

NC

10-21-TP-ACE 59

FILE



Judith A. Riley, J.D.

5909 Northwest Expressway, Suite 101
Oklahoma City, OK 73132

January 5, 2010

VIA EXPRESS DELIVERY

Public Utilities Commission of Ohio
Docketing Division
180 East Broad Street
Columbus, OH 43215-3793
(614) 466-4095

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PUCO

RE: Application – Impact Telecom, Inc.

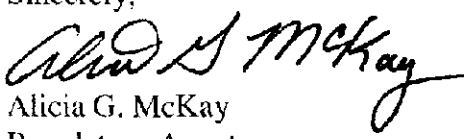
Dear Commission:

Enclosed please find one (1) original and seven (7) copies of Impact Telecom, Inc.s' Application for Authority to Operate as a Competitive Telecommunications Services Provider within the State of Ohio.

Please acknowledge receipt of the Application by file-stamping the duplicate cover letter and returning in the self-addressed and stamped envelope.

Should you have any questions or need additional information, please do not hesitate to contact me at (405) 755-8177 extension 25 or by email at amckay@telecompliance.net

Sincerely,


Alicia G. McKay
Regulatory Agent

Enclosure(s)

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 Ann Date Processed 1/8/10

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

In the Matter of the Application of)
Impact Telecom, Inc. to Public Utilities Commission)
of Ohio for Authority to Operate as a Reseller of)
Competitive Telecommunication Services)

TRF Docket No. 90-____

Case No. 10 - 21 - TP - ALE

Name of Registrant(s) **Impact Telecom, Inc.**

DBA(s) of Registrant(s) N/A

Address of Registrant(s) 9250 E. Costilla Ave., Ste. 400, Greenwood Village, CO 80112

Company Web Address www.impacttelecom.com

Regulatory Contact Person(s) Judith A. Riley

Phone 405-755-8177

Fax 405-755-8377

Regulatory Contact Person's Email Address jriley@telecompliance.net

Contact Person for Annual Report Judith A. Riley

Phone 405-755-8177

Address (if different from above) 5909 NW Expressway, Ste. 101, Oklahoma City, OK 73132

Consumer Contact Information Bob Beatty

Phone 877-427-8776

Address (if different from above) 9250 E. Costilla Ave., Ste. 400, Greenwood Village, CO 80112

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.

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, 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	

(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.

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 (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 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).

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, Robert Beaty, 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)

at (Location)

*(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, Robert Beaty, 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

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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 **Impact Telecom, Inc.**, to)
the Public Utilities Commission of Ohio for Authority to)
Operate as a Reseller of Competitive)
Telecommunication Services)

Case No. _____ - _____ - **TP** - _____

Name of Registrant(s) Impact Telecom, Inc.

DBA(s) of Registrant(s) N/A

Address of Registrant(s) 9250 E. Costilla Ave., Ste. 400, Greenwood Village, CO 80112

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
See Exhibit A

☐ Local Tariff¹

☐ Carrier-to-Carrier (Access) Tariff

Description of Services

☒ Service provisioned via Resale
☒ Description of Proposed Services
See Exhibit B-2

☒ Explanation of how the proposed
services in the proposed market
area are in the public interest.
See Exhibit B-4

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

☐ Service provisioned via Facilities
☒ Statement about the provision of
CTS services – See Ex. B-1

☐ Both Resold and Facilities-based

☒ Description of the proposed
market area – See Ex. B-3

☒ Description of the class of customers (e.g., residence, business) that the
applicant intends to serve.
See Exhibit B-5

Business Requirements

Evidence of Registration with:

☒ Ohio Department of Taxation
See Exhibit C-1

☒ Ohio Secretary of State² &
Certificate of Good Standing
See Exhibit C-2

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. See Exhibit D-1.
- ☒ 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. See Exhibit D-2
- ☒ Documentation to support the applicant's cash and funding sources. See Exhibit D-3

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. See Exhibit E-1.
- ☒ List of names, addresses, and phone numbers of officers and directors, or partners. See Exhibit E-2
- ☒ Documentation indicating the applicant's corporate structure and ownership. See Exhibit E-3
- ☒ Information regarding any similar operations in other states. See Exhibit E-4

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.

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

- ☒ Verification that the applicant will maintain local telephony records separate and apart from any other accounting records in accordance with the GAAP. See Exhibit E-5

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

- ☒ Verification of compliance with any affiliate transaction requirements See Exhibit E-6

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

- ☒ Explanation as to whether rates are derived through (check all applicable): See Exhibit F

☐ 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. See Exhibit G

- ☐ 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 Impact Telecom, Inc.
(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 _____

9250 E. Costilla Avenue, CO 80112

Robert A. Beaty

11-6-09

Robert Beaty

(Date)

IMPACT TELECOM, INC.

LIST OF EXHIBITS

EXHIBIT A	PROPOSED TARIFF and PRICE LIST
Exhibit A-1	Proposed IXC Tariff
Exhibit A-2	Proposed Price List
EXHIBIT B	DESCRIPTION OF SERVICES
Exhibit B-1	Service Provisioning
Exhibit B-2	Description of Proposed Services
Exhibit B-3	Description of Proposed Market Area
Exhibit B-4	Public Interest Explanation
Exhibit B-5	Description of Class of Customers Served
EXHIBIT C	BUSINESS REGISTRATION REQUIREMENTS
Exhibit C-1	Ohio Department of Taxation Registration
Exhibit C-2	Ohio Secretary of State Certification
Exhibit C-3	Ohio Good Standing Certificate
EXHIBIT D	PUBLIC FINANCIAL STATEMENTS
Exhibit D-1	Summary of Financial Condition
Exhibit D-2	Financial Statements (Balance Sheets & Profit & Loss)
Exhibit D-3	Documentation of Funding Source
EXHIBIT E	MANAGERIAL ABILITY & CORPORATE STRUCTURE
Exhibit E-1	Technical and Managerial Expertise
Exhibit E-2	Officers and Directors
Exhibit E-3	Corporate Structure and Ownership
Exhibit E-4	Operations in Other States
Exhibit E-5	Verification of GAAP Records Maintenance
Exhibit E-6	Statement of Affiliates Listing
EXHIBIT F	Proposed Interaction with Carriers
EXHIBIT G	Customer Bill and Disconnection Notice
Exhibit G-1	Customer Bill Sample
Exhibit G-2	Customer Disconnection Sample

EXHIBIT A-1

Proposed Interexchange Tariff

TITLE SHEET

OHIO TELECOMMUNICATIONS TARIFF

This tariff contains the descriptions, regulations, and rates applicable to the furnishing of service and facilities for intrastate interexchange telecommunications services provided by Impact Telecom, Inc., with principal offices at 9250 E. Costilla Avenue, Ste. 400, Greenwood Village, CO 80112. This tariff applies for services furnished within the State of Ohio. This tariff is on file with the Public Utilities Commission of Ohio, and copies may be inspected, during normal business hours at the Company's principal place of business.

