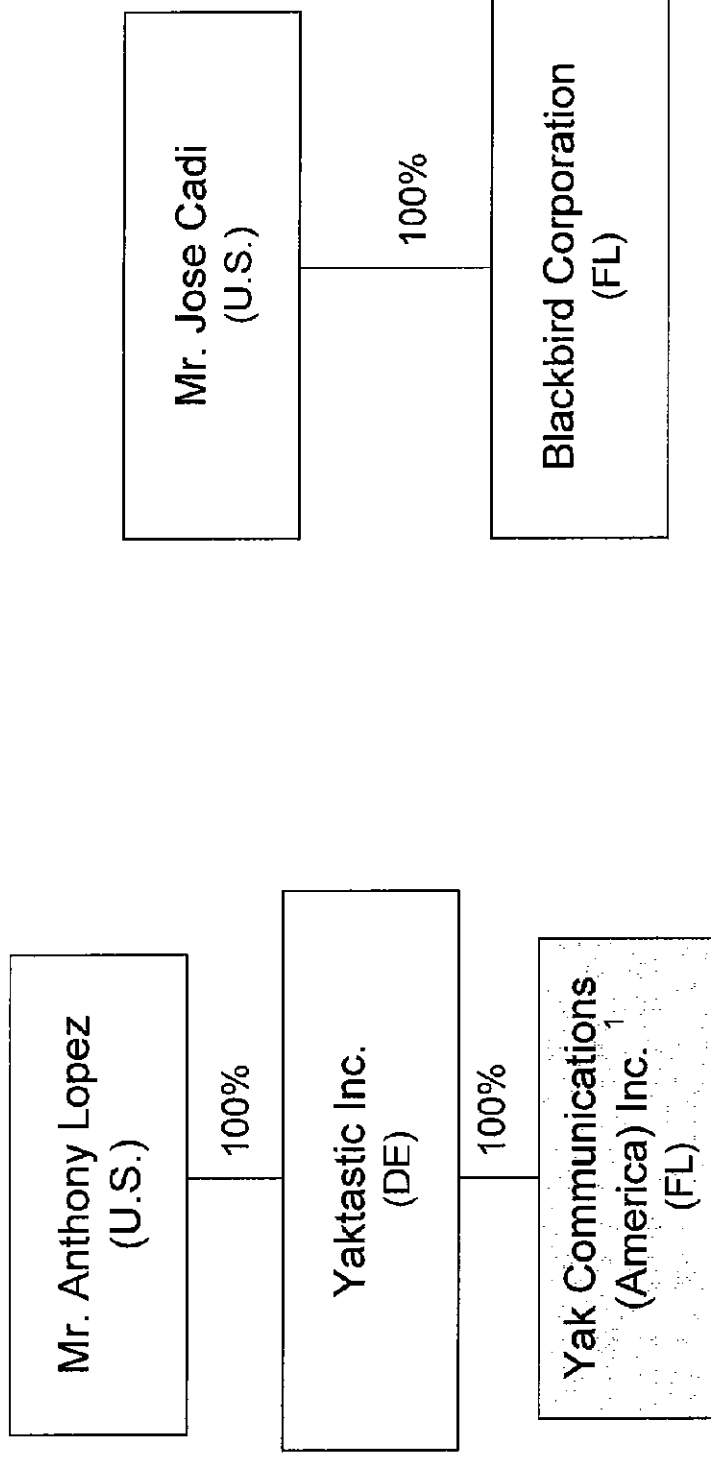
Mr. Cadi may be contacted at Yak Communications (America), Inc.'s headquarters, located at:

