

PENDING PETITION MEMO

Date: 6/7/2007

TO : Office of Telecommunications  
Office of General Counsel

FROM: CENTRAL OPERATIONS

UTILITY: OAK GROVE HOLDINGS CORP.

SUBJECT: 07-C-0654

Petition of Oak Grove Holdings Corp. for an Original Certificate of Public Convenience and Necessity for Certification as a Reseller of Long Distance Telephone Service.

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

Also Admitted in New York  
and Maryland

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

June 5, 2007

**VIA OVERNIGHT DELIVERY**

Ms. Jaclyn A. Brillling  
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

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Re: Oak Grove Holdings Corp.

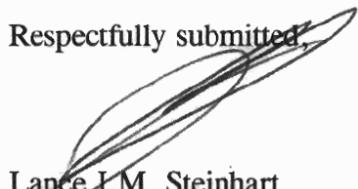
Dear Ms. Brillling:

On behalf of Oak Grove Holdings Corp. enclosed please find one original and four (4) copies of Oak Grove Holdings Corp.'s Petition for a Certificate of Public Convenience and Necessity as a Reseller of Long Distance Telephone Services.

This filing includes a tariff consisting of sheets 1 through 65 bearing an issue date of June 6, 2007 and an effective date of September 4, 2007. Oak Grove Holdings Corp. hereby requests that its tariff become effective on the earliest possible date following certification.

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 Oak Grove Holdings Corp.

Enclosures

cc: Enrique Quimper

**STATE OF NEW YORK  
PUBLIC SERVICE COMMISSION**

**In the Matter of** )  
 )  
**Oak Grove Holdings Corp.** )  
 )  
**Application For a Certificate of Public** )  
**Convenience and Necessity** )  
**For Certification** )  
**as a Reseller of Long Distance Telephone Services** ) **Case No.**

**APPLICATION FOR A CERTIFICATE OF PUBLIC CONVENIENCE AND  
NECESSITY FOR CERTIFICATION AS A RESELLER OF LONG DISTANCE  
TELEPHONE SERVICES**

Oak Grove Holdings Corp. (hereinafter the "Applicant"), through its attorney, hereby petitions the New York Public Service Commission (hereinafter the "Commission") for a Certificate of Public Convenience and Necessity for Certification as a Reseller of Long Distance Telephone Services 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:**

- o Company Name: Oak Grove Holdings Corp.
- o Street Address: 222 E. 34th Street, Suite 2223, New York, New York 10016
- o President and Telephone/Fax
- o Marcelo Krikler
- o Telephone: (305) 531-5218
- o Fax: (305) 673-6938

**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:**

Marcelo Krikler, President

222 E. 34th Street, Suite 2223, New York, New York 10016

Telephone/Fax:

Telephone: (305) 531-5218; Fax: (305) 673-6938

**3. Authority to Transact Business in New York**

A copy of the company's Certificate of Incorporation 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 telecommunications services in New York, including the following:

Interexchange (switched and dedicated services):

- A. 1+ and 101XXXXX outbound dialing;
- B. 800/888 toll-free inbound dialing;
- C. Calling cards;
- D. Directory Assistance; and
- E. Frame Relay and other data 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. Applicant's entry into the telecommunications services market thereby will enhance materially the telecommunications infrastructure in the State of New York and will facilitate economic development.

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.

**5. Compliance with Commission's Order in Case 94-C-0095, issued May 22, 1996.**

The Applicant does not intend to resell local exchange services.

**6. Statement regarding switching customers**

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

**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 54-2190249.

**9. Tariff**

Applicant's proposed interexchange tariff is attached hereto as Exhibit B.

**10. IntraLATA presubscription implementation plan.**

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 a Certificate of Public Convenience and Necessity for Certification as a Reseller of Long Distance Telephone Services within the State of New York.

**Respectfully submitted,**

**Oak Grove Holdings Corp.**

By:

  
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770-232-9208 (Fax)  
lsteinhart@telecomcounsel.com (Email)  
Its Attorney

**Alpharetta, Georgia**

June 5, 2007

## **LIST OF EXHIBITS**

**Exhibit A - Certificate of Incorporation**

**Exhibit B – Interexchange Tariff**

**Exhibit A - Certificate of Incorporation**

**CERTIFICATE OF INCORPORATION**

**OF**

**OAK GROVE HOLDINGS CORP.**

**Under Section 402 of the Business Corporation Law**

**Drawdown G6**

**Filed By: Spiegel & Utren, P.A. P.C.  
45 John Street, Suite 711  
New York, New York 10038**

# CERTIFICATE OF INCORPORATION

Drawdot 11 G6

OF

**OAK GROVE HOLDINGS CORP.**

**UNDER SECTION 402 OF THE  
BUSINESS CORPORATION LAW**

The undersigned, natural person of the age of 18 years or more, acting as Incorporator of a Corporation under Section 402 of the Business Corporation Law, hereby adopts the following Certificate of Incorporation for such Corporation.

## ARTICLE 1 - NAME

The name of the Corporation is **OAK GROVE HOLDINGS CORP.**, hereinafter, "Corporation").

## ARTICLE 2 - PURPOSE OF CORPORATION

This Corporation is formed to engage in any lawful act or activity for which a Corporation may be organized under the Business Corporation Law, provided that it will not engage in any act or activity requiring the consent or approval of any state official, department, board, agency or other body until such consent or approval is obtained.

## ARTICLE 3 - COUNTY OF THE OFFICE OF THE CORPORATION

The county within the State of New York, in which the office of the Corporation is to be located is Suffolk County.

## ARTICLE 4 - INCORPORATOR

The name and street address of the incorporator of this Corporation is Elsie Sanchez at 45 John Street, Suite 711, New York, New York 10038.

## ARTICLE 5 - CORPORATE CAPITALIZATION

5.1 The maximum number of shares that this Corporation is authorized to issue is **TWENTY THOUSAND (20,000)** shares of common stock, each share having the par value of **ONE DOLLAR (\$1.00)**.

5.2 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.

5.3 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.

5.4 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 6 - 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 7 - 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 this Certificate of Incorporation.

## ARTICLE 8 - TERM OF EXISTENCE

This Corporation shall have perpetual existence.

## ARTICLE 9 - 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 10 - SECRETARY OF STATE AS AGENT OF CORPORATION

The Secretary of State of New York is designated agent of the corporation on whom process against it may be served. The Secretary of State shall mail a copy of any process against the corporation served on him to 45 John Street, Suite 711, New York, New York 10038.

## ARTICLE 11 - REGISTERED AGENT

The name of the registered agent upon whom and the address of the registered agent at which process against the corporation may be served is Spiegel & Utrera, P.A., P.C. at 45 John Street, Suite 711, New York, New York 10038.

## ARTICLE 12 - 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 13 - AMENDMENT

The Corporation reserves the right to amend, alter, change or repeal any provision contained in this Certificate of Incorporation, or in any amendment hereto, or to add any provision to this Certificate 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 New York, and all rights conferred upon shareholders in this Certificate of Incorporation or any amendment hereto are granted subject to this reservation.

IN WITNESS WHEREOF, this certificate has been subscribed this 21 December 2005, by the undersigned, who affirms that the statements made herein are true under penalties of perjury.



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Elsie Sanchez, Incorporator  
45 John Street, Suite 711  
New York, New York 10038.

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