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10-126-TP-RCC

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February 2, 2010

VIA OVERNIGHT DELIVERY

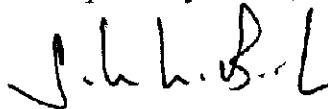
Public Utilities Commission of Ohio
Docketing Division
180 East Broad Street
Columbus, OH 43215-3793

Dear Sir or Madam:

On behalf of Virgin Mobile USA, L.P., enclosed are an original and twenty (20) copies of a Telecommunications Application Form for Routine Proceedings. Please date-stamp the extra copy of this filing, and return it in the self-addressed, postage-prepaid envelope provided.

Should you have any questions regarding this filing, please do not hesitate to contact the undersigned at 202-371-7392.

Respectfully submitted,



John M. Beahn

Counsel to Virgin Mobile USA, L.P.

Enclosures

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 SW Date Processed FEB 03 2010

FILE

The Public Utilities Commission of Ohio
TELECOMMUNICATIONS APPLICATION FORM for ROUTINE PROCEEDINGS
 (Effective: 01/18/2008)

In the Matter of the Application of Virgin Mobile USA, L.P.)
 to Register as a CMRS Provider)

TRF Docket No. 90-_____

Case No. 10 - 126 - TP - RCC

NOTE: Unless you have reserved a Case # or are filing a Contract, leave the "Case No" fields BLANK.

Name of Registrant(s) Virgin Mobile USA, L.P.
 DBA(s) of Registrant(s) Virgin Mobile; Assurance Wireless
 Address of Registrant(s) 10 Independence Blvd., Warren, NJ 07059
 Company Web Address www.virginmobileusa.com
 Regulatory Contact Person(s) Elaine Divelbliss Phone 908-607-4909 Fax 908-607-4078
 Regulatory Contact Person's Email Address Elaine.Divelbliss@virginmobileusa.com
 Contact Person for Annual Report Elaine Divelbliss Phone _____
 Address (if different from above) _____
 Consumer Contact Information Virgin Mobile Customer Care Phone 888-322-1122
 Address (if different from above) _____
 Motion for protective order included with filing? ☐ Yes ☒ No
 Motion for waiver(s) filed affecting this case? ☐ Yes ☒ No [Note: Waivers may toll any automatic timeframe.]

Section I – Pursuant to Chapter 4901:11-6 OAC – Part I – Please indicate the Carrier Type and the reason for submitting this form by checking the boxes below. CMRS providers: Please see the bottom of Section II.

NOTES: (1) For requirements for various applications, see the identified section of Ohio Administrative Code Section 4901 and/or the supplemental application form noted.

(2) Information regarding the number of copies required by the Commission may be obtained from the Commission's web site at www.puco.ohio.gov under the docketing information system section, by calling the docketing division at 614-466-4095, or by visiting the docketing division at the offices of the Commission.

Carrier Type <input type="checkbox"/> Other (explain below)	<input type="checkbox"/> ILEC	<input type="checkbox"/> CLEC	<input type="checkbox"/> CTS	<input type="checkbox"/> AOS/IOS
Tier 1 Regulatory Treatment				
Change Rates within approved Range	<input type="checkbox"/> TRF 1-6-04(B) (0 day Notice)	<input type="checkbox"/> TRF 1-6-04(B) (0 day Notice)		
New Service, expanded local calling area, correction of textual error	<input type="checkbox"/> ZTA 1-6-04(B) (0 day Notice)	<input type="checkbox"/> ZTA 1-6-04(B) (0 day Notice)		
Change Terms and Conditions, Introduce non-recurring service charges	<input type="checkbox"/> ATA 1-6-04(B) (Auto 30 days)	<input type="checkbox"/> ATA 1-6-04(B) (Auto 30 days)		
Introduce or Increase Late Payment or Returned Check Charge	<input type="checkbox"/> ATA 1-6-04(B) (Auto 30 days)	<input type="checkbox"/> ATA 1-6-04(B) (Auto 30 days)		
Business Contract	<input type="checkbox"/> CTR 1-6-17 (0 day Notice)	<input type="checkbox"/> CTR 1-6-17 (0 day Notice)		
Withdrawal	<input type="checkbox"/> ATW 1-6-12(A) (Non-Auto)	<input type="checkbox"/> ATW 1-6-12(A) (Auto 30 days)		
Raise the Ceiling of a Rate	Not Applicable	<input type="checkbox"/> SLF 1-6-04(B) (Auto 30 days)		
Tier 2 Regulatory Treatment				
Residential - Introduce non-recurring service charges	<input type="checkbox"/> TRF 1-6-05(E) (0 day Notice)	<input type="checkbox"/> TRF 1-6-05(E) (0 day Notice)		
Residential - Introduce New Tariffed Tier 2 Service(s)	<input type="checkbox"/> TRF 1-6-05(C) (0 day Notice)	<input type="checkbox"/> TRF 1-6-05(C) (0 day Notice)	<input type="checkbox"/> TRF 1-6-05(C) (0 day Notice)	
Residential - Change Rates, Terms and Conditions, Promotions, or Withdrawal	<input type="checkbox"/> TRF 1-6-05(E) (0 day Notice)	<input type="checkbox"/> TRF 1-6-05(E) (0 day Notice)	<input type="checkbox"/> TRF 1-6-05(E) (0 day Notice)	
Residential - Tier 2 Service Contracts	<input type="checkbox"/> CTR 1-6-17 (0 day Notice)	<input type="checkbox"/> CTR 1-6-17 (0 day Notice)	<input type="checkbox"/> CTR 1-6-17 (0 day Notice)	
Commercial (Business) Contracts	Not Filed	Not Filed	Not Filed	
Business Services (see "Other" below)	Detariffed	Detariffed	Detariffed	
Residential & Business Toll Services (see "Other" below)	Detariffed	Detariffed	Detariffed	

