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KARLY BARAGA
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September 25, 2007

VIA FEDEX

Mr. Gary Vigorito
Secretary
Public Utilities Commission of Ohio
180 East Broad Street, 10th Floor
Columbus, OH 43215-3793

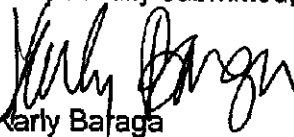
Re: Telecommunications Application Form for Yipes Enterprise Services, Inc.

Dear Mr. Vigorito:

Enclosed for filing with the Public Utilities Commission of Ohio, please find an original, seven copies and a duplicate copy of the Telecommunications Application Form for Yipes Enterprise Services, Inc. Also find a Motion for Protective Order with confidential information filed under protective seal.

Enclosed is a self-addressed, postage-paid envelope. Please date-stamp the duplicate upon receipt and return it in the envelope provided.

Respectfully submitted,


Karly Baraga

KB:kj-m
Enclosures

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4850-1548-1089\1

The Public Utilities Commission of Ohio
TELECOMMUNICATIONS APPLICATION FORM for ROUTINE PROCEEDINGS
 (Effective: 09/19/2007)
 (Pursuant to Case No. 06-1345-TP-ORD)

In the Matter of the Application of Yipes Enterprise Services)
 to provide CTS services)

TRF Docket No. 90- 6379 TP-TRF
 Case No. 07 - 1066 -TP - ACE

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

Name of Registrant(s) Yipes Enterprise Services, Inc.
 DBA(s) of Registrant(s) _____
 Address of Registrant(s) 114 Sansome Street, 11th Floor, San Francisco, CA 94104
 Company Web Address www.yipes.com
 Regulatory Contact Person(s) Mark Hornor Phone (415) 901-2159 Fax (415) 901-2201
 Regulatory Contact Person's Email Address mhornor@yipes.com
 Contact Person for Annual Report Mark Hornor Phone (415) 901-2201
 Address (if different from above) _____
 Consumer Contact Information Toll-Free Customer Line Phone 1-877-740-6640
 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 checked="" 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,	<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 checked="" 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	<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	<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	<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	<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	<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)

All Section I 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).

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).

Section II – Carrier to Carrier (Pursuant to 95-845-TP-COI), CMRS and Other

Carrier to Carrier	ILEC	CLEC		
Interconnection agreement, or amendment to an approved agreement	<input type="checkbox"/> NAG (Auto 90 day)	<input type="checkbox"/> NAG (Auto 90 day)		
Request for Arbitration	<input type="checkbox"/> ARB (Non-Auto)	<input type="checkbox"/> ARB (Non-Auto)		
Introduce or change c-t-c service tariffs,		<input type="checkbox"/> ATA (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 (Non-Auto)	<input type="checkbox"/> UNC (Non-Auto)		
Pole attachment changes in terms and conditions and price changes.	<input type="checkbox"/> UNC (Non-Auto)	<input type="checkbox"/> UNC (Non-Auto)		
CMRS Providers See 4901:1-6-15	<input 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.

Section III. – Attestation

Registrant hereby attests to its compliance with pertinent entries and orders issued by the Commission.

AFFIDAVIT

Compliance with Commission Rules and Service Standards

I am an officer/agent of the applicant corporation, Karly Baraga, and am authorized to make this statement on its behalf.
(Name)

I attest that these tariffs comply with all applicable rules, including the Minimum Telephone Service Standards (MTSS) Pursuant to Chapter 4901:1-5 OAC 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 (Date) 9-25-07 at (Location) Minneapolis, MN
*(Signature and Title) [Signature] (Date) 9-25-07
Counsel

- 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, Karly E. Baraga

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) _____ (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.*

Send your completed Application Form, including all required attachments as well as the required number of copies, to:

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

Or

Make such filing electronically as directed in Case No 06-900-AU-WVR

The Public Utilities Commission of Ohio
TELECOMMUNICATIONS SUPPLEMENTAL APPLICATION FORM
for CARRIER CERTIFICATION

(Effective: 09/19/2007)

(Pursuant to Case Nos. 06-1344-TP-ORD and 06-1345-TP-ORD)

NOTE: This SUPPLEMENTAL form must be used WITH the
TELECOMMUNICATIONS APPLICATION FORM for ROUTINE PROCEEDINGS.

In the Matter of the Application of Yipes Enterprise Services
to Receive CTS Certification

Case No. _____ - _____ -TP - _____

Name of Registrant(s) Yipes Enterprise Services, Inc.

DBA(s) of Registrant(s) _____

Address of Registrant(s) 114 Sansome Street, 11th Floor, San Francisco, CA 94104

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]

List of Required Exhibits

Tariffs: (Include all that apply)

☒ Interexchange Tariff¹

☐ Local Tariff¹

☐ Carrier-to-Carrier (Access) Tariff

Description of Services

NOTE: All Facilities-Based carriers must file an Access Tariff

☐ Service provisioned via Resale

☐ Service provisioned via Facilities

☐ Both Resold and Facilities-based

☒ Description of Proposed Services

☒ Statement about the provision of
CTS services

☒ Description of the proposed
market area

☒ Explanation of how the proposed
services in the proposed market
area are in the public interest.