Aventura Corporate Center II
20803 Biscayne Blvd. #305
Aventura, FL 33180

EXHIBIT C

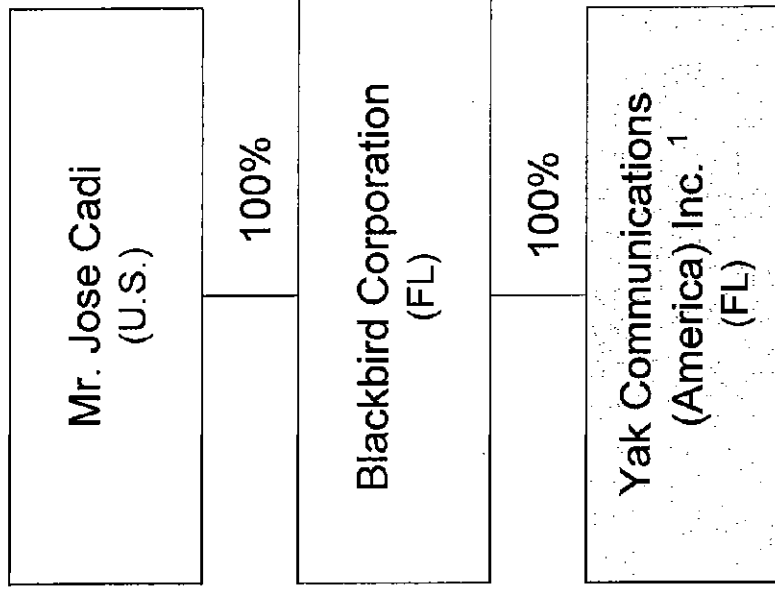
Pre- and Post-Transaction Corporate Organizational Chart

Pre-Transaction Corporate Structure



¹ Yak America is authorized to provide telecommunications services in the states.

Post-Transaction Corporate Structure



¹ Yak America is authorized to provide telecommunications services in the states.

EXHIBIT D

Description of the Transaction

Exhibit D

Description of the Transaction

Yak Communications (America) Inc. ("Yak America"), Yaktastic Inc. ("Yaktastic"), and Blackbird Corporation ("Blackbird") (collectively, the "Applicants"), through their counsel and pursuant to section 4901:1-6-14 of the Ohio Administrative Code, OHIO ADMIN. CODE § 4901:1-6-14, request *nunc pro tunc* approval from the Public Utilities Commission of Ohio ("Commission") for the recent transfer of control of Yak America as a result of the acquisition of 100% of the issued and outstanding shares of capital stock of Yak America by Blackbird. Yak America is a nondominant, competitive carrier that provides long distance interstate and international resale telecommunications services to residential customers throughout the United States, including within the State of Ohio.

This change in control did not involve a transfer of operating authority, assets or customers, and therefore, does not affect the identity of the company authorized to provide telecommunications services in Ohio. Yak America continues to offer the same services at the same rates, terms and conditions as at present. Accordingly, the transfer of control has been transparent to consumers. The only change is that Yak America is now wholly-owned by Blackbird. In support of their Application, the Applicants state as follows:

I. DESCRIPTION OF THE APPLICANTS

A. Blackbird Corporation and Yak Communications (America) Inc.

Blackbird Corporation is a newly formed corporation organized under the laws of the State of Florida. Yak Communications (America) Inc. ("Yak America") is a corporation organized under the laws of the State of Florida and was incorporated on March 8, 2001. Blackbird is one hundred percent owned by Mr. Jose Cadi ("Mr. Cadi"), a U.S. citizen. Neither Blackbird nor Mr. Cadi holds a ten percent or greater ownership interest in any other company that offers domestic or foreign telecommunications services.

Yak America is authorized to provide and provides resold interexchange telecommunications services in all of the contiguous 48 states, and the District of Columbia. The services offered by Yak America include basic 1+ long distance services, 10-10 casual calling services and calling card services. In Ohio, Yak America is authorized to provide intrastate resold long distance telecommunications services pursuant Docket No. 03-1536-TP-ACE, on August 15, 2003.

Yak America is also authorized by the Federal Communications Commission ("FCC") to provide domestic interstate and facilities-based and resold international telecommunications services.¹ Yak America has no affiliates that offer domestic telecommunications services and is regulated as a non-dominant carrier on all international routes.

The address for the corporate headquarters of both Blackbird and Yak America is:

Yak Communications (America) Inc.
Aventura Corporate Center II
20803 Biscayne Blvd. #305
Aventura, FL, 33180.