"Customers have certain rights and responsibilities under the Minimum Telephone Service Standards (Ohio Adm. Code 4901:1-5)(MTSS). These safeguards can be found in the Appendix to Ohio Adm. Code 4901:1-5-03, which is entitled "Telephone Customer Rights and Responsibilities." These rights and responsibilities include complaint handling, ordering or changing service, service repair, payment of bills, and disconnection and reconnection of service."

Issued Date:

Effective:

By: Robert Beaty, President
9250 E. Costilla Ave., Ste. 400
Greenwood Village, CO 80112

CHECK SHEET

Sheets 1 through 10 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 compromise all changes from the original tariff and are currently in effect as of the date on the bottom of this sheet.

<u>SHEET</u>	<u>REVISION</u>
1	Original
2	Original
3	Original
4	Original
5	Original
6	Original
7	Original
8	Original
9	Original
10	Original

* Indicates new or revised sheet.

Issued Date:

Effective:

By: Robert Beaty, President
9250 E. Costilla Ave., Ste. 400
Greenwood Village, CO 80112

TABLE OF CONTENTS

Title Page	1
Check Sheet.....	2
Table of Contents	3
Symbols	5
Section 1 – General	6
1.1 Application of Tariff	6
1.2 Undertaking of the Company	6
1.3 Deposits.....	6
1.4 Late Payment Charges.....	9
1.5 Return Check Charge	9
1.6 Customer Complaints & Billing Disputes.....	10

Issued Date:

Effective:

By: Robert Beaty, President
9250 E. Costilla Ave., Ste. 400
Greenwood Village, CO 80112

SYMBOLS

Whenever tariff sheets are revised, changes will be identified by the following symbols:

- (C) To signify change in regulation
- (D) To signify a deletion
- (I) To signify a rate increase
- (L) To signify material relocated in the tariff
- (N) To signify a new rate or regulation
- (R) To signify a rate reduction
- (T) To signify a change in text, but no change in rate or regulation

Issued Date:

Effective:

**By: Robert Beaty, President
9250 E. Costilla Ave., Ste. 400
Greenwood Village, CO 80112**

SECTION 1 – GENERAL

1.1 Application of Tariff

- 1.1.1. The Company's service territory is the entire State of Ohio.
- 1.1.2. The Company's services are available to retail and business customers only.

1.2 Undertaking of the Company

- 1.2.1 To the extent provided herein, the Company undertakes to furnish communications services to retail and 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 Deposits

1.3.1 Deposit Requirements

Company may require from any Customer or prospective Customer a deposit to be held as a guarantee for the payment of charges. Any applicant who is either not a previous Customer having an established prompt payment record or whose credit record is not satisfactory may be required to pay a deposit. Company may require separate deposits for different Services purchased by Customer, all of which must be paid before any service is installed. In its calculation of a Customer's creditworthiness, Company will use trading banking references, credit reports, and any other information pertinent to a Customer's credit subject to applicable law.

1.3.2 Amount of Deposit

The amount of the deposit shall not be more than two (2) months of usage of Company's jurisdictional services for any specific Customer. The amount of such usage may be estimated from past usage, the Customer's estimated anticipated usage. The amount of deposit may exceed this total when services are provided for shorter periods of time or special occasions.

Issued Date:

Effective:

**By: Robert Beaty, President
9250 E. Costilla Ave., Ste. 400
Greenwood Village, CO 80112**

SECTION 1 – GENERAL (Cont'd)**1.3 Deposits** (Cont'd)**1.3.3 New or Additional Deposit**

A new or additional deposit may be required to cover the amount provided in Section 1.3.2 above when a deposit has been refunded or is found to be inadequate by virtue of abnormal usage or nonpayment. Written notice shall be mailed advising the Customer of any new or additional deposit requirement, and the Customer shall have twelve (12) calendar days from the date of mailing to provide the new or additional deposit.

A. Abnormal Toll Usage

For customers with at least six (6) consecutive months of service, "abnormal toll usage" is defined as at least a twenty-five percent (25%) increase in monthly usage charges amounting to at least twenty dollars (\$20). The Customer's average monthly bills for not less than the three (3) prior months shall be used in determining the increase. For customers with less than six (6) consecutive months of service, "abnormal toll usage" is defined to exist when one (1) month's service exceeds the deposit attributable to the service by twenty-five percent (25%) amounting to at least twenty dollars (\$20).

Issued Date:**Effective:**

By: Robert Beaty, President
9250 E. Costilla Ave., Ste. 400
Greenwood Village, CO 80112

SECTION 1 – GENERAL (Cont'd)

1.3 Deposits (Cont'd)

1.3.4 Handling of Deposits

Deposits shall be sent or delivered to: Impact Telecom, Inc., 9250 E. Costilla Avenue, Suite 400, Greenwood Village, CO 80112. Company will maintain records that show the name and address of each depositor, the amount and date of the deposit, and each transaction concerning the deposit. Unclaimed deposits, together with accrued interest, shall be credited to an appropriate account and shall be disposed of in accordance with law.

1.3.5 Refund

The deposit shall be refunded or credited to the Customer after not more than twelve (12) consecutive months of prompt payment or as required by applicable Commission rules. The account shall be reviewed after twelve (12) months of service, and if the deposit is retained, it shall again be reviewed at the end of Company's accounting year or on the anniversary date of the account.

Issued Date:

Effective:

**By: Robert Beaty, President
9250 E. Costilla Ave., Ste. 400
Greenwood Village, CO 80112**

SECTION 1 – GENERAL (Cont'd)

1.4 Late Payment Charges

- 1.4.1 Customer bills for telephone service are due on the due date specified on the bill. A customer is in default unless payment is made on or before the due date specified on the bill. If payment is not received by the customer's next billing date, a late payment charge of 1.5% will be applied to all amounts previously billed under this Tariff, including arrears. Late payment charges will also apply to final accounts.

1.5 Return Check Charge

- 1.5.1 When a check which has been presented to the Company by a Customer in payment for charges is returned by the bank, the customer shall be responsible for the payment of a Returned Check Charge of \$20.00.