☒ Description of the class of customers (e.g., residence, business) that the
applicant intends to serve

Business Requirements

Evidence of Registration with:

☒ Ohio Department of Taxation

☒ Ohio Secretary of State² &
Certificate of Good Standing

Documentation attesting to the applicant's financial viability, including the following:

☒ 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.

☒ 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

☒ Documentation to support the applicant's cash and funding sources.

Documentation attesting to the applicant's managerial ability and corporate structure, including the following:

☒ Documentation attesting to the applicant's technical and managerial expertise relative to the proposed service offering(s) and proposed service area

☒ List of names, addresses, and phone numbers of officers and directors, or partners.

☒ Documentation indicating the applicant's corporate structure and ownership

☒ Information regarding any similar operations in other states.

If this company has been previously certified in the State of Ohio, include that certification number _____

¹ Detariffed services are regulated but not required to be filed in a tariff. For purposes of Certification, all detariffed services offered must be provided as an exhibit.

² Certification from Ohio Secretary of State (domestic or foreign corporation, authorized use of fictitious name, etc.), and Certificate of Good Standing is required.

- ☐ Verification that the applicant will maintain local telephony records separate and apart from any other accounting records in accordance with the GAAP.

Documentation attesting to the applicant's managerial ability and corporate structure (cont'd):

- ☐ Verification of compliance with any affiliate transaction requirements

Documentation attesting to the applicant's proposed interactions with other Carriers

- ☐ Explanation as to whether rates are derived through (check all applicable):
- ☐ interconnection agreement ☐ retail tariffs ☐ resale tariffs
- ☐ Explanation as to which service areas company currently has an approved interconnection or resale agreement.
- ☐ A notarized affidavit accompanied by bona fide 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.

Documentation attesting to the applicant's proposed interactions with Customers

- ☒ Explanation of whether applicant intends to provide Local Services which require payment in advance of Customer receiving dial tone.
- ☐ Tariff sheet(s) listing the services and associated charges that must be paid prior to customer receiving dial tone (if applicable)
- ☒ A sample copy of the customer bill and disconnection notice the applicant plans to utilize.
- ☐ Provide a copy of any customer application form required in order to establish residential service, if applicable.
- ☐ For CLECs, List of Ohio ILEC Exchanges the applicant intends to serve
(Use spreadsheet from: http://www.puc.state.oh.us/puco/forms/form.cfm?doc_id=357)
- ☐ If Mirroring the entire ILEC exchanges for both serving area and local calling areas, tariffs may incorporate by reference. If not mirroring the entire ILEC serving and/or local calling areas, the CLEC shall specifically define their service and local calling areas in the tariff.

Affidavit

I am an authorized representative of the applicant corporation See Attached Affidavit
(Name)

and I am authorized to make this statement on its behalf. I attest that I have utilized the Telecommunications Supplemental Application Form for Carrier Certification 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.

Executed on _____ at _____

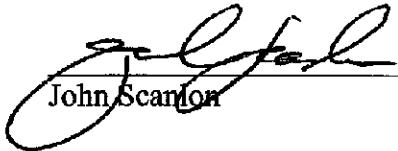
(Signature and Title)

(Date)

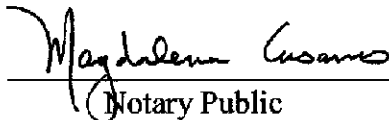
VERIFICATION

I, John Scanlon, am the CEO of Yipes Enterprise Services, Inc. I am authorized to represent it and to make this verification on its behalf. The statements in the foregoing document relating to Yipes Enterprise Services, Inc. are true and correct to the best of my knowledge and belief.

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


John Scanlon

Subscribed and sworn to before me
this 26th day of July, 2007.


Notary Public

My Commission expires: 12/25/09



EXHIBIT A

**Tariff Schedule Applicable to
Telecommunications Services Furnished by
Yipes Enterprise Services, Inc.
Between Points Within the State of Ohio**

TARIFF FORMAT

- A. **Page Numbering** - Page numbers appear in the upper right corner of the page. Pages are numbered sequentially. However, new pages are occasionally added to the tariff. When a new page is added between pages already in effect, a decimal is added. For example, a new page added between Page 14 and 15 would be 14.1.
- B. **Page Revision Numbers** - Revision numbers also appear in the upper right corner of each page. These numbers are used to determine the most current page version on file with the Commission. For example, the 4th revised Page 14 cancels the 3rd revised Page 14.
- C. **Paragraph Numbering Sequence** - There are various levels of paragraph coding. Each level of coding is subservient to its next higher level:
- 2
- 2.1
- 2.1.1
- 2.1.1.1
- D. **Check Sheets** - When a tariff filing is made with the Commission, an updated Check Sheet accompanies the tariff filing. The Check Sheet lists the pages contained in the tariff, with a cross-reference to the current revision number. When new pages are added, the Check Sheet is changed to reflect the revision. An asterisk designates all revisions made in a given filing (*). There will be no other symbols used on this page if these are the only changes made to it (i.e., the format, etc. remain the same, just revised revision levels on some pages.) The tariff user should refer to the latest Check Sheet to find out if a particular page is the most current on file with the Commission.

