

PENDING PETITION MEMO

Date: 1/25/2008

TO : OT
OGC

FROM: CENTRAL OPERATIONS

UTILITY: WHOLESALE CARRIER SERVICES, INC.

SUBJECT: 08-C-0067

Petition of Wholesale Carrier Services, Inc. to Amend its Certificate of Public Convenience and Necessity to Add Certification as a Common Carrier.

Lance J.M. Steinhart, P.C.
Attorney At Law
1720 Windward Concourse
Suite 115
Alpharetta, Georgia 30005

2008 JAN 23 AM 9:42

Also Admitted in New York
and Maryland

Telephone: (770) 232-9200
Facsimile: (770) 232-9208
Email: lsteinhart@telecomcounsel.com

January 22, 2008

VIA OVERNIGHT DELIVERY

Ms. Jaclyn A. Brilling
Acting Executive Secretary
State of New York
Department of Public Service
Public Service Commission
Three Empire State Plaza
Albany, New York 12223-1350
(518) 474-6530

SCANNED

Re: Wholesale Carrier Services, Inc.

Dear Ms. Brilling:

On behalf of Wholesale Carrier Services, Inc. enclosed please find one original and four (4) copies of Wholesale Carrier Services, Inc.'s Petition to Amend Certificate of Public Convenience and Necessity to Add Certification as a Common Carrier.

This filing includes an interexchange tariff consisting of sheets 1 through 39 bearing an issue date of January 23, 2008 and an effective date of April 22, 2008 and a local exchange tariff bearing an issue date of January 23, 2008 and an effective date of April 22, 2008. Both enclosed tariffs are to replace the current tariff No. 1 and No. 2 in their entirety.

I have also enclosed an extra copy of this letter to be date stamped and returned to me in the enclosed, self-addressed, postage prepaid envelope. If you have any questions, or if I may provide you with additional information, please do not hesitate to call me.

Respectfully submitted,


Lance J.M. Steinhart
Attorney for Wholesale Carrier Services, Inc.

Enclosures

cc: Chris Barton

**STATE OF NEW YORK
PUBLIC SERVICE COMMISSION**

In the Matter of)	
)	
Wholesale Carrier Services, Inc.)	
)	
Petition to Amend Certificate of Public Convenience)	
And Necessity to Add)	
Certification as a Common Carrier)	Case No.

**PETITION TO AMEND CERTIFICATE OF PUBLIC CONVENIENCE AND
NECESSITY TO ADD
CERTIFICATION AS A COMMON CARRIER**

Wholesale Carrier Services, Inc. (hereinafter "Applicant"), through its attorney, hereby petitions the New York Public Service Commission (hereinafter the "Commission") to Amend its Certificate of Public Convenience and Necessity to Operate as a reseller of interstate and intrastate telephone service, including local exchange services (local dial-tone) within New York which was issued on January 23, 2002 in Case No. 02-C-0030, to add Certification as a Common Carrier pursuant to Section 99 of New York State Public Service Law. In support thereof, the following information is provided:

1. Identification of applicant and principal business office:

Company Name:

Wholesale Carrier Services, Inc.

Street Address:

5471 N. University Drive Coral Springs, Florida 33067

President and Telephone/Fax:

Chris S. Barton President/CEO/VP/Secretary/Treasurer

Telephone: (954) 227-1700; Fax: (561) 750-7244

Other Officers and Telephone/Fax:

Greg King CIO
Marcey Gavid Executive VP
Randee Jennings Vice-President, Operations

Telephone: (954) 227-1700; Fax: (561) 750-7244

Copies of all correspondence should be sent to Lance J.M. Steinhart, Esq., 1720 Windward Concourse, Suite 115, Alpharetta, Georgia 30005 who can be reached at 770-232-9200 (telephone), 770-232-9208 (facsimile), and lsteinhart@telecomcounsel.com (e-mail).