Issued Date:

Effective:

**By: Robert Beaty, President
9250 E. Costilla Ave., Ste. 400
Greenwood Village, CO 80112**

SECTION 1 – GENERAL (Cont'd)

1.6. Customer Complaints and Billing Disputes

- 1.6.1 Customer may notify the carrier of billing or other disputes either orally or in writing. There is no time limit for submitting disputes.
- 1.6.2 Customer whose complaints and/or billing disputes that are not satisfactorily resolved after contacting Impact Telecom, may contact the Public Utilities Commission of Ohio for assistance. The Public Utilities Commission of Ohio can be contacted at:

180 E. Broad Street
Columbus, OH 43215-3793
Local: (614) 466-3292
Toll Free: 1-800-686-7826
TDD/TTY: 1-800-686-1570
Website: www.puco.ohio.gov.

Issued Date:

Effective:

By: Robert Beaty, President
9250 E. Costilla Ave., Ste. 400
Greenwood Village, CO 80112

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EXHIBIT A-2

Proposed Price List

**PRICE LIST
FOR
INTEREXCHANGE TELECOMMUNICATIONS SERVICES
PROVIDED BY
IMPACT TELECOM, INC.**

This Price List contains the interexchange retail and wholesale prices offered to Customers within the State of Ohio that are detariffed by the Public Utilities Commission of Ohio.

The general terms and conditions applicable to the services listed in this Price List are contained in P.U.C.O. Tariff No. 1 on file with the Public Utilities Commission of Ohio.

Copies of the Tariff on file with the Public Utilities Commission of Ohio may be inspected during normal business hours at the Company's principal place of business at 9250 E. Costilla Ave., Ste. 400, Greenwood Village, CO 80112.

Switched Services

<u>Per Minute</u>	<u>Standard</u>	<u>Tier 1</u>	<u>Tier 2</u>	<u>Tier 3</u>	<u>Tier 4</u>
Inbound Switched Service	\$0.2166	\$0.2116	\$0.2083	\$0.2053	\$0.1999
Outbound Switched Service	\$0.1966	\$0.1916	\$0.1883	\$0.1853	\$0.1799

Dedicated Services

<u>Per Minute</u>	<u>Standard</u>	<u>Tier 1</u>	<u>Tier 2</u>	<u>Tier 3</u>	<u>Tier 4</u>
Inbound Dedicated Service	\$0.1966	\$0.1916	\$0.1883	\$0.1853	\$0.1799
Outbound Dedicated Service	\$0.1666	\$0.1616	\$0.1583	\$0.1553	\$0.1499

<u>Transmission Speed</u>	Term of Contract (12 months)	
	<u>Minimum</u>	<u>Maximum</u>
DS1	\$500.00	\$1,000.00

Ancillary Charges

	<u>MRC</u>	<u>NRC</u>
Outbound Account Codes (non-verified)	\$10.00	\$ 25.00
Outbound Account Codes (verified)	\$10.00	\$ 25.00
Inbound Account Codes (non-verified)	\$60.00	\$ 85.00
Inbound Account Codes (verified)	\$60.00	\$ 85.00
Monthly CDR per CD ROM	\$75.00	\$ 00.00
PICC Surcharge:		
Business Single Line	\$00.00	\$ 00.00
Business Multi-Line	\$ 1.50	\$ 00.00
Centrex	\$ 0.53	\$ 00.00
ISDN Line/BRI	\$ 2.81	\$ 00.00
ISDN/PRI	\$23.92	\$ 00.00
Direct termination Overflow (per order)	\$90.00	\$ 75.00
8YY SMS Fee (per active 8YY)	\$ 0.80	\$ 0.50
8YY Directory Assistance (per 8YY listed)	\$35.00	\$ 35.00
8YY Area Code Blocking	\$00.00	\$ 30.00
8YY DNIS Deliver (per order)	\$00.00	\$700.00
8YY ANI Delivery (per trunk group)	\$75.00	\$150.00
Unauthorized PIC (per ANI)	\$00.00	\$ 25.00
Network Interconnection Charge	\$00.00	\$ 00.00

Monthly Revenue Commitment (MRC)

<u>Standard</u>	No MRC with 1 year term
<u>Tier 1</u> (3% discount)	\$5,000.00 MRC with 2 year term
<u>Tier 2</u> (5% discount)	\$10,000.00 MRC with 2 year term
<u>Tier 3</u> (8% discount)	\$25,000 MRC with a 2 year term
<u>Tier 4</u> (10% discount)	\$25,000 MRC with a 3 year term

EXHIBIT B

DESCRIPTION OF SERVICES (EXHIBITS B-1 THROUGH B-6)

EXHIBIT B-1 Service Provisioning

Impact Telecom, Inc.'s service will be provided via resale of services purchased through wholesale contracts.

EXHIBIT B-2 Description of Proposed Services

Impact is a reseller of long distance telephone services offered by facilities-based interexchange carriers. Impact neither owns, leases, nor operates any switching, transmission, or other physical facilities in the State of Ohio. Upon receiving certification, Impact intends to provide telecommunication services on a retail and wholesale basis throughout the State of Ohio.

EXHIBIT B-3 Description of Proposed Market Area

Impact Telecom, Inc. proposes to provide service throughout the entire State of Ohio.

EXHIBIT B-4 Public Interests Explanation

Granting of this Application will promote the public interest by increased competition which has the effect of improving the quality of telecommunications services in Ohio and decreasing the cost of such services through increased innovation and efficiency. The result will be beneficial to economic development in Ohio, particularly in information-intensive service industries. Competition also helps promote efficiency in delivery of service and development of new services.

EXHIBIT B-5 Description of class of Customers

Impact Telecom, Inc. proposes to offer its service to retail and business customers.

EXHIBIT C-1

Ohio Department of Taxation Registration



REGISTRATION CONFIRMATION

*Taxpayer Services/
Compliance Support Division
P. O. Box 182215
Columbus, OH 43218-2215
Phone: 1-888-405-4089
Fax: 1-614-466-8892
TTY/TDD: 1-800-750-0750
tax.ohio.gov*

April 20, 2009

5300927090414

IMPACT TELECOM LLC
5909 NWS EXPRESSWAY SU 101
OKLAHOMA CITY, OK 73132

RE: Account Type: SERVICE VENDOR'S SALES TAX
Account Number: 89673805
Effective Date: 3/1/2009
Filing Frequency: SEMI-ANNUAL

TIN: 10

Dear Taxpayer:

Please verify the information listed below is complete and accurate. If there are corrections and/or additions, please note them on this form and return it by mail or fax. You may also contact us by telephone or by email through our web site at tax.ohio.gov.