Issue date: September 25, 2007

Mark Hornor
Associate General Counsel
Yipes Enterprise Services, Inc.
114 Sansome St., 14th Floor
San Francisco, CA 94104

Effective date: _____

CHECK SHEET

Sheets 1 through 7 inclusive of this tariff are effective as of the date shown at the bottom of the respective sheet(s). Original and revised sheets as named below comprise all changes from the original tariff and are currently in effect as of the date on the bottom of this sheet.

<u>Page</u>	<u>Number of Revision</u>
1	Original
2	Original
3	Original
4	Original
5	Original
6	Original

Issue date: September 25, 2007

Mark Hornor
Associate General Counsel
Yipes Enterprise Services, Inc.
114 Sansome St., 14th Floor
San Francisco, CA 94104

Effective date: _____

Table of Contents

1. GENERAL5

 1.1 Application of the Tariff5

 1.2 Undertaking of the Company5

 1.3 Services and Rates5

 1.4 Late Payment Charges5

 1.5 Customer Complaints and Billing Disputes.....6

 1.6 Returned Check Charge6

Issue date: September 25, 2007

Mark Hornor
Associate General Counsel
Yipes Enterprise Services, Inc.
114 Sansome St., 14th Floor
San Francisco, CA 94104

Effective date: _____

1. GENERAL**1.1 Application of the Tariff**

1.1.1 The Company's service territory is the State of Ohio.

1.1.2 The Company's services are available to business customers.

1.2 Undertaking of the Company

1.2.1 To the extent provided herein, the Company undertakes to furnish communications services to business customers pursuant to the terms of this tariff in connection with one-way and two-way information transmission between points in the State of Ohio.

1.3 Services and Rates**1.3.1 General Description of Services**

The Company provides High Speed Data Transport Service to Customers offered on a point-to-point basis. Each Private line Service is dedicated to the Customer and the entire usable bandwidth for each service is available to the Customer for their exclusive use.

1.3.2 High Speed Transport Services

Digital, Broadband Services which connect one location to one or more locations through fiber optic cables, communications routing and provisioning equipment, and other communications transmission medium. Company may offer Transport Services at a variety of speeds in geographic areas where Company's facilities are available, or where such services are available through other Carriers facilities at the Company's sole discretion.

1.4.3 Company Service Offerings

A complete description of the services that are offered by the Company can be found on the Company's website at www.yipes.com.

1.4 Late Payment Charges

1.4.1 The Company agrees to abide by all Commission regulations governing late payment charges.

Issue date: September 25, 2007

Mark Hornor
Associate General Counsel
Yipes Enterprise Services, Inc.
114 Sansome St., 14th Floor
San Francisco, CA 94104

Effective date: _____

1.4.2 Any charges that are disputed by a Customer shall not be subject to late payment charges regardless of the outcome of the dispute.

1.4.3 The Company may consider delinquent and apply late payment charges on bills not paid within 15 days of the billing invoice date in the case of all non-residential Customers.

1.5 Customer Complaints and Billing Disputes

1.5.1 Customers may notify the carrier of billing or other disputes either orally or in writing. There is no time limit for submitting disputes.

1.5.2 Customer complaints and billing disputes that are not satisfactorily resolved may be presented by the Customer to:

The Public Utilities Commission of Ohio, from 8:00 a.m. to 5:30 p.m. weekdays at 1-800-686-7826, or 1-800-6861570 (TDD/TYY), or at www.puco.ohio.gov

The Ohio Consumer's Counsel ("OCC") represents residential utility customers in matters before the PUCO. The OCC can be contacted toll free at 1-877-742-5622 from 8:00 a.m. to 5:00 p.m. weekdays, or at www.pickocc.org.

1.5.3 The Company provides the following toll free number (1-888-745-4473) for Customers to contact the carrier.

1.5.4 The Company will not collect attorney fees or court costs from Customers.

1.6 Returned Check Charge

The charge for a returned check is \$25.

Issue date: September 25, 2007

Mark Hornor
Associate General Counsel
Yipes Enterprise Services, Inc.
114 Sansome St., 14th Floor
San Francisco, CA 94104

Effective date: _____

EXHIBIT B

Description of Proposed Services

Yipes is a leading provider of managed Ethernet and application delivery services for enterprise customers. Yipes provides private data communications transport services. Yipes uses Ethernet services technology to offer businesses flexible, high-speed data links to connect their Local Area Networks ("LANs") to the Internet. Yipes provides customers with a standard Ethernet port, and then, if necessary, runs fiber optic cables from the network backbone directly to the customers' premises. Yipes provides to business customers network connectivity and management operations. Yipes does not intend to provide local services which require payment in advance of customer receiving dial tone.