2. Consumer Complaint Contact:

Randee Jennings, VP of Operations

5471 N. University Drive, Coral Springs, Florida 33067

Telephone/Fax:

Telephone: (954) 227-1700; Fax: (561) 750-7244

3. Authority to Transact Business in New York

A copy of the company's Articles of Incorporation and, if not incorporated in New York State, a copy of the authority to transact business in New York State (foreign business authority) is attached hereto as Exhibit A.

4. General description of the services to be offered and how it would enhance competition in the area to be served.

Upon receiving certification, the company intends to provide interstate and intrastate resold and facilities-based/UNE telecommunications services in New York, including the following:

Applicant's currently has tariffs on file with the Commission, and such tariffs are incorporated herein by this reference. Applicant's new proposed tariffs are attached hereto as Exhibit B. The Applicant will amend its local exchange tariff, if necessary, upon grant of this Petition.

5. Description of the plant and system to be constructed and the anticipated construction schedule.

The Applicant will initially provide services by purchasing unbundled network elements ("UNE's) or the equivalent thereof, from Verizon, through a combination of interconnection and commercial agreements. The Applicant may construct its own transmission and switching facilities, utilizing fiber optics, microwave, copper cables, carrier, digital, analog, and other technologies. Remote vehicles and other switches may subsequently be installed in other areas. The facilities may be used for both switched and private line traffic and shall include the provision of business switched local exchange service. The facilities constructed by the Applicant may be used separately or in conjunction with similar facilities provided by or obtained from other entities.

The Applicant anticipates that its initial operations will be conducted in Manhattan, where its initial switching equipment, if required, will be located, and it will service customers in Manhattan, as well as the boroughs of Brooklyn, the Bronx, Queens and Staten Island. Future expansion will occur in other areas of the state as may be authorized by tariff. Accordingly, the Applicant requests statewide certification.

6. Statement regarding switching customers

The company has never acquired a customer by switching it from another company without the customer's authorization.

1. Interexchange (switched and dedicated services):

- A. 1+ and 101XXXX outbound dialing;
- B. 800/888 toll-free inbound dialing;
- C. Calling cards;
- D. Directory Assistance; and
- E. Frame Relay, T-1 and other high capacity services.

2. Local Exchange:

- A. Local Exchange Services that will enable customers to originate and terminate local calls in the local calling area served by other LECs, including local dial tone and custom calling features.
- B. Switched local exchange services such as flat-rated and measure-rated local services; vertical services, Direct Inward and Outward Dialed trunks, carrier access, public and semi-public coin telephone services, and any other switched local services that currently exist or will exist in the future.
- C. Non-switched local services (*e.g.*, private line) that currently exist or will exist in the future.
- D. Centrex and/or Centrex-like services that currently exist or will exist in the future.
- E. Digital subscriber line, ISDN, and other high capacity line services.

Grant of this Application will further the public interest and enhance competition by expanding the availability of competitive telecommunications services in the State of New York. In addition, intrastate offering of these services is in the public interest because the services will provide customers with access to new technologies and service choices, and can permit customers to achieve increased efficiencies and cost savings.

In particular, the public will benefit directly, through the use of the competitive services to be offered by Applicant, and indirectly, because the presence of Applicant in this market will increase the incentives for other telecommunications providers to operate more efficiently, offer more innovative services, reduce their prices, and improve their quality of service.

7. Statement regarding complaints

The company was never the subject of a complaint and/or investigation for unauthorized switching of a customer's local or long distance service from one carrier to another.

8. Federal Employer Identification Number.

Applicant's federal employer identification number is 65-0667666.

9. Access to public safety/emergency telephone services, access to the statewide relay system and lifeline service & Compliance with Commission's Order in Case 94-C-0095, issued May 22, 1996.

The Applicant will comply with all of the requirements set forth in the Commission's Order in Case 94-C-0095, issued May 22, 1996. The specific methodology for such compliance is set forth in Exhibit C which is attached hereto.

10. "0-" call processing

The company will have "0-" emergency calls processed by the ILEC or other "0-" certified operator services provider.