Legal Name:	IMPACT TELECOM LLC
Federal Employer Identification Number:	14-1931246
Social Security Number:	
Ohio Charter Number:	

Filing periods beginning 01/01/09 are required to be filed electronically. You can file and pay your sales tax returns electronically through the Ohio Business Gateway at obg.ohio.gov or the Department of Taxation's eForm at tax.ohio.gov. Payments may be made directly from your bank account (electronic check) or by credit card.

The Ohio Department of Taxation must receive all returns and payments on or before the 23rd of the month following the end of the reporting period. Failure to file and pay taxes due in a timely manner may result in the loss of discount and the imposition of interest, penalties and/or additional charges. You must file a return even if you made no taxable sales for the filing period.

If you have questions concerning your tax responsibilities or how to file your return(s) please contact us.

RGAT0188

EXHIBIT C-2

Ohio Secretary of State Certification

200929600140

DATE	DOCUMENT ID	DESCRIPTION	FILING	EXPED	PENALTY	CERT	COPY
10/23/2009	200929600140	FOREIGN LICENSE/FOR-PROFIT (FLF)	125.00	.00	.00	.00	.00

Receipt

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

CT CORPORATION SYSTEM
4400 EASTON COMMONS WAY, SUITE 125
ATTN: TIMOTHY ROBERSON
COLUMBUS, OH 43219

**STATE OF OHIO
CERTIFICATE**

Ohio Secretary of State, Jennifer Brunner

1891132

It is hereby certified that the Secretary of State of Ohio has custody of the business records for
IMPACT TELECOM, INC.

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

Document(s):

FOREIGN LICENSE/FOR-PROFIT

Authorization to transact business in Ohio is hereby given, until surrender, expiration or
cancellation of this license.

Document No(s):

200929600140



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 22nd day of October, A.D. 2009.

A handwritten signature in cursive script, appearing to read "Jennifer Brunner".

Ohio Secretary of State

EXHIBIT C-3

Ohio 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 **IMPACT TELECOM, INC.**, a Nevada corporation, having qualified to do business within the State of Ohio on October 22, 2009 under License No. 1891132 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 4th day of November, A.D. 2009*

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

Ohio Secretary of State

Validation Number: V2009308N6853C

All Exhibits under EXHIBIT D

FILED CONFIDENTIAL and UNDER SEAL **(Exhibit D-1, D-2, D-3, not filed electronically)**

EXHIBIT D-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.

EXHIBIT D-2

A copy of financial statements (actual and pro forma income statement and balance sheet).

EXHIBIT D-3

Applicant's income statement and balance sheet is attached as Exhibit D-2 should provide sufficient evidence of financial fitness for Applicant.

EXHIBIT E-1

Technical and Managerial Expertise

Robert M. Beaty
365 Thorn Apple Way
Castle Rock, CO 80108
(303) 662-9226

SUMMARY of QUALIFICATIONS

Achievement Orientation. Competent business development / sales leader possessing the well-rounded ability to identify business opportunities develop strategic plans and execute effectively allowing the production of strong results and revenue growth. Proven track record of driving top performing sales organizations and responsibly managing operational and financial success. Fourteen years of success and related progression encompassing the areas of local, long distance, data, and IP services within the telecom industry.

Professional Experience

ICG Communications - Denver, CO May 2000 - February 2005

Senior Vice President of Sales, October 2004-February 2005

Led sales organization through the transition from a nationwide public company to a regional private company focused on profitability and growth. We consistently exceeded our revenue plan while rebuilding sales organization.

- Achieved 110% of new sales plan for the nation during the sale of 2 regions and the SS-7 product line.
- Kept organization focused while facing issues of management changes, sale of markets, financial distress and the redefining of the company strategy.
- Redesigned sales compensation program to align sales goals of revenue growth and retention in relation to the company plan.
- Staffed to quota ahead of target timeline while remaining bellow SG&A budget.

Senior Vice President of Sales - Wholesale, March 2003 - September 2004

Responsible for revenue growth and full P&L of \$225 Million/year Wholesale organization.

- Achieved 109% of new revenue goal for 2003 with an incremental increase in monthly production of 33%.
- Instrumental in key wins and executive alignment with Level 3, XO, Broadwing, MCI, Wiltel, Qwest
- Developed and implemented key account program to improve account performance and growth with focused strategies and plans.
- Decreased churn within the wholesale business line to below industry average taking it from above 4% to below 1.5%, while increasing overall revenue.

Senior Vice President of Sales, November 2001 - March 2003

Nationwide responsibility overseeing all aspects of Retail/Enterprise and Wholesale sales organization.

- Key contributor to the development of the strategic plan for the recovery from bankruptcy. Including key contract renegotiations with MCI, Qwest and MSN which resulted in maintaining their revenue.
- Redesigned the sales organization during restructuring to maximize revenue retention and new sales production while improving service to our customer resulting in maintaining all of our top 100 accounts.
- Designed and implemented motivational programs, sales training programs, and activity management system to increase performance. This resulted in an increase of average revenue per rep of over 55%.
- Established hiring standards to improve new hire performance which reduced new hire failure to bellow 10% during their first 6 months.

Vice President of Corporate Development***May 2000 - November 2001***

Established and directed the strategic course of the company in relation to investments with strategic partners. Represented the company during potential merger and acquisition activities including negotiations, due diligence and financing.

- Acted as due diligence interface for bank financing, credit rating review and acquisition activities.
- Refined current business model to more accurately reflect the current and future business growth.
- Participated as one of the lead interfaces for acquisition inquiries. Led business plan reviews and pro forma development of the integrated plan.
- Developed Restructuring plan to reduce cost and realign business objectives.
- Projected and managed a 25% company wide reduction in force which resulted in an annual savings of \$4.8 Million dollars.
- Redesigned the sales organization during restructuring to reduce the total personnel an additional 15% within the organization and focus on improving service to our customers.

AT&T, September 1995 - May 2000***(Previously as Teleport Communications Group & Kansas City Fibernet)******Director of Business Planning, AT&T Broadband - August 1999 - May 2000***

Developed and managed the operational plan for the Cable Telephony Organization including the revenue and expense assumptions within the five-year plan. Identified and provided direction for footprint-related issues like wire centers, rate centers, E911, and ICO territories.

- Redeveloped the five-year plan with finance to include the operationally based assumptions.
- Worked as interface for supplier management and oversight. Reduced the 2000 capital and expense budget by 35% through supplier negotiations and redefining services provided by suppliers.
- Planned and coordinated the NPA-NXX sharing program with Media One.