EXHIBIT C

KARLY BARAGA
(612) 492-6538
FAX (612) 340-8800
baraga.karly@dorsey.com

September 19, 2007

William Peters, Assistant Administrator
Ohio Department of Taxation
Personal Property Tax Division
Public Utilities Tax Section
P.O. Box 530
Columbus, OH 43216-0530

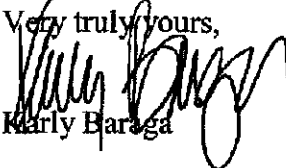
Dear Mr. Peters:

On behalf of Yipes Enterprise Services, Inc. ("Yipes"), please accept this letter as notice that Yipes has applied for a Certificate of Public Convenience and Necessity from the Public Utilities Commission of Ohio (PUCO") to operate as a provider of telecommunications services within Ohio. Yipes expects that its application is to be approved by the PUCO within the next 45 days.

Information concerning Yipes may be obtained by writing or calling Yipes at the address and phone number below:

Yipes Enterprise Services, Inc.
114 Sansome Street
11th Floor
San Francisco, CA 94104
Telephone: (415) 901-2000

Should you have any questions relating to this correspondence, please feel free to contact the undersigned.

Very truly yours,

Karly Baraga

KB:kjs

EXHIBIT D

**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 YIPES ENTERPRISE SERVICES, INC., a Delaware corporation, having qualified to do business within the State of Ohio on September 05, 2007 under License No. 1724967 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 6th day of September, A.D. 2007*

A handwritten signature in black ink, appearing to read "Jennifer Brunner", written in a cursive style.

Ohio Secretary of State

Validation Number: V2007249S7CBDB

EXHIBIT E

YIPES ENTERPRISE SERVICES, INC.
OFFICER AND SENIOR MANAGEMENT
BIOGRAPHICAL INFORMATION

John Scanlon, Chief Executive Officer

John Scanlon became CEO of Yipes in September 2004 and is a 20-year veteran of the telecommunications and data services industry. Before joining Yipes he held a variety of senior positions at Internap, a network services provider of high-performance IP solutions. Most recently, he was Internap's Vice President of International and Corporate Development, but also served as Chief Financial Officer and Vice President of Service Planning during his five years there. Prior to Internap, Scanlon co-founded international telecommunication services provider Flat Rate Communications. He served as CEO of Flat Rate from 1996 to 1998, when he sold the company to European telecom provider Viatel and became General Manager of the new Viatel subsidiary. Scanlon also spent a decade at MCI in a variety of finance, business development and marketing roles.

Scanlon holds an M.B.A. from St. Mary's College of California and a bachelor's degree in Business Administration from Oregon State University.

Kamran Sistanizadeh, Chief Technology Officer and Co-Founder

Kamran Sistanizadeh is a world-class communications network architect with over 19 years of progressive executive and thought leadership experience within the telecom industry. Inventor/co-inventor of 18 U.S. patents with more than 30 technical publications, he has led product design and development in emerging technologies and network deployment and operations in companies such as Bell Atlantic, Bell Communications Research (Telcordia) and IBM. He was CTO of Bell Atlantic Global Networks Inc., responsible for the development of integrated voice and data networks for long distance services over an integrated ATM/FR/IP packet-based platform. Prior, as Director of Network Systems Engineering in Bell Atlantic, he was responsible for wireline (ADSL, HFC, FTT) and wireless (MMDS, LMDS) broadband services network platform architecture for consumers. He developed Bellcore's generic requirements for HDSL and ADSL, and holds the patent on rate-adaptive ADSL service architecture.

Sistanizadeh is a leading contributor to key initiatives in the telecommunications industry. He was instrumental in the formation of the Metro Ethernet Forum (MEF), galvanizing the datacom industry to adopt Ethernet transport services within the metro area, and served as president and co-chair of the MEF Marketing Committee. He also served as a board member for the ADSL Forum.

Sistanizadeh holds an M.B.A. from Georgetown University and a doctorate in Electrical Engineering from Virginia Tech.

Keao Caindec, Chief Marketing Officer

Keao Caindec is responsible for Yipes' marketing strategy and operations, including product marketing and management, partner marketing and corporate marketing communications and programs. Caindec is a seasoned executive with deep marketing and business development experience in data communications, network optimization and acceleration, content distribution, IP route-control, VoIP, ATM, MPLS internetworking and network security. Prior to joining Yipes in 2005, Caindec was a Principal and Founder of Farallon Technology Resources, a solutions provider for advanced network services and technologies. Prior, he was Executive Director of Alliance Development at Internap, a network services provider of high performance IP solutions. He established Internap's partnerships with industry leaders such as Cisco Systems, NEC Unified Solutions, Electronic Data Systems and Hitachi. Caindec has also held senior management positions in marketing at CyberCash (acquired by Verisign), MCI Communications, ATMnet (acquired by Vario) and British Telecom North America (Tymnet), the early pioneer of packet-switched networking.

