



PATRICK D. CROCKER
patrick@crockerlawfirm.com

September 10, 2010

Executive Secretary
Public Utilities Commission of Ohio
Docketing Division
180 East Broad St.
Columbia, OH 43215-3793

E-FILED VIA DIS SYSTEM

RE: Notice of Transfer of Ownership of Billing Services of America, Inc. to
James A. Holmquist Revocable Trust
Case No. 10-1356-TP-CIO

Dear Sir or Madam:

On behalf of Billing Services of America, Inc., a Nevada corporation, ("Company"), and each of the following persons: Kenneth Batten, Larry Correia ("Seller") and James A. Holmquist as Trustee of the James A. Holmquist Revocable Trust, under Agreement dated January 18, 2002 ("Buyer") (collectively the "Parties"), we hereby notify the Public Utilities Commission of Ohio ("Commission") of the proposed transfer of ownership of the above captioned company to the Buyer.

The Parties

The Company was organized on July 9, 2008, and is authorized to provide intrastate telecommunications services in 10 states. The Company is also authorized by the FCC to provide domestic interstate and international services as a non-dominant carrier. In Ohio, the Company was authorized to provide interexchange telecommunications services pursuant to Certificate Number 90-6390; Case No. 09-126-TP-ACE dated March 27, 2009. The Company's address will continue as follows:

Billing Services of America, Inc.
2050 Russet Way
Carson City, NV 89706
Phone Number: (877) 773-2888
Facsimile Number: (866) 293-6376

The principal address of the Buyer is:

James A. Holmquist Revocable Trust
Attn: James Holmquist, Trustee
31 Buckingham Way
Rancho Mirage, CA 92270

The Transaction

As set forth below, the proposed transaction will be consummated at the ownership level of Company and will not affect Company's certificate or operations in Ohio. Pursuant to the terms of a Share Purchase Agreement ("Agreement") dated August 31 2010, between the Parties, the Buyer will purchase all of the stock interests of the Company for cash. As a result, the Company will be owned by the Buyer.

The proposed transaction does not involve the transfer of any operating authority, assets, or customers. The Company's operations and customers will not be affected by the transaction. Although the Company's ownership will change, its operations and customers likewise will not be affected by the transaction. Immediately following the closing, the Company will continue to offer to its customers the same services at the same rates, terms and conditions as at present pursuant to existing authorizations, tariffs, contracts, and published rates and charges. The only change will be that the Company will be owned by the Buyer. The transaction is not expected to result in any discontinuance of service for any customer.

Public Interest Analysis

The transfer of ownership of the Company is in the public interest. The transfer will result in an entity better equipped to compete as a telecommunications service provider by combining the telecommunications expertise of Company and the management experience of the Buyer. In sum, the proposed transaction is expected to enhance the ability of the Company to provide high-quality telecommunications services, which should invigorate competition and thereby benefit consumers of such services.

Designated Contact

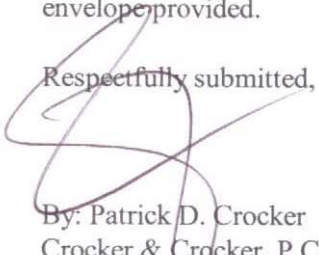
Questions concerning this matter should be directed to Patrick D. Crocker at the following:

Patrick D. Crocker
Crocker & Crocker, P.C.
107 W. Michigan Avenue, 4th Floor
Kalamazoo, MI 49007

Telephone: (269) 381-8893
Facsimile: (269) 381-4855
Email: patrick@crockerlawfirm.com

Please date stamp the extra enclosed duplicate copy of this letter and return it to our firm using the postage-paid envelope provided.

Respectfully submitted,



By: Patrick D. Crocker
Crocker & Crocker, P.C.
Attorneys for Billing Services of America, Inc.

PDC/pas

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

In the Matter of the Application of Billing Services of)
America, Inc. to Transfer Ownership to the)
James A. Holmquist Revocable Trust)