District Manager of New Markets, AT&T Local Services - August 1998 - August 1999

Responsible for the development of comprehensive marketing plans of potential local service markets.

- Built the market risk assessment business model for local services in new markets to validate the financial plan.
- Established an LSO database to identify synergy opportunities which resulted in LSO prioritization and increased synergies of \$2.4 M per month in savings.
- Supported special projects for both customer bids and synergy opportunities, i.e. The INOVA Project, WorldNet, Payphones, POP to POP, and the cable records audit.
- Oversaw the due diligence process for corporate development projects for both domestic and international projects.

Director of Sales and Marketing, Kansas City FiberNet - February 1997 - July 1998

Developed and implemented marketing and sales strategies for expansion and retention of a \$10 million customer base. Responsible for overseeing all daily operations, which included P&L, product development, pricing, contract negotiations, and the administration of the media plan.

- Negotiated and implemented new Master Service Contracts with AT&T, Frontier Communication's, WorldCom, LCI, and Sprint.
- Developed and implemented the 1997 and 1998 media plan including development of new print advertisements and marketing materials.
- Responsible for the integration of Kansas City FiberNet to AT&T.

Account Manager, Kansas City Fibernet - September 1995 - February 1997

Responsibility for the acquisition and maintenance of large commercial accounts with an annual revenue responsibility of \$300,000.

- Performed at a level of 146% of set objectives for 1996.
- Developed the data transmission product platform.
- Developed and implemented the Internet Service Provider master service agreement.
- Standardized the collocation platform and established the pricing structures.

Sprint Corporation - Kansas City, MO, June 1991 - September 1995

Sales Supervisor, December 1993 - September 1995

Responsible for a top performing nationally ranked sales team composed of twelve representatives with an annual revenue responsibility of \$900,000. Recruited, hired, motivated and developed the sales force.

Interim Manager for a call center of 120 outbound sales representatives.

- Earned Supervisor of the Year in 1994.
- Leader of the Sales Management Process core team responsible for the redesign of the management process.
- Lowest annualized turnover in the Kansas City Sales Center in 1994 and 1995.
- Implemented the outbound National Account acquisition campaign achieving a market penetration of over 65%.
- Audited the new-hire training, which led to the redesign of the training program.
- Developed the computerized daily and monthly reports at the team level to improve consistency and reduce paperwork.

Sr. Sales Representative / Sales Representative June 1991 - November 1993

Responsible for the acquisition and retention of commercial accounts. I consistently exceeded monthly sales and revenue quotas as a top performer. I was promoted to Sr. Sales Representative within ten months.

- Development and implementation of new procedures such as the daily sales log.
- Responsible for the business process improvement documentation for inside sales. This worked towards reducing the duplication in the sales process.

EDUCATION

WEBSTER UNIVERSITY

Masters in Business Administration, Management, 1993

UNIVERSITY OF KANSAS

Bachelor of Arts in Psychology May 1991

REFERENCES Professional and personal are available upon request.

IMPACT TELECOM, INC.

MANAGEMENT TEAM

Jim Hart, Vice President, Operations

Jim Hart is a veteran of the telecommunications industry and has served more than 20 years in various engineering and operational roles. Jim started his telecommunications career in the Seattle area in the education arena. During the 1990's Jim was on the team at Airborne Express and later joined Cisco Systems in the East Coast engineering center. Jim achieved CCIE certification in 1997 while working for Cisco.

Jim served as a Consulting Engineer for Cisco Systems in 1998 while working on the design and implementation of worldwide data networks with some of Cisco's' largest customers. Upon leaving Cisco Systems, Jim joined the staff of ICG Communications where he served as VP of technology and architecture. He was responsible for the design and implementation of the MPLS network which allowed for the deployment of advanced communications. Jim held a leadership position at ICG during this time for new product development, including the development of one of the first national Voice over IP platforms, VoicePipe.

Since Jim's departure from ICG, he has consulted with many VOIP providers, including a leadership position at One IP Voice, a national SIP provider. At One IP Jim was responsible for the deployment of the advanced IP communications platform. Most recently Jim has been working with carriers and government and law enforcement to provide lawful intercept solutions for next generation networks in response to the CALEA regulations.

Jason McKesson – Vice President, Wholesale

Jason has 13 years of experience in the wholesale telecom space. He received a B.A. in Advertising from Michigan State University and became a Registered Representative, receiving both his Series 7 and 63 licenses. Jason started in telecom with WorldCom in 1995 in their national accounts division in New York City, where he was a Presidents Club member. He moved on to Global Crossing National Accounts in 1998 where he also was a member of the President's Club.

In 2001 Jason started an agent business focused on the wholesale carrier space. He built this business up to a billing of over \$1.5 million dollars per month. He has to manage both the relationship and the implementation of all the services within the agency. He also dealt with the ever changing relationship of the agent to the supplier which is what ultimately caused him to want to start his own carrier. Jason has a proven track record of success and the relations that he has built over the last 13 years are a key to his continued success.

Chuck Griffin – Vice President, Retail

Chuck received his B.S. in Management from University of Colorado with a Multi-Major in Communications. Chuck started his career in retail sporting goods where he successfully built a multi-store specialty sports retail organization while increasing revenues from \$1M to over \$8M annually. He was also instrumental in managing its final acquisition. He went on to @link as the Director of Business Development and was responsible for the sales to fortune 500 companies. It was at @link where he developed invaluable experience in ATM, and VPN technology.

Later he became the VP of Business Development for Idigi Communications where he implemented new market development, building both indirect and direct channel sales efforts. He went on to ICG as the Director of Channel Sales and successfully led ICG through a partner channel redevelopment and transformation. He left ICG to form his own Data and VoIP Company, IPath Communications, and became a market expert in Voice over IP. When IMPACT Telecom purchased IPath, Chuck took on the role of VP of Business Development and has been instrumental in the process and product development for the Voice over IP services and data services from T-1's to 10 Meg metro Ethernet.