Caindec has a bachelor's degree in Economics with a concentration in Entrepreneurial Management from The Wharton School, University of Pennsylvania.

Scott Bauer, Chief Financial Officer

Scott Bauer became CFO in November 2006 and brings over 13 years of finance and technology experience. Before joining Yipes he served as Vice President of Finance at Ask Jeeves, Inc., a publicly held search and media company (acquired by IAC/InterActiveCorp). Bauer is a seasoned executive with experience in finance operations, mergers and acquisitions, business development and international operations, having served as a board member for several of Ask Jeeves' foreign subsidiaries. Prior to Ask Jeeves, he served various senior positions at Barclays Global Investors, an asset management firm, and Arthur Anderson LLP, a professional services firm.

Bauer holds an MBA from the University of Southern California and a bachelor's degree in business economics from the University of California, Santa Barbara. He is a CFA charterholder and a certified public accountant (CPA).

Howard Warner, Vice President, Corporate Development

A technical services executive with 15 years of business development, operations and legal experience. Howard Warner joined Yipes in October 2004. Prior to joining Yipes, Warner was the founder and CEO of Vado, a professional information technology resource enablement business. Warner also worked for Cotelligent, an IT consulting and services business where he was Vice President of Professional Services, overseeing a \$200 million practice, responsible for the integration of over 25 acquired companies. Earlier in his career, Warner spent seven years with MCI leading several organizations, including MCI's Network Solutions organization where he was responsible for managing custom WAN management and outsourcing solutions for MCI's largest corporate customers.

Warner has an MBA from UC Berkeley, a J.D. from Hastings College of the Law and a bachelor's degree in Economics and Political Science from UC Berkeley.

Susan Flood, Vice President, Customer Experience

Susan Flood, Who has been with Yipes nearly since its inception in 1999, has more than 25 years of telecommunications experience. She was previously Yipes Vice President of Operations, where she was responsible for the health and safety of the Yipes network. Prior to joining Yipes, Flood worked for Pacific Telesis/SBC and US West in engineering, operations and product development roles.

Flood is currently responsible for the overall *customer experience*, which includes post-implementation support, network operations, technical services, and customer satisfaction. Yipes' focus on Customer Experience reflects the strategic importance of managed network services to the enterprises it serves and growing dissatisfaction with large, bureaucratic telecommunications providers. Yipes defines the customer experience as every point at which the customer interacts with its business, products or services, and especially people.

Flood has a bachelor's degree in Mathematics from the University of California, Los Angeles.

Richard Cotton, Vice President, Operations

Richard Cotton is a seasoned executive with over 20 years experience in telecommunications, technology, and law. Prior to joining Yipes Enterprise Services, Mr. Cotton was with Internap Network Services Corporation, a leading provider of managed IP services, from 1999 through 2006 holding several senior positions including Vice President of Carrier Relations Business Operations and Data Center Services.

Prior to Internap, Mr. Cotton was with Winstar Communications as a Senior Vice President of Operations. He began his career with Winstar in 1996 as Vice President and General Counsel for the telecommunications subsidiaries. From 1993 to 1996 Mr. Cotton was in-house counsel for MCI Telecommunications Corporation. As Director, Law and Public Policy, Mr. Cotton was Lead Counsel for MCI's National Account/Global Account market segment generating revenues of approximately \$2 Billion annually. Prior to MCI, Mr. Cotton was in private legal practice from 1985 through 1993 with the New York law firm of Brown, Raysman & Millstein specializing in High Technology and Telecommunications matters.

Mr. Cotton received a J.D. from Brooklyn Law School in 1985 and a B.S. in Computer Applications and Information Systems from New York University in 1982.

Mike McGlone, Vice President, Sales

Mike McGlone has over 25 years of telecommunications experience in sales, sales management, engineering, and operations. McGlone became Vice President of Sales in January 2004. From 2000 to January 2004, McGlone successfully drove sales as Yipes' Regional Sales Vice President and Regional Sales Director. Prior to joining Yipes, McGlone was a Sales Director for E-Sync Networks, an emerging enterprise messaging and network solutions company. McGlone has held various management positions in sales, engineering and operations with US West Enterprise Networking, Bell Atlantic Network Integration and Bell Atlantic.

McGlone has a bachelor's degree in Industrial Engineering from New Jersey Institute of Technology.