B. Yaktastic Inc.

Prior to the transfer of control, Yak America was a direct, wholly owned subsidiary of Yaktastic Inc. ("Yaktastic"), a Delaware corporation. Yaktastic is located at 16508 Milan de Avila, Tampa, Florida 33613-1076. Yaktastic is 100% owned by Mr. Anthony Lopez ("Mr. Lopez"), a U.S. citizen, whose principal business is investment. Yak America was the subject of a transfer of control to Yaktastic, Inc. in Case No.06-1286-TP-CIO.

¹ The Applicants received approval by the FCC for the subject transfer of control in Docket No. 06-222 (domestic Section 214 authority) and in FCC File No. ITC-T/C-20061206-00546 (international Section 214 authority).

II. DESCRIPTION OF THE TRANSACTION

Pursuant to the terms of a Stock Purchase Agreement ("Agreement") dated December 4, 2006, among Blackbird, Yaktastic, and Yak America, Blackbird purchased from Yaktastic all of the issued and outstanding shares of capital stock of Yak America for a cash payment (the "Transaction"). As a result, Yak America became a direct, wholly-owned subsidiary of Blackbird.

The Transaction did not involve the transfer of any operating authority, assets, or customers of Yak America. Immediately following the closing, Yak America continued to offer to its customers the same services at the same rates, terms and conditions as at present pursuant to existing authorizations, tariffs, contracts, and published rates and charges. Accordingly, the Transaction was transparent to consumers in Ohio. The only change was that Yak America is now owned by Blackbird, and ultimately owned by Mr. Cadi.

The day-to-day operations of Yak America have not changed as a result of this Transaction. Yak America continues to have the financial resources necessary to provide quality telecommunications services to consumers in Ohio.

A diagram illustrating the current corporate structure pre and post-transaction is provided as Exhibit C.

III. PUBLIC INTEREST CONSIDERATIONS

The Transaction has served the public interest by keeping alive a competitor in the long distance telecommunications market place. Shortly after acquiring Yak America, Yaktastic determined that its ownership of Yak America was not consistent with its investment objectives, and therefore it was not willing to put in the financial and technical resources necessary to keep it operational. Mr. Cadi, who was a longtime employee of Yak America, on the other hand was committed to maintaining and strengthening Yak America's existing long distance business. Therefore, Mr. Cadi formed Blackbird and purchased Yak America, thereby enabling Yak America to continue providing telecommunications services in the U.S. market, to the ultimate benefit of consumers in Ohio.

The Transaction did not present any anti-competitive issues. Since the Transaction entailed simply the sale of ownership interests in Yak America to another company, the Transaction was completely transparent to customers in Ohio. After consummation of the transaction, Yak America continued to operate under its same name and operating authorities as at present. The Transaction entailed no immediate change to the services, rates, terms and conditions of service; any future change will be made in accordance with all applicable state regulatory requirements. All existing tariffs have remained in place. The only change has been in the ownership of Yak America.²

Furthermore, the Transaction did not have a negative impact on competition. Since neither Blackbird nor Mr. Cadi previously provided telecommunications services through any other company, no competitors were eliminated as a result of the Transaction. Rather, the Transaction preserved Yak America as a competitor in the long distance market for telecommunications services.

The Applicants submit that no prior Commission approval was required for the Applicants to consummate the transfer of control described herein. Should the Commission believe that any action is required, the Applicants respectfully request that the Commission notify the undersigned at its earliest convenience.

IV. CONCLUSION

WHEREFORE, for the reasons stated above, the Applicants submit that the public interest, convenience, and necessity will be furthered by the Applicants' participation in the transfer of control described h

² The transfer of control did not raise any slamming concerns or necessitate compliance with FCC or state procedures to notify customers prior to a carrier-to-carrier sale or transfer of subscribers as the contemplated transaction did not involve any change in a customer's existing service provider. Yak America's customers remained with their company and continue to be served under Yak America's existing authorization.