Section I – Part II – Certificate Status and Procedural

Certificate Status	ILEC	CLEC	CTS	AOS/IOS
Certification (See Supplemental ACE form)		<input type="checkbox"/> ACE 1-6-10 (Auto 30 days)	<input type="checkbox"/> ACE 1-6-10 (Auto 30 days)	<input type="checkbox"/> ACE 1-6-10 (Auto 30 days)
Add Exchanges to Certificate	<input type="checkbox"/> ATA 1-6-09(C) (Auto 30 days)	<input type="checkbox"/> AAC 1-6-10(F) (0 day Notice)	CLECs must attach a current CLEC Exchange Listing Form	
Abandon all Services - With Customers	<input type="checkbox"/> ABN 1-6-11(A) (Non-Auto)	<input type="checkbox"/> ABN 1-6-11(A) (Auto 90 day)	<input type="checkbox"/> ABN 1-6-11(B) (Auto 14 day)	<input type="checkbox"/> ABN 1-6-11(B) (Auto 14 day)
Abandon all Services - Without Customers		<input type="checkbox"/> ABN 1-6-11(A) (Auto 30 days)	<input type="checkbox"/> ABN 1-6-11(B) (Auto 14 day)	<input type="checkbox"/> ABN 1-6-11(B) (Auto 14 day)
Change of Official Name (See below)	<input type="checkbox"/> ACN 1-6-14(B) (Auto 30 days)	<input type="checkbox"/> ACN 1-6-14(B) (Auto 30 days)	<input type="checkbox"/> CIO 1-6-14(A) (0 day Notice)	<input type="checkbox"/> CIO 1-6-14(A) (0 day Notice)
Change in Ownership (See below)	<input type="checkbox"/> ACO 1-6-14(B) (Auto 30 days)	<input type="checkbox"/> ACO 1-6-14(B) (Auto 30 days)	<input type="checkbox"/> CIO 1-6-14(A) (0 day Notice)	<input type="checkbox"/> CIO 1-6-14(A) (0 day Notice)
Merger (See below)	<input type="checkbox"/> AMT 1-6-14(B) (Auto 30 days)	<input type="checkbox"/> AMT 1-6-14(B) (Auto 30 days)	<input type="checkbox"/> CIO 1-6-14(A) (0 day Notice)	<input type="checkbox"/> CIO 1-6-14(A) (0 day Notice)
Transfer a Certificate (See below)	<input type="checkbox"/> ATC 1-6-14(B) (Auto 30 days)	<input type="checkbox"/> ATC 1-6-14(B) (Auto 30 days)	<input type="checkbox"/> CIO 1-6-14(A) (0 day Notice)	<input type="checkbox"/> CIO 1-6-14(A) (0 day Notice)
Transaction for transfer or lease of property, plant or business (See below)	<input type="checkbox"/> ATR 1-6-14(B) (Auto 30 days)	<input type="checkbox"/> ATR 1-6-14(B) (Auto 30 days)	<input type="checkbox"/> CIO 1-6-14(A) (0 day Notice)	<input type="checkbox"/> CIO 1-6-14(A) (0 day Notice)
Procedural				
Designation of Process Agent(s)	<input type="checkbox"/> TRF (0 day Notice)	<input type="checkbox"/> TRF (0 day Notice)	<input type="checkbox"/> TRF (0 day Notice)	<input type="checkbox"/> TRF (0 day Notice)