11. IntraLATA presubscription implementation plan.

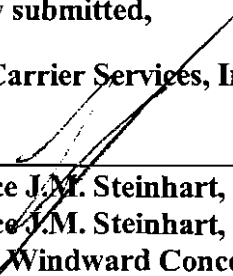
A copy of the Applicant's IntraLATA presubscription implementation plan is included as Section 2.18 in Applicant's proposed interexchange tariff.

In view of the foregoing, Applicant hereby respectfully submits that the Public Convenience and Necessity would be served by the grant of its Certification as a Common Carrier and its Certificate of Public Convenience and Necessity to operate as a reseller and facilities-based/UNE provider of local exchange and interexchange telephone services within the State of New York.

Respectfully submitted,

Wholesale Carrier Services, Inc.

By:



Lance J.M. Steinhart, Esq.
Lance J.M. Steinhart, P.C.
1720 Woodward Concourse
Suite 115
Alpharetta, Georgia 30005
770-232-9200 (Phone)
770-232-9208 (Fax)
lsteinhart@telecomcounsel.com (Email)
Its Attorney

Alpharetta, Georgia

Jan 22, 2008

LIST OF EXHIBITS

Exhibit A - Authority To Transact Business & Articles of Incorporation

Exhibit B – Proposed Interexchange Tariff

Exhibit C - Compliance with the Commission's Order in Case 94-C-0095

**Exhibit A - Authority to Transact Business
& Articles of Incorporation**

NYS Department of State

Division of Corporations

Entity Information

Selected Entity Name: WHOLESALE CARRIER SERVICES, INC.

Selected Entity Status Information

Current Entity Name: WHOLESALE CARRIER SERVICES, INC.

Initial DOS Filing Date: DECEMBER 17, 2001

County: NEW YORK

Jurisdiction: FLORIDA

Entity Type: FOREIGN BUSINESS CORPORATION

Current Entity Status: ACTIVE

Selected Entity Address Information

DOS Process (Address to which DOS will mail process if accepted on behalf of the entity)

NATIONAL REGISTERED AGENTS
875 AVE OF THE AMERICAS
STE 501
NEW YORK, NEW YORK, 10001

Chairman or Chief Executive Officer

PATRICIA SAFER
5471 N UNIVERSITY DR
CORAL SPRINGS, FLORIDA, 33067

Principal Executive Office

WHOLESALE CARRIER SERVICES, INC.
5471 N UNIVERSITY DR
CORAL SPRINGS, FLORIDA, 33067

Registered Agent

NATIONAL REGISTERED AGENTS, INC.
SUITE 501
875 AVENUE OF THE AMERICAS
NEW YORK, NEW YORK, 10001

NOTE: New York State does not issue organizational identification numbers.

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FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham
Secretary of State

May 20, 1996

AMERILAWYER
343 ALMERIA AVENUE
CORAL GABLES, FL 33134

The Articles of Incorporation for WHOLESAL CARRIER SERVICES, INC. were filed on May 20, 1996 and assigned document number P96000042828. Please refer to this number whenever corresponding with this office regarding the above corporation.

PLEASE NOTE: COMPLIANCE WITH THE FOLLOWING PROCEDURES IS ESSENTIAL TO MAINTAINING YOUR CORPORATE STATUS. FAILURE TO DO SO MAY RESULT IN DISSOLUTION OF YOUR CORPORATION.

A CORPORATION ANNUAL REPORT MUST BE FILED WITH THIS OFFICE BETWEEN JANUARY 1 AND MAY 1 OF EACH YEAR BEGINNING WITH THE CALENDAR YEAR FOLLOWING THE YEAR OF THE FILING DATE NOTED ABOVE AND EACH YEAR THEREAFTER. FAILURE TO FILE THE ANNUAL REPORT ON TIME MAY RESULT IN ADMINISTRATIVE DISSOLUTION OF YOUR CORPORATION.

A FEDERAL EMPLOYER IDENTIFICATION (FEI) NUMBER MUST BE SHOWN ON THE ANNUAL REPORT FORM PRIOR TO ITS FILING WITH THIS OFFICE. CONTACT THE INTERNAL REVENUE SERVICE TO INSURE THAT YOU RECEIVE THE FEI NUMBER IN TIME TO FILE THE ANNUAL REPORT. TO OBTAIN A FEI NUMBER, CONTACT THE IRS AT 1-800-829-3676 AND REQUEST FORM SS-4.