TRF Docket No. 90-____

Case No. 10 - 1356 - **TP** - CIO

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

Name of Registrant(s) BILLING SERVICES OF AMERICA, INC.
DBA(s) of Registrant(s) _____
Address of Registrant(s) 2050 Russett Way, Carson City, NV 89703
Company Web Address bsa.longdistancegroup.com
Regulatory Contact Person(s) Patrick D. Crocker Phone (269) 381-8888 Fax (269) 381-4855
Regulatory Contact Person's Email Address: contact@crockerlawfirm.com
Contact Person for Annual Report Patrick D. Crocker Phone (269) 381-8888
Address (if different from above) 107 W. Michigan Ave, 4th Floor, Kalamazoo, MI 49007
Consumer Contact Information Customer Service Department Phone (877) 773-2888
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, correction of textual error	<input type="checkbox"/> ZTA 1-6-04(B) (0 day Notice)	<input type="checkbox"/> ZTA 1-6-04(B) (0 day Notice)		
Change Terms and Conditions, Introduce non-recurring service charges	<input type="checkbox"/> ATA 1-6-04(B) (Auto 30 days)	<input type="checkbox"/> ATA 1-6-04(B) (Auto 30 days)		
Introduce or Increase Late Payment or Returned Check Charge	<input type="checkbox"/> ATA 1-6-04(B) (Auto 30 days)	<input type="checkbox"/> ATA 1-6-04(B) (Auto 30 days)		
Business Contract	<input type="checkbox"/> CTR 1-6-17 (0 day Notice)	<input type="checkbox"/> CTR 1-6-17 (0 day Notice)		
Withdrawal	<input type="checkbox"/> ATW 1-6-12(A) (Non-Auto)	<input type="checkbox"/> ATW 1-6-12(A) (Auto 30 days)		
Raise the Ceiling of a Rate	Not Applicable	<input type="checkbox"/> SLF 1-6-04(B) (Auto 30 days)		
Tier 2 Regulatory Treatment				
Residential - Introduce non-recurring service charges	<input type="checkbox"/> TRF 1-6-05(E) (0 day Notice)	<input type="checkbox"/> TRF 1-6-05(E) (0 day Notice)		
Residential - Introduce New Tariffed Tier 2 Service(s)	<input type="checkbox"/> TRF 1-6-05(C) (0 day Notice)	<input type="checkbox"/> TRF 1-6-05(C) (0 day Notice)	<input type="checkbox"/> TRF 1-6-05(C) (0 day Notice)	
Residential - Change Rates, Terms and Conditions, Promotions, or Withdrawal	<input type="checkbox"/> TRF 1-6-05(E) (0 day Notice)	<input type="checkbox"/> TRF 1-6-05(E) (0 day Notice)	<input type="checkbox"/> TRF 1-6-05(E) (0 day Notice)	
Residential - Tier 2 Service Contracts	<input type="checkbox"/> CTR 1-6-17 (0 day Notice)	<input type="checkbox"/> CTR 1-6-17 (0 day Notice)	<input type="checkbox"/> CTR 1-6-17 (0 day Notice)	
Commercial (Business) Contracts	Not Filed	Not Filed	Not Filed	
Business Services (see "Other" below)	Detariffed	Detariffed	Detariffed	
Residential & Business Toll Services (see "Other" below)	Detariffed	Detariffed	Detariffed	

Section I – Part II – Certificate Status and Procedural

Certificate Status	ILEC	CLEC	CTS	AOS/IOS
Certification (See Supplemental ACE form)		<input type="checkbox"/> ACE 1-6-10 (Auto 30 days)	<input type="checkbox"/> ACE 1-6-10 (Auto 30 days)	<input type="checkbox"/> ACE 1-6-10 (Auto 30 days)
Add Exchanges to Certificate	<input type="checkbox"/> ATA 1-6-09(C) (Auto 30 days)	<input type="checkbox"/> AAC 1-6-10(F) (0 day Notice)	CLECs must attach a current CLEC Exchange Listing Form	
Abandon all Services - With Customers	<input type="checkbox"/> ABN 1-6-11(A) (Non-Auto)	<input type="checkbox"/> ABN 1-6-11(A) (Auto 90 day)	<input type="checkbox"/> ABN 1-6-11(B) (Auto 14 day)	<input type="checkbox"/> ABN 1-6-11(B) (Auto 14 day)
Abandon all Services - Without Customers		<input type="checkbox"/> ABN 1-6-11(A) (Auto 30 days)	<input type="checkbox"/> ABN 1-6-11(B) (Auto 14 day)	<input type="checkbox"/> ABN 1-6-11(B) (Auto 14 day)
Change of Official Name (See below)	<input type="checkbox"/> ACN 1-6-14(B) (Auto 30 days)	<input type="checkbox"/> ACN 1-6-14(B) (Auto 30 days)	<input type="checkbox"/> CIO 1-6-14(A) (0 day Notice)	<input type="checkbox"/> CIO 1-6-14(A) (0 day Notice)
Change in Ownership (See below)	<input type="checkbox"/> ACO 1-6-14(B) (Auto 30 days)	<input type="checkbox"/> ACO 1-6-14(B) (Auto 30 days)	<input checked="" 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, Billing Services of America, Inc., 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) 9/10/10

at (Location) Kalamazoo, MI

*(Signature and Title)

Patrick D. Crocker, Attorney

(Date) 9/10/10

- 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, Larry Correia 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)

Patrick D. Crocker, Attorney

(Date) 9/10/10

*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**

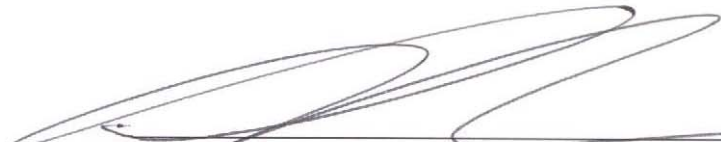
Or

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

VERIFICATION

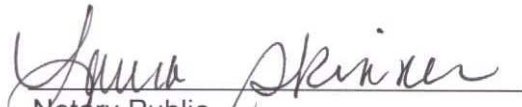
I, Larry Correia, do hereby verify that I have read the foregoing Petition and the statements made therein are true, correct, and complete to the best of my knowledge, information, and belief.