EXHIBIT E-2

Officers and Directors

Robert "Bob" Beaty, President

Jim Hart, Vice President, Operations

Jason McKesson – Vice President, Wholesale

Chuck Griffin – Vice President, Retail

Impact Organization Chart

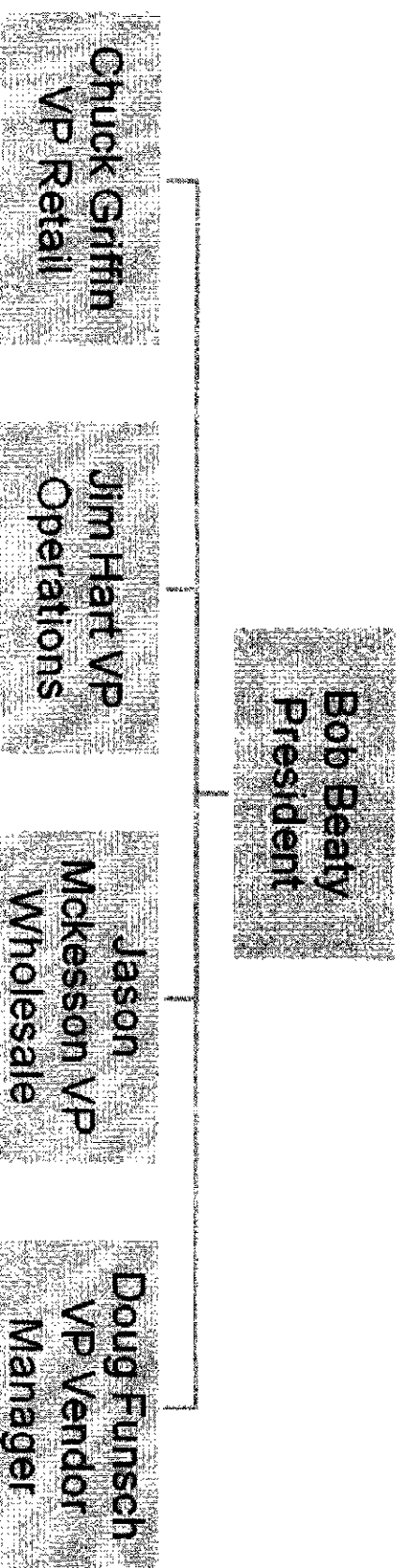


EXHIBIT E-3

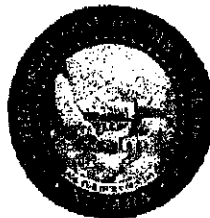
Corporate Structure and Ownership

Statement of Corporate Structure

The Applicant is a privately owned, for-profit corporation, formed in Nevada on May 27, 2005, as a Limited Liability Company, converted to a Corporation (S) on March 10, 2009. Its principal place of business is located at 9250 E. Costilla Ave., Suite 400, Greenwood Village, CO 80112. Please see Nevada Articles of Incorporation and Conversion immediately following this page.

STATE OF NEVADA

ROSS MILLER
Secretary of State



SCOTT W. ANDERSON
Deputy Secretary
for Commercial Recordings

OFFICE OF THE
SECRETARY OF STATE

Certified Copy

May 20, 2009

Job Number: C20090515-2129
Reference Number: 00002291904-07
Expedite:
Through Date:

The undersigned filing officer hereby certifies that the attached copies are true and exact copies of all requested statements and related subsequent documentation filed with the Secretary of State's Office, Commercial Recordings Division listed on the attached report.

Document Number(s)	Description	Number of Pages
20050195168-47	Articles of Organization	1 Pages/1 Copies



Respectfully,

A handwritten signature in black ink, appearing to read "Ross Miller".

ROSS MILLER
Secretary of State

Certified By: Chris Thomann
Certificate Number: C20090515-2129
You may verify this certificate
online at <http://www.nvsos.gov/>

Commercial Recording Division
202 N. Carson Street
Carson City, Nevada 89701-4069
Telephone (775) 684-5708
Fax (775) 684-7138



DEAN HELLER
 Secretary of State
 208 North Carson Street
 Carson City, Nevada 89701-4299
 (775) 684 5798
 Website: secretaryofstate.biz

Articles of Organization Limited Liability Company (PURSUANT TO NRS 90)

Filed in the office of <i>Dean Heller</i> Dean Heller Secretary of State State of Nevada	Document Number 20050195168-47
	Filing Date and Time 05/25/2005 1:48 PM
	Entity Number E0324282005-2

Important: Read attached instructions before completing form.

ABOVE SPACE IS FOR OFFICE USE ONLY

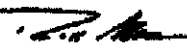
1. Name of Limited Liability Company:	Impact Telecom, LLC			
2. Resident Agent Name and Street Address: <small>(must be a Nevada address where service may be served)</small>	The Corporation Trust Company of Nevada			
	Name	State	Zip Code	
	6100 Nell Road, Suite 500	NEVADA	89511	
	Physical Street Address	City	Zip Code	
	Additional Mailing Address	City	State	Zip Code
3. Dissolution Date: <small>(OPTIONAL - see instructions)</small>	Latest date upon which the company is to dissolve (if existence is not perpetual):			
4. Management: <small>(check one)</small>	Company shall be managed by _____ Manager(s) or <input checked="" type="checkbox"/> Members			
5. Name, Address, of Member(s) or Members: <small>(must include email address)</small>	Bob Bealy Name 365 Thorn Apple Way Address Castle Rock CO 80108 City State Zip Code			
	Name Address City State Zip Code			
	Name Address City State Zip Code			
6. Name, Address, and Signature of Organizer: <small>(if more than one organizer, submit additional copies)</small>	Bob Bealy Name Signature 365 Thorn Apple Way Castle Rock CO 80108 Address City State Zip Code			
7. Certificate of Appointment of Resident Agent:	I hereby accept appointment as Resident Agent for the above named limited liability company. Authorized Signature of R.A. or On Behalf of R.A. Company Date <i>May 24, 2005</i>			

This form must be accompanied by appropriate fees. See attached fee schedule.

Through Secretary of State Form LLC Arts 2005
 Revised and 12/04/05



ROSS MILLER
Secretary of State
204 North Carson Street, Ste 1
Carson City, Nevada 89701-4289
(775) 684 5768
Website: www.nvssos.gov

Filed in the office of	Document Number
 Ross Miller Secretary of State State of Nevada	20090242578-99
	Filing Date and Time
	03/12/2009 1:00 PM
	Entity Number
	E0324282005-2

Articles of Conversion

(PURSUANT TO NRS 92A.205)

Page 1

USE BLACK INK ONLY - DO NOT HIGHLIGHT

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Articles of Conversion (Pursuant to NRS 92A.205)

1. Name and jurisdiction of organization of constituent entity and resulting entity:

Impact Telecom, LLC	
Name of constituent entity	
Nevada	Limited Liability Company
Jurisdiction	Entity type *
and,	
Impact Telecom, Inc.	
Name of resulting entity	
Nevada	Corporation
Jurisdiction	Entity type *

2. A plan of conversion has been adopted by the constituent entity in compliance with the law of the jurisdiction governing the constituent entity.