Section II – Carrier to Carrier (Pursuant to 4901:1-7), CMRS and Other

Carrier to Carrier	ILEC	CLEC		
Interconnection agreement, or amendment to an approved agreement	<input type="checkbox"/> NAG 1-7-07 (Auto 90 day)	<input type="checkbox"/> NAG 1-7-07 (Auto 90 day)		
Request for Arbitration	<input type="checkbox"/> ARB 1-7-09 (Non-Auto)	<input type="checkbox"/> ARB 1-7-09 (Non-Auto)		
Introduce or change c-t-c service tariffs,	<input type="checkbox"/> ATA 1-7-14 (Auto 30 day)	<input type="checkbox"/> ATA 1-7-14 (Auto 30 day)		
Introduce or change access service pursuant to 07-464-TP-COI	<input type="checkbox"/> ATA (Auto 30 day)			
Request rural carrier exemption, rural carrier suspension or modification	<input type="checkbox"/> UNC 1-7-04 or 1-7-05 (Non-Auto)	<input type="checkbox"/> UNC 1-7-04 or 1-7-05 (Non-Auto)		
Pole attachment changes in terms and conditions and price changes.	<input type="checkbox"/> UNC 1-7-23(B) (Non-Auto)	<input type="checkbox"/> UNC 1-7-05 (Non-Auto)		
CMRS Providers See 4901:1-6-15	<input checked="" type="checkbox"/> RCC [Registration & Change in Operations] (0 day)		<input type="checkbox"/> NAG [Interconnection Agreement or Amendment] (Auto 90 days)	
Other* (explain) _____				

*NOTE: During the interim period between the effective date of the rules and an Applicant's Detariffing Filing, changes to existing business Tier 2 and all toll services, including the addition of new business Tier 2 and all new toll services, will be processed as 0-day TRF filings, and briefly described in the "Other" section above.

All Section I and II applications that result in a change to one or more tariff pages require, at a minimum, the following exhibits. Other exhibits may be required under the applicable rule(s). ACN, ACO, AMT, ATC, ATR and CIO applications see the 4901:1-6-14 Filing Requirements on the Commission's Web Page for a complete list of exhibits.

Exhibit	Description:
A	The tariff pages subject to the proposed change(s) as they exist before the change(s)
B	The Tariff pages subject to the proposed change(s), reflecting the change, with the change(s) marked in the right margin.
C	A short description of the nature of the change(s), the intent of the change(s), and the customers affected.
D	A copy of the notice provided to customers, along with an affidavit that the notice was provided according to the applicable rule(s).

VERIFICATION

I, John M. Beahn

verify that I have utilized the Telecommunications Application Form for Routine Proceedings provided by the Commission 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.

*(Signature and Title) John M. Beahn - Counsel to Virgin Mobile USA, LP

(Date) 01/29/09

**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.*

**EXHIBIT A: OHIO SECRETARY OF STATE
REGISTRATION**



DATE: 03/22/2002	DOCUMENT ID 200208100692	DESCRIPTION REGISTRATION OF FOREIGN LIMITED LIABILITY CO (LFA)	FILING 125.00	EXPED 100.00	PENALTY .00	CERT .00	COPY 5.00
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Receipt

This is not a bill. Please do not remit payment.

C.T. CORPORATION SYSTEM
17 S. HIGH STREET
CARIE STOVER
COLUMBUS, OH 43215

STATE OF OHIO

Ohio Secretary of State, J. Kenneth Blackwell

1307889

It is hereby certified that the Secretary of State of Ohio has custody of the business records for

VIRGIN MOBILE USA, LLC

and, that said business records show the filing and recording of:

Document(s)

REGISTRATION OF FOREIGN LIMITED LIABILITY CO

Document No(s):

200208100692



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

Witness my hand and the seal of
the Secretary of State at Columbus,
Ohio this 21st day of March, A.D.
2002.