Executed on the 31ST day of AUGUST, 2010.



Larry Correia

Subscribed and sworn before me this 31ST day of AUGUST, 2010.


Notary Public



VERIFICATION

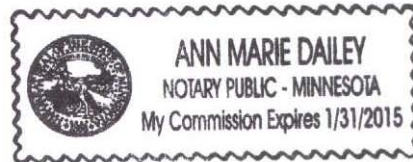
I, James A Holmquist, as Trustee of the James A. Holmquist Revocable Trust, under Agreement dated January 18, 2002, do hereby verify that I have read the foregoing Petition and the statements made therein are true, correct, and complete to the best of my knowledge, information, and belief.

Executed on the 31st day of August 2010.

James A Holmquist, Trustee
James A Holmquist as Trustee of the James
A. Holmquist Revocable Trust, under
Agreement dated January 18, 2002

Subscribed and sworn before me this 31st day of August, 2010.

Ann Marie Dailey
Notary Public

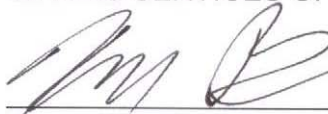


VERIFICATION

I, Kenneth Batten, President of BILLING SERVICES OF AMERICA, INC., am authorized to make this verification on its behalf. I do hereby verify that I have read the foregoing Petition and the statements made therein are true, correct, and complete to the best of my knowledge, information, and belief.

Executed on the 31st day of August 2010.

BILLING SERVICES OF AMERICA, INC.



Kenneth Batten, President

Subscribed and sworn before me this 31st day of August, 2010.

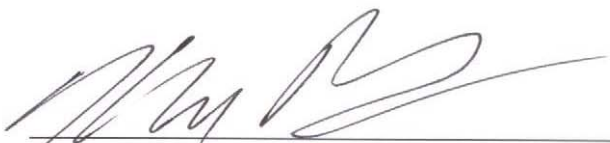

Notary Public




VERIFICATION

I, Kenneth Batten, do hereby verify that I have read the foregoing Petition and the statements made therein are true, correct, and complete to the best of my knowledge, information, and belief.

Executed on the 31st day of Aug, 2010.


Kenneth Batten

Subscribed and sworn before me this 31st day of Aug, 2010.


Notary Public



EXHIBITS

Exhibit A	Organizational Chart
Exhibit B	Description of Transaction and Rationale including public interest considerations
Exhibit C	Customer Notice
Exhibit D	Certificate of Good Standing
Exhibit E	List of Names, Addresses and Phone Numbers of Officers and Directors

EXHIBIT A

Organizational Chart

The company will continue as Billing Services of America, Inc. prior to and after the transaction.

The only change will be in the shareholders of the Company.

Shareholders:

Pre-transaction:

Larry Correia	100% ownership
2050 Russet Way	
Carson City, NV 89706	

Post-transaction:

James A. Holmquist Revocable Trust	100% ownership
31 Buckingham Way	
Rancho Mirage, CA 92270	

EXHIBIT B

Description of Transaction and Rationale including public interest considerations

Please See Cover Letter

EXHIBIT C

Customer Notice

Pursuant to Retail Rule 4901:1-6-14(A)(3), this transaction is transparent therefore no customer notice is necessary.

EXHIBIT D

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 **BILLING SERVICES OF AMERICA, INC.**, a Nevada corporation, having qualified to do business within the State of Ohio on September 11, 2008 under License No. 1805554 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 10th day of September, A.D. 2010*

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

Ohio Secretary of State

Validation Number: V2010253S42661

EXHIBIT E

List of Names, Addresses and Phone Numbers of Officers and Directors

Pre-transaction:

<u>Name</u>	<u>Officers/Directors</u>
Kenneth Batten 2050 Russett Way Carson City, NV 89703 (877) 713-2888	President/Secretary/Treasurer/Director

Post-transaction:

<u>Name</u>	<u>Officers/Directors</u>
Jim Holmquist 31 Buckingham Way Rancho Mirage, CA 92270 (877) 713-2888	President/Secretary/Treasurer/Director

This foregoing document was electronically filed with the Public Utilities

Commission of Ohio Docketing Information System on

9/10/2010 2:17:44 PM

in

Case No(s). 10-1356-TP-CIO

Summary: Application In the matter of the Application of Billing Services of America, Inc. to Transfer Ownership to the James A. Holmquist Revocable Trust electronically filed by Mr. Patrick D. Crocker on behalf of BILLING SERVICES OF AMERICA, INC.