3. Location of plan of conversion: (check one)

- ☐ The entire plan of conversion is attached to these articles.
- ☒ The complete executed plan of conversion is on file at the registered office or principal place of business of the resulting entity.
- ☐ The complete executed plan of conversion for the resulting domestic limited partnership is on file at the records office required by NRS 93.336.

* corporation, limited partnership, limited-liability limited partnership, limited-liability company or business trust.

This form must be accompanied by appropriate fees.

nvssos - 03/12/2009 C T Green Online

Nevada Secretary of State SSA Conversion Page 1
Revised: 7-1-08



ROSS MILLER
Secretary of State
284 North Carson Street, Ste 1
Carson City, Nevada 89701-4284
(775) 684 5708
Website: www.nvsos.gov

Articles of Conversion

(PURSUANT TO NRS 92A.206)

Page 2

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4. Forwarding address where copies of process may be sent by the Secretary of State of Nevada (if a foreign entity is the resulting entity in the conversion):

Attn: Mr. Robert Basy

c/o:

9250 E. Castilla Avenue, Ste. 408, Greenwood Village, CO 80

5. Effective date of conversion (optional) (not to exceed 90 days after the articles are filed pursuant to NRS 92A.240) * :

6. Signatures - must be signed by:

1. If constituent entity is a Nevada entity: an officer of each Nevada corporation; all general partners of each Nevada limited partnership or limited-liability limited partnership; a manager of each Nevada limited-liability company with managers or one member if there are no managers; a trustee of each Nevada business trust; a managing partner of a Nevada limited-liability partnership (i.e., general partnership governed by NRS chapter 87).

2. If constituent entity is a foreign entity: must be signed by the constituent entity in the manner provided by the law governing it.

Name of constituent entity


Signature

President
Title

3-10-09
Date

* Pursuant to NRS 92A.206(4) if the conversion takes effect on a later date specified in the articles of conversion pursuant to NRS 92A.240, the constituent document filed with the Secretary of State pursuant to paragraph (b) subsection 1 must state the name and the jurisdiction of the constituent entity and that the existence of the resulting entity does not begin until the later date. This statement must be included within the resulting entity's articles.

FILING FEE: \$350.00

IMPORTANT: Failure to include any of the above information and submit with the proper fees may cause this filing to be rejected.

This form must be accompanied by appropriate fees.

Nevada Secretary of State 92A Conversion Page 2
Revised: 7-1-08



ROSS MILLER
Secretary of State
206 North Carson Street
Carson City, Nevada 89701-4288
(775) 684 5706
Website: www.nvsos.gov

Articles of Incorporation (PURSUANT TO NRS CHAPTER 78)

Filed in the office of	Document Number
	20090242579-00
Ross Miller Secretary of State State of Nevada	Filing Date and Time 03/12/2009 1:00 PM
	Entity Number E0324282005-2

USE BLACK INK ONLY - DO NOT HIGHLIGHT

ABOVE SPACE IS FOR OFFICE USE ONLY

1. Name of Corporation:	Inspect Telecom, Inc.		
2. Registered Agent for Service of Process: (check only one box)	<input checked="" type="checkbox"/> Commercial Registered Agent: <u>The Corporation Trust Company of Nevada</u> Name <input type="checkbox"/> Noncommercial Registered Agent (name and address below) OR <input type="checkbox"/> Office or Position with Entity (name and address below) Name of Noncommercial Registered Agent OR Name of Title of Office or Other Position with Entity <u>6100 Neil Road, Suite 500</u> <u>reno</u> <u>Nevada</u> <u>89511</u> Street Address City State Zip Code <u></u> <u></u> <u>Nevada</u> <u></u> Mailing Address (if different from street address) City State Zip Code		
3. Authorized Stock: (number of shares corporation is authorized to issue)	Number of shares with par value: <u></u>	Par value per share: \$ <u></u>	Number of shares without par value: <u>1000</u>
4. Names and Addresses of the Board of Directors/Trustees: (each Director/Trustee must be a natural person at least 18 years of age; attach additional page if more than two directors/trustees)	1) <u>Bob Besty</u> Name <u>365 Thorn Apple Way</u> <u>Castle Rock</u> <u>CO</u> <u>80108</u> Street Address City State Zip Code 2) <u></u> Name <u></u> <u></u> <u></u> <u></u> Street Address City State Zip Code		
5. Purpose: (optional; see instructions)	The purpose of the corporation shall be: <u>Telecommunications</u>		
6. Name, Address and Signature of Incorporator: (attach additional page if more than one incorporator)	Bob Besty Name <u>365 Thorn Apple Way</u> Address <u>Castle Rock</u> <u>CO</u> <u>80108</u> City State Zip Code Incorporator Signature		
7. Certificate of Acceptance of Appointment of Registered Agent:	I hereby accept appointment as Registered Agent for the above named Entity. Jonathan C. Miles Asst. Sec. Authorized Signature of Registered Agent or On Behalf of Registered Agent Entity 3.11.09 Date		

This form must be accompanied by appropriate fees.

2/2009 - 03/12/2009 C.T. Smith, Dallas

Nevada Secretary of State NRS 78 Articles
Revised on 7-1-08

SECRETARY OF STATE



CERTIFICATE OF EXISTENCE WITH STATUS IN GOOD STANDING

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

I further certify that the records of the Nevada Secretary of State, at the date of this certificate, evidence, **IMPACT TELECOM, INC.**, as a corporation duly organized under the laws of Nevada and existing under and by virtue of the laws of the State of Nevada since May 25, 2005, and is in good standing in this state.



IN WITNESS WHEREOF, I have hereunto set my hand and affixed the Great Seal of State, at my office on May 20, 2009.