Noubar Ghazarossian, Senior Director of Information Technology

Noubar Ghazarossian joined Yipes in December 2002 and has over 25 years in senior management experience focusing on Operations, Business-to-Business commerce, Business Process Management, and Global Network Management. His executive tenure with Pacific Bell, AT&T, Bank of America, Price Waterhouse, MCA Universal, Sony Pictures Entertainment, and Louis Vuitton Moet Hennessey has enabled him to hone his skills as a strategic planning visionary, customer relationship management expert and a mentor to his employees. His passion for problem solving and his abilities to work in high-pressure situations have resulted in successful outcomes that reduced manual processes, ensured data integrity and reduced the corporate operating budgets. Ghazarossian has also lectured at Gold Gate University Graduate and Undergraduate divisions, focusing on voice, data and video communications engineering. He is a proven effective team leader and team player.

Ghazarossian holds an MBA in Telecommunications Management and a BS in Information Sciences from Golden Gate University, San Francisco, California.

Shankar Narayanaswamy, Vice President of Network Architecture

Shankar Narayanaswamy joined Yipes in May 2007 with over 20 years of experience in designing and implementing new products and services. Prior to joining Yipes, Narayanaswamy held several technical management positions in network engineering and architecture, including the leadership of Covad Communications' network engineering and architecture group. He also served as director of network systems at Sapias, Inc. Narayanaswamy was founder and CTO of Telemesis, which delivered end-to-end services for wireless remote access and management. Prior to that, he spent five years at Bell Labs, the research arm of Lucent Technologies (now Alcatel-Lucent).

Narayanaswamy has published numerous papers and holds nine patents. He holds a BSEE, an MSEE, and a PhD from the University of California-Berkeley.

EXHIBIT F

YIPES ENTERPRISE SERVICES, INC.

OFFICERS

John Scanlon, Chief Executive Officer
Kamran Sistanizadeh, Chief Technology Officer
Howard Warner, Secretary
Keao Caindec, Chief Marketing Officer
Scott Bauer, Chief Financial Officer

DIRECTORS

Promod Haque
John Scanlon
Gary Hromadko
Keith Geeslin
Brennan Carley

Yipes' Officers and Directors can be reached at Yipes main corporate office,
114 Sansome Street, 11th Floor, San Francisco, CA 94104.

EXHIBIT G

Yipes is currently a wholly-owned subsidiary of Yipes Holdings, Inc. ("Yipes Holdings"), a privately-held Delaware corporation headquartered at 114 Sansome Street, 11th Floor, San Francisco, CA 94104. Yipes Holdings is a venture backed, privately held company, primarily owned by a number of institutional investors, the largest of which include Norwest Venture Partners, JP Morgan Partners Investing Funds, and Sprout Group (a venture capital affiliate of Credit Suisse). The investors do not act in concert and none of the entities exercise control over the day-to-day operations of Yipes Holdings. The current corporate structure of Yipes is attached hereto as *Attachment 1*.

Pursuant to the terms of an Agreement and Plan of Merger ("Agreement") dated July 14, 2007, between FLAG ("FLAG Telecom Group Services Limited"), Flag Telecom USA Ltd. ("Merger Subsidiary") and Yipes Holdings, Merger Subsidiary, a wholly-owned subsidiary of FLAG, will merge into Yipes Holdings. Yipes will continue as the surviving corporation, wholly-owned through Yipes Holdings by FLAG.

FLAG is a privately-held Bermuda corporation headquartered at Milner House, 18, Parliament Street, Hamilton HM 12, Bermuda, and is a wholly-owned direct subsidiary of FLAG Telecom Group Limited (together with its subsidiaries, "FLAG Telecom"). Established in 1993, FLAG Telecom is a leading provider of international network transport and data services to telecommunications operators, content providers and ISPs, with operations in 19 countries. FLAG Telecom owns and manages a high-speed fiber-optic and MPLS/IP based network that connects key business markets in Asia, Europe, the Middle East and the USA.

FLAG is part of Reliance Communications, which is, in turn, part of the Reliance Group. The Reliance Group is the largest business group in India, with a market capitalization of over US \$41 billion.

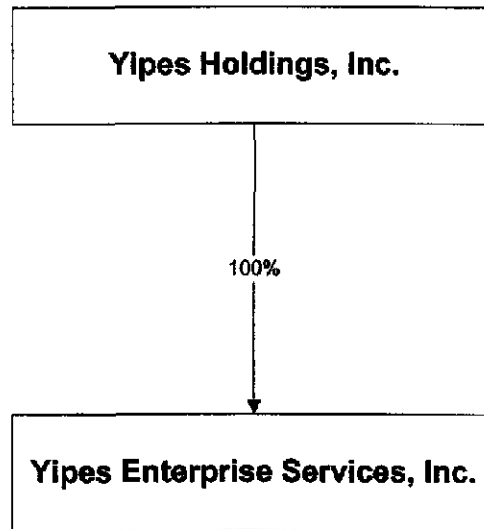
The proposed transaction will not involve the transfer of any operating authority, assets, or customers. There will be no transfer of the certification sought herein to provide service. Although Yipes' ownership will change, its operations and customers likewise will not be affected by the Transaction. Immediately following the closing, Yipes will continue to offer its customers the same services at the same rates, terms and conditions as it will pursuant to the authorization it seeks herein. Accordingly, the contemplated transaction will be generally transparent to consumers. The only change expected in connection with the consummation of the transaction will be that Yipes will be owned by FLAG.