SHOULD YOUR CORPORATE MAILING ADDRESS CHANGE, YOU MUST NOTIFY THIS OFFICE IN WRITING, TO INSURE IMPORTANT MAILINGS SUCH AS THE ANNUAL REPORT NOTICES REACH YOU.

Should you have any questions regarding corporations, please contact this office at the address given below.

Vickie Whitfield, Corporate Specialist
New Filings Section

Letter Number: 996A00024981

ARTICLES OF INCORPORATION
OF
WHOLESALE CARRIER SERVICES, INC.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
96 MAY 20 PM 3:27

The undersigned subscriber to these Articles of Incorporation is a natural person competent to contract and hereby form a Corporation for profit under Chapter 607 of the Florida Statutes.

ARTICLE 1 - NAME

The name of the Corporation is **WHOLESALE CARRIER SERVICES, INC.**, (hereinafter, "Corporation").

ARTICLE 2 - PURPOSE OF CORPORATION

The Corporation shall engage in any activity or business permitted under the laws of the United States and of the State of Florida.

ARTICLE 3 - PRINCIPAL OFFICE

The address of the principal office of this Corporation is 7040 West Palmetto Park Road, Suite 243, Boca Raton, Florida 33433 and the mailing address is the same.

ARTICLE 4 - INCORPORATOR

The name and street address of the incorporator of this Corporation is:

Elsie Sanchez
343 Almeria Avenue
Coral Gables, Florida 33134

ARTICLE 5 - OFFICERS

The officers of the Corporation shall be:

President:	Chris S. Barton
Secretary:	Chris S. Barton
Treasurer:	Chris S. Barton

whose addresses shall be the same as the principal office of the Corporation.



ARTICLE 6 - DIRECTOR(S)

The Director(s) of the Corporation shall be:

Chris S. Barton

whose addresses shall be the same as the principal office of the Corporation.

ARTICLE 7 - CORPORATE CAPITALIZATION

7.1 The maximum number of shares that this Corporation is authorized to have outstanding at any time is **SEVEN THOUSAND FIVE HUNDRED (7,500)** shares of common stock, each share having the par value of **ONE DOLLAR (\$1.00)**.

7.2 No holder of shares of stock of any class shall have any preemptive right to subscribe to or purchase any additional shares of any class, or any bonds or convertible securities of any nature; provided, however, that the Board of Director(s) may, in authorizing the issuance of shares of stock of any class, confer any preemptive right that the Board of Director(s) may deem advisable in connection with such issuance.

7.3 The Board of Director(s) of the Corporation may authorize the issuance from time to time of shares of its stock of any class, whether now or hereafter authorized, or securities convertible into shares of its stock of any class, whether now or hereafter authorized, for such consideration as the Board of Director(s) may deem advisable, subject to such restrictions or limitations, if any, as may be set forth in the bylaws of the Corporation.

7.4 The Board of Director(s) of the Corporation may, by Restated Articles of Incorporation, classify or reclassify any unissued stock from time to time by setting or changing the preferences, conversions or other rights, voting powers, restrictions, limitations as to dividends, qualifications, or term or conditions of redemption of the stock.

ARTICLE 8 - SUB-CHAPTER S CORPORATION

The Corporation may elect to be an S Corporation, as provided in Sub-Chapter S of the Internal Revenue Code of 1986, as amended.



8.1 The shareholders of this Corporation may elect and, if elected, shall continue such election to be an S Corporation as provided in Sub-Chapter S of the Internal Revenue Code of 1986, as amended, unless the shareholders of the Corporation unanimously agree otherwise in writing.

8.2 After this Corporation has elected to be an S Corporation, none of the shareholders of this Corporation, without the written consent of all the shareholders of this Corporation shall take any action, or make any transfer or other disposition of the shareholders' shares of stock in the Corporation, which will result in the termination or revocation of such election to be an S Corporation, as provided in Sub-chapter S of the Internal Revenue Code of 1986, as amended.