ROSS MILLER
Secretary of State

Certified By: Chris Thomann
Certificate Number: C20090515-2129
You may verify this certificate
online at <http://www.nvsos.gov/>

EXHIBIT E-4

Operations in Other States

**IMPACT TELECOM, INC.
OPERATIONS**

STATE	FOREIGN ENTITY STATUS	CLEC RESALE ACTIVITY	INTEREXCHANGE RESALE ACTIVITY	WHOLESALE ACTIVITY
CA	YES	NO	In Process	In Process
CO	YES	YES	Toll Reseller	Yes
CT	YES	NO	NO	YES
FL	YES	NO	NO	YES
IL	YES	NO	YES	YES
IN	YES	NO	In Process	In Process
KY	YES	NO	In Process	In Process
MA	YES	NO	In Process	In Process
ME	YES	NO	In Process	In Process
NC	YES	NO	In Process	In Process
NH	YES	NO	NO	YES
NJ	YES	NO	YES	YES
NM	YES	YES	Yes	
NY	YES	NO	YES	YES
OH	YES	NO	NO	In Process
OR	YES	NO	In Process	In Process
PA	YES	NO	In Process	In Process
TX	YES	NO	In Process	In Process
UT	YES	YES	Yes	
WY	YES	YES	Yes	

EXHIBIT E-5
GAAP Verification

VERIFICATION OF APPLICANT

I, Robert Beaty, being first duly sworn, state that:

1. I am President of Impact Telecom, Inc. (hereinafter "Company") the Applicant herein;
2. I have reviewed the matters set forth in the Application and Exhibits and the statements contained therein are true to the best of my knowledge, except as to those matters which are stated on information or belief, and as to those matters I believe them to be true; and
3. The Applicant agrees to keep local telephone records separate and apart from other accounting records in accordance with Generally Accepted Accounting Principals (GAAP).

Impact Telecom, Inc.

By: Robert M Beaty
Robert Beaty, President

State of Colorado

County of Arapahoe

Sworn to and subscribed before me this 6 day of November, 2009, by Robert Beaty personally known to me or proved to me on the basis of satisfactory evidence to be the person who appeared before me.

Mary Catherine Reichman
Notary Public

Name: Mary Catherine Reichman

My Commission Expires: July 22, 2010

[SEAL]

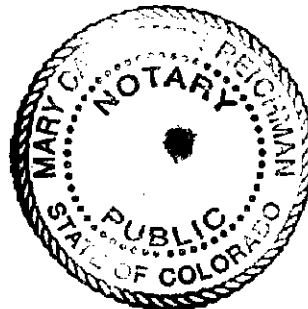


EXHIBIT E-6

Statement of Affiliates

Applicant has no affiliates, no parent company and no subsidiaries.

EXHIBIT F

Applicant's Proposed Interactions with other Carriers

Applicant proposes to provide, statewide, services of resold and wholesale interexchange telecommunication services.

Applicant is not facilities based, nor will it lease or maintain any facilities in the State of Ohio. As such, Applicant will not require interconnection or resale agreement from local exchange carriers.

Further, because Applicant will provide statewide interexchange telecommunication services, provisions governing the submission of 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 is not applicable to Applicant's resale and wholesale operations.

EXHIBIT G-1

Customer Bill Sample

impact hq

Billing Statement

Invoice Number: XXX
Invoice Date: 2009-10-01
Master Account: XXX-X
Page: 1

Account Summary

Questions, Problems?
Just Call (866)557-8919 for
information regarding your bill.

Remember to complete the
change of address section on
your payment coupon if you
have recently changed your
address.

Previous Balance	\$1.68	
Payments and Credits	\$0.00	
Balance Forward		\$1.68
Account Finance Charges	\$0.00	
Long Distance Charges	\$22.17	
Monthly Recurring Charges	\$0.00	
Non-Recurring Charges	\$0.00	
Federal, State, and Local Taxes	\$0.00	
Current Charges		\$22.17
New Balance		\$23.85

Customer Service

(866)557-8919

Fraud Reporting

(866)557-8919

Billing Questions

(866)557-8919

Please do not staple check to this remittance

impact hq

9250 E. Costilla Ave #400
Englewood, Colorado 80112

Invoice Number		
Account	Invoice Date	New Balance
1	2009-10-01	\$23.85

Invoice Due Date: 2009-10-07

Amount Enclosed
\$

Remit To:

Impact Telecom
9250 E. Costilla Avenue #400
Englewood, CO 80112

America, Inc.
123 Any Street
Corrales, NM 87048 USA



impact hq

Billing Statement

Invoice Number: XXX
Invoice Date: 2009-10-01
Master Account: XXX-X
Page: 2

Payments and Credits

Date	Description	
		\$0.00

Finance Charges

Date	Description	
		\$0.00

Questions, Problems?
Just Call (866)557-8919 for
information regarding your bill.

Remember to complete the
change of address section on
your payment coupon if you
have recently changed your
address.

Long Distance Charges

Date	Description	
2009-10-01	Telecommunication Charges	\$19.92
2009-10-01	Contract requires less than 10.00% of calls under 18 seconds Actual percentage is 24.800% of calls under 18 seconds	\$2.25
		\$22.17

Customer Service

(866)557-8919

Fraud Reporting

(866)557-8919

Billing Questions

(866)557-8919

Monthly Recurring Charges

Date	Description	
		\$0.00

Other Charges and Services

Date	Description	
		\$0.00

Federal State & Local Taxes

Date	Description	
		\$0.00

EXHIBIT G-2

Disconnection Notice Sample

NON-RESIDENTIAL DISCONNECTION NOTICE

Impact Telecom, Inc.
9250 E. Costilla Avenue, Ste. 400
Greenwood Village, CO 80112
Ph: (303) 779-5700
Fax: (303) 779-0500

(DATE)

Customer Name
Address 1
Address 2
City, State and Zip

Account Number: XXXXXXXX
Past Due Amount: \$xxx.xx

This will serve notice that Impact Telecom, Inc., intends to disconnect your long distance telephone service. Impact has decided to take this action, because it has not received payment for services since [insert date]. The total current amount due is [insert amount]. Failure to pay the required amount at the company's office by [insert date] may result in the disconnection of your long distance service. An additional charge for reconnection may apply if your service is disconnected.

The reason for disconnection of services are [insert reason]. In order to avoid disconnection, the subscriber must take the following action [insert action taken and amount of payment to be made which is not greater than the past due balance, not including non-regulated services]. The earliest date when disconnection will occur is [insert date].

You may contact us to make an inquiry, to discuss the delinquency, or to make a complaint.

Customer Service
Impact Telecom, Inc.
9250 E. Costilla Avenue, Ste. 400
Greenwood Village, CO 80112
1-877-427-8776

If you have a complaint in regard to this disconnection notice that cannot be resolved after you have called Impact, or for general information, you may contact the Public Utilities Commission of Ohio for assistance at 1-800-686-7826 (toll free) or for TTY at 1-800-686-1570 (toll free) from 8:00 a.m. to 5:00 p.m. weekdays, or at www.puco.ohio.gov.

You may also be charged a deposit prior to restoration of service, which is ["two-twelfths of the reasonably estimated charge for the following twelve months of service].

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