Yipes will continue to have the same managerial, technical and financial qualifications necessary to provide the quality managed Ethernet and Application delivery services that it has demonstrated it is qualified to provide herein. The existing Yipes management team will continue with their current responsibilities for the day-to-day operation of the business.

A diagram showing the corporate structure of Yipes post-transaction is provided in *Attachment 2*. Yipes will send the Commission a letter confirming the consummation of the transaction when it is complete.

ATTACHMENT 1

Current Corporate Structure of Yipes Enterprise Services, Inc.



ATTACHMENT 2

Post-Transaction Corporate Structure of Yipes Enterprise Services, Inc.

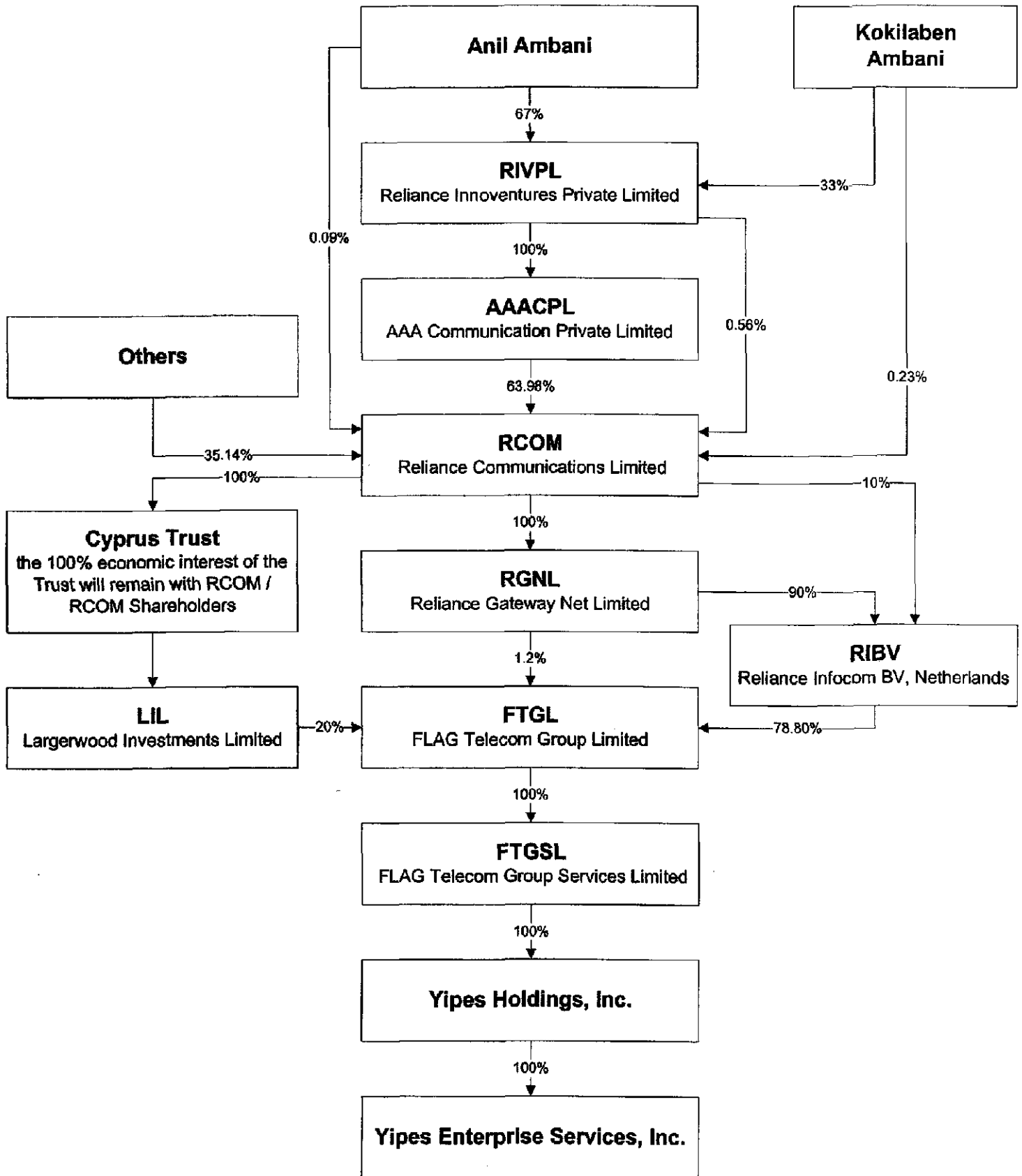


EXHIBIT H

Information Concerning Similar Operations in Other States

Yipes Enterprise Services, Inc. is authorized to provide private data communications transport services in: California; Connecticut; District of Columbia; Florida; Georgia; Illinois; Maryland; Massachusetts; New Jersey; New York; Pennsylvania; Texas; and Washington. YTV, Inc. is authorized to provide service in Virginia. Yipes Enterprise Services, Inc. has applied or is in the process of applying for certification to provide these same services in North Carolina and Wisconsin.