8.3 Once the Corporation has elected to be an S Corporation, each share of stock issued by this Corporation shall contain the following legend:

"The shares of stock represented by this certificate cannot be transferred if such transfer would void the election of the Corporation to be taxed under Sub-Chapter S of the Internal Revenue Code of 1986, as amended."

ARTICLE 9 - SHAREHOLDERS' RESTRICTIVE AGREEMENT

All of the shares of stock of this Corporation may be subject to a Shareholders' Restrictive Agreement containing numerous restrictions on the rights of shareholders of the Corporation and transferability of the shares of stock of the Corporation. A copy of the Shareholders' Restrictive Agreement, if any, is on file at the principal office of the Corporation.

ARTICLE 10 - POWERS OF CORPORATION

The Corporation shall have the same powers as an individual to do all things necessary or convenient to carry out its business and affairs, subject to any limitations or restrictions imposed by applicable law or these Articles of Incorporation.

ARTICLE 11 - TERM OF EXISTENCE

This Corporation shall have perpetual existence.



ARTICLE 12 - REGISTERED OWNER(S)

The Corporation, to the extent permitted by law, shall be entitled to treat the person in whose name any share or right is registered on the books of the Corporation as the owner thereto, for all purposes, and except as may be agreed in writing by the Corporation, the Corporation shall not be bound to recognize any equitable or other claim to, or interest in, such share or right on the part of any other person, whether or not the Corporation shall have notice thereof.

ARTICLE 13 - REGISTERED OFFICE AND REGISTERED AGENT

The initial address of registered office of this Corporation is AmeriLawyer® Chartered, located at 343 Almeria Avenue, Coral Gables, Florida 33134. The name and address of the registered agent of this Corporation is AmeriLawyer® Chartered, 343 Almeria Avenue, Coral Gables, Florida 33134.

ARTICLE 14 - BYLAWS

The Board of Director(s) of the Corporation shall have power, without the assent or vote of the shareholders, to make, alter, amend or repeal the Bylaws of the Corporation, but the affirmative vote of a number of Directors equal to a majority of the number who would constitute a full Board of Director(s) at the time of such action shall be necessary to take any action for the making, alteration, amendment or repeal of the Bylaws.

ARTICLE 15 - EFFECTIVE DATE

These Articles of Incorporation shall be effective immediately upon approval of the Secretary of State, State of Florida.

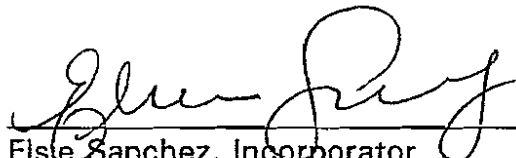
ARTICLE 16 - AMENDMENT

The Corporation reserves the right to amend, alter, change or repeal any provision contained in these Articles of Incorporation, or in any amendment hereto, or to add any provision to these Articles of Incorporation or to any amendment hereto, in any manner now or hereafter prescribed or permitted by the provisions of any applicable statute of the State of Florida, and all rights conferred upon shareholders in these Articles of Incorporation or any amendment hereto are granted subject to this reservation.



IN WITNESS WHEREOF, I have hereunto set my hand and seal, acknowledged and filed the foregoing Articles of Incorporation under the laws of the State of Florida, this

MAY 16 1996


Elsie Sanchez, Incorporator

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
96 MAY 20 PM 3:27

**ACCEPTANCE OF REGISTERED AGENT DESIGNATED
IN ARTICLES OF INCORPORATION**

AmeriLawyer® Chartered, having a business office identical with the registered office of the Corporation name above, and having been designated as the Registered Agent in the above and foregoing Articles of Incorporation, is familiar with and accepts the obligations of the position of Registered Agent under the applicable provisions of the Florida Statutes.

AmeriLawyer® Chartered

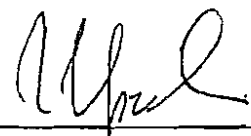
By: 
Lawrence J. Spiegel, President



Exhibit B – Proposed Tariffs