J. Kenneth Blackwell
Ohio Secretary of State



Prescribed by **J. Kenneth Blackwell**

Please obtain fee amount and mailing instructions from the Filing Reference Guide (using the 3 digit form # located at the bottom of this form). To obtain the Filing Reference Guide or for assistance, please call Customer Service:

Central Ohio: (614)-466-3910 Toll Free: 1-877-SOS-FILE (1-877-767-3453)

Expedite is an additional fee
of \$100.00
☒ Expedite

APPLICATION FOR REGISTRATION OF FOREIGN LIMITED LIABILITY COMPANY

The undersigned limited liability company hereby applies for a Certificate Of Registration to transact business in the State of Ohio, and for that purpose submits the following statements:

1. The name of the limited liability company in its state of organization/registration is:
Virgin Mobile USA, LLC
2. The name under which the limited liability company desires to transact business in Ohio is:
Virgin Mobile USA, LLC
3. The limited liability company was organized or formed on 10/04/2001
under the laws of the state/country of Delaware
4. The address to which interested persons may direct requests for copies of the articles of organization, operating agreement, bylaws, or other charter documents of the company is:
Peter Lurie 180 South Street, Suite 101
(name) (street and number)
New Providence, NJ 07974
(city, village or township) (zip code)
5. The limited liability company hereby appoints the following as its agent upon whom process against the limited liability company may be served in the state of Ohio. The name and complete address of the agent is:
C T Corporation System 1300 East Ninth Street
(name) (street and number)
Cleveland, Ohio 44114
(city, village or township) (zip code)
6. The limited liability company irrevocably consents to service of process on the agent listed above as long as the authority of the agent continues, and to service of process upon the OHIO SECRETARY OF STATE if:
 - a. the agent cannot be found, or
 - b. the limited liability company fails to designate another agent when required to do so, or
 - c. the limited liability company's registration to do business in Ohio expires or is cancelled.

IN WITNESS WHEREOF, the undersigned has executed this application on 3.1.02
(date)

Virgin Mobile USA, LLC
(name of limited liability company)

By: [Signature]
Duly Authorized Representative
Peter Lurie

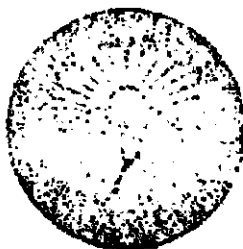
[Ohio Revised Code Section 1705.54(A)]

1307889

UNITED STATES OF AMERICA,
STATE OF OHIO,
OFFICE OF THE SECRETARY OF STATE

I, J. Kenneth Blackwell, Secretary of State of the State of Ohio, do hereby certify that the foregoing is a true and correct copy, consisting of 2 pages, as taken from the original record now in my official custody, and is given under my hand.

Witness my hand and official seal at
Columbus, Ohio, this 22nd day of
March 1912 A.D.



J. Kenneth Blackwell

J. KENNETH BLACKWELL
Secretary of State

By: Went

NOTICE: This is an official certification only when reproduced in red ink.

**EXHIBIT B: OHIO DEPARTMENT OF TAXATION
REGISTRATION**

Dear Taxpayer:

This letter is to confirm the receipt of your application and to verify your Ohio Seller's Use Tax account information as shown below.

Please verify that the information listed below is complete and accurate. If there are corrections and/or additions, please note on this form and return it by mail or fax, or contact us by telephone or eMail through our web-site.

Legal Name	VIRGIN MOBILE USA		
Federal Employer Identification Number	94-3410099		
Social Security Number			
Ohio Charter Number			

Account Type	Account Number	Effective Date	Filing Frequency
Seller's Use Tax	99043194	6/15/2002	MONTHLY

FILING REMINDERS:

Seller's use tax is a trust tax. Failure to submit returns and payment of the taxes due in a timely manner will result in the loss of discount and the imposition of interest, penalties and/or additional charges. You must submit a tax return in a timely manner even if you made no taxable sales for the filing period. You should receive your first sales tax return within 4 weeks of the due date.

You may be responsible for registering with us for other tax types. If you have any questions regarding your tax responsibilities, please contact us at the numbers listed above.

For Deaf, Hard of Hearing or Speech Impaired who use TTY or TDD ONLY: Please contact the Ohio Relay Service at 1-800-750-0750 and give the Communication Assistant the Dept. of Taxation office phone number you wish to contact.

RGAT0188

Form ST 907-A

Due: 25th

CERTIFICATE OF REGISTRATION
OHIO DEPARTMENT OF TAXATION
PO BOX 182215, COLUMBUS, OHIO 43218-2215

VIRGIN MOBILE USA
22 4TH ST
SAN FRANCISCO, CA 94103-3139

License Type: Seller's Use
Account #: 99043194
Effective Date: 6/15/2002

This is to certify that the above registrant is authorized to make retail sales subject to taxes levied pursuant to Chapter 5741, of the Ohio Revised Code.

A new registration must be obtained if the business is sold or if the form of ownership changes. An ownership change includes, but is not limited to, incorporating a business; changing from a partnership to a sole proprietor, a sole proprietorship to a partnership, or any similar entity change.