EXHIBIT I



Yipes Enterprise Services, Inc.
114 Sansome Street, 11th Floor
San Francisco, CA 94104

INVOICE

(All amounts in US Dollars)

Invoice Date: 4/01/2004
Invoice Period: 4/01/2004 - 4/30/2004
Payment Due: 5/1/2004
Invoice Number: B1-00000
Page 1 of 2

INVOICE INFORMATION

Customer Name
Customer Address

Primary Account #: 0-0000

INVOICE SUMMARY

Current Recurring Charges	24,000.00
Current Non-Recurring Charges	2,000.00
Variable Monthly Activity Charges & Credits	-
SLA Credits	-

Total Current Charges	26,000.00
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Taxes	2,594.78
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Total New Charges	28,594.78
--------------------------	------------------

Previous Total
Payments
Credits and Adjustments

Total Amount Due	28,594.78
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Summary of Services

Yipes NET Services	# of Locations	1	Recurring Charges:	24,000.00
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YIPES NEWS

For service and technical questions, please contact Yipes' Customer Experience Center either by email at support@yipes.com or by telephone at 877-740-6600.

For billing inquiries please contact Yipes' Billing Department by email at billing@yipes.com or by telephone at 415-962-6100.



Yipes Enterprise Services, Inc.
114 Sansome Street, 11th Floor
San Francisco, CA 94104

INVOICE

(All amounts in US Dollars)

Invoice Date: 4/01/2004
Invoice Period: 4/01/2004 - 4/30/2004
Payment Due: 5/1/2004
Invoice Number: B1-00000
Page 2 of 2

Service Locations Included on this Invoice

Account #	Name	Address	Contact Information
0-0000	Customer Name		
1-1LSTD-1	Customer Name		
1-1LSTN-1	Customer Name		

P.O. Number:

Product Name	Description	Quantity	Price	Amount
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Recurring Charges Section

1) Yipes NAN Service (01/01/2004 - 03/31/2004)				
Service ID #	100	30.00	9,000.00	
Yipes NAN service at specified speed in megabits/second				
2) Yipes NAN Service (04/01/2004 - 04/30/2004)				
Service ID #	100	30.00	3,000.00	
Yipes NAN service at specified speed in megabits/second				
3) Yipes NAN Service (01/01/2004 - 03/31/2004)				
Service ID #	100	30.00	9,000.00	
Yipes NAN service at specified speed in megabits/second				
4) Yipes NAN Service (04/01/2004 - 04/30/2004)				
Service ID #	100	30.00	3,000.00	
Yipes NAN service at specified speed in megabits/second				

Total new charges not including taxes 24,000.00

Non Recurring Charges Section

5) Yipes NAN Activation (01/01/2004)				
Service ID #	1	1,000.00	1,000.00	
Yipes NAN service at specified speed in megabits/second				
6) Yipes NAN Activation (01/01/2004)				
Service ID #	1	1,000.00	1,000.00	
Yipes NAN service at specified speed in megabits/second				

Total new non-recurring charges not including taxes 2,000.00

SLA Credits

Total credits not including taxes -

For additional SLA definition and detail, please refer to your Yipes Care pages at www.yipes.com

Taxes

Total Taxes 2,594.78

Miscellaneous Credits and Adjustments

Total Credits -

Payments and Miscellaneous Credits and Adjustments

Total payments -

REMITTANCE

(All amounts in US Dollars)



Yipes Enterprise Services, Inc.
114 Sansome Street, 11th Floor
San Francisco, CA 94104

Invoice Date: 4/01/2004
Invoice Period: 4/01/2004 - 4/30/2004
Payment Due: 5/1/2004
Invoice Number: B1-00000
Page 1 of 1

INVOICE INFORMATION

Customer Name
Customer Address
0
0

Primary Account #: 0-0000

INVOICE SUMMARY

Current Recurring Charges	24,000.00
Current Non-Recurring Charges	2,000.00
Variable Monthly Activity Charges & Credits	-
SLA Credits	-
Total Current Charges	26,000.00
Taxes	2,594.78

Total New Charges	28,594.78
--------------------------	------------------

Previous Total	-
Payments	-
Credits and Adjustments	-

Total Amount Due	28,594.78
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Payment is Due no more than thirty (30) days after date of invoice. Payment shall be made by check payable to Yipes Enterprise Services, Inc. to the address shown below.

Remit Payment to:

Yipes Enterprise Services, Inc
Department CH 17502
Palantine, IL 60055-7502

EXHIBIT J

Documentation attesting to the applicant's financial viability is provided under confidential seal.