

**Lance J.M. Steinhart, P.C.**

Attorney At Law  
1720 Windward Concourse  
Suite 115  
Alpharetta, Georgia 30005

Also Admitted in New York  
and Maryland

Telephone: (770) 232-9200

Facsimile: (770) 232-9208

Email: lsteinhart@telecomcounsel.com

July 30, 2009

VIA OVERNIGHT DELIVERY

Utah Public Service Commission  
160 East 300 South  
Salt Lake City, UT 84145  
Att: Ms. Julie Orchard  
Commission Secretary

Re: Petition of Velocity The Greatest Phone Company Ever, Inc. for Authority to Compete as a Telecommunications Corporation and to Offer Public Local Exchange and Interexchange Telecommunications Services - Request for Agency Action

Dear Ms. Orchard:

Enclosed please find for filing an original and fifteen (15) copies of the Petition of VELOCITY THE GREATEST PHONE COMPANY EVER, INC. for Authority to Compete as a Telecommunications Corporation and to Offer Public Local Exchange and Interexchange Telecommunications Services, along with a check in the amount of \$100.00 payable to the Utah PSC to cover the filing fee. An electronic version has also been filed in word format to Merilee Livingston at milivingston@utah.gov on July 30, 2009.

**APPLICANT HAS ALSO ENCLOSED ONE COPY OF FINANCIAL STATEMENTS IN A SEPARATE ENVELOPE MARKED "CONFIDENTIAL AND PROPRIETARY" AND RESPECTFULLY REQUESTS CONFIDENTIAL TREATMENT OF THE ENCLOSED FINANCIAL INFORMATION. APPLICANT EXPECTS THAT THIS INFORMATION WILL BE RESTRICTED TO COUNSEL, AGENTS AND EMPLOYEES WHO ARE SPECIFICALLY ASSIGNED TO THIS APPLICATION BY THE COMMISSION.**

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

Respectfully submitted,

Lance M. Steinhart, Attorney for  
Velocity The Greatest Phone Company Ever, Inc.

Enclosures

cc: Judi Reed (w/enc)  
Merilee Livingston via e-mail: milivingston@utah.gov

SECURITY WARNING: THE FACE OF THIS DOCUMENT FEATURES A COLORED BACKGROUND AND MICROPRINT BORDERS. THE REVERSE SIDE FEATURES ARTIFICIAL WATERMARKS.

VELOCITY, THE GREATEST PHONE COMPANY EVER, INC.  
7130 SPRING MEADOWS WEST DRIVE  
HOLLAND, OH 43528

NATIONAL CITY

6-12/410

4132

DATE

4/1/2009

PAY TO THE  
ORDER OF

Utah Public Service Commission

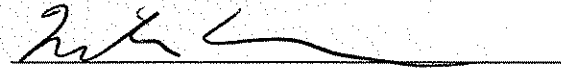
\$ \*\*100.00

One Hundred and 00/100\*\*\*\*\*

DOLLARS

Utah Public Service Commission

MEMO



⑈004132⑈ ⑆041000124⑆ 985124322⑈

VELOCITY, THE GREATEST PHONE COMPANY EVER, INC.

4132

Utah Public Service Commission  
Fees:Filing

4/1/2009

100.00

National City #4322

100.00

TO REORDER CHECKS PLEASE CALL PRINT E-Z AT 845-782-5832 OR VISIT US AT WWW.PRINTEZ.COM

**Lance J.M. Steinhart**  
**Lance J.M. Steinhart, PC**  
**1720 Windward Concourse**  
**Suite 115**  
**Alpharetta, Georgia 30005**  
**Telephone: 770/232-9200**  
**Facsimile: 770/232/9208**  
**E-mail: lsteinhart@telecomcounsel.com**  
**Date Submitted:**

**BEFORE THE PUBLIC SERVICE COMMISSION OF UTAH**

<b>In the Matter of the Petition</b>	)	
<b>of Velocity The Greatest Phone</b>	)	
<b>Company Ever, Inc.</b>	)	
	)	<b>DOCKET NO.</b>
<b>for Authority to Compete as a</b>	)	
<b>Telecommunications Corporation</b>	)	<b>REQUEST FOR AGENCY ACTION</b>
<b>and to offer Interexchange and</b>	)	
<b>Public Local Exchange</b>	)	
<b>Telecommunications Services</b>	)	

Velocity The Greatest Phone Company Ever, Inc., ("Velocity") hereby requests agency action from the Utah Public Service Commission (the "Commission") pursuant to the Commission's Rules of Practice and Procedure (Utah Admin. Code R746-100) and Section 63-46b-3 of the Utah Administrative Procedures Act. Velocity petitions the Commission for authority to compete as a telecommunications corporation (as defined at Utah Code Ann. § 54-8b-2(7)) and to compete in providing interexchange and public local exchange telecommunications services (as defined at Utah Code Ann. § 54-8b-2(6)) in Utah. In support of this Request for Agency Action, Velocity alleges as follows:

## DESCRIPTION OF PETITIONER

1. Velocity is incorporated in the State of Delaware and is in good standing under the laws of that state. The Company was incorporated on October 24, 2005 as Velocity The Greatest Phone Company Ever, Inc.. The Company is authorized to do business as a foreign corporation in the State of Utah.

2. Velocity The Greatest Phone Company Ever, Inc. has no parent company or subsidiaries.

3. Velocity is a Delaware Corporation with offices located at 7130 Spring Meadows West Drive, Holland, Ohio 43528; (419) 868-9983 (Phone); and (419) 868-9986 (Fax). The company's contact for customer complaints is Chip Werner, Vice President-Operations. The toll-free number for customer service is (866) 983-5624.

The name, address and telephone number (including toll free number from desired Utah service areas) electronic mailing address of the persons responsible for resolving complaints, inquires, and matters concerning rates and price lists and/or tariffs.

Chip Werner, Vice President-Operations  
(866) 983-5624  
7130 Spring Meadows West Drive, Holland, Ohio 43528  
(419) 868-9983 (Phone)  
chip@velocity.org (E-mail)

4. Velocity was formed in Delaware to provide a comprehensive package of voice and data telecommunications services to its targeted customers, primarily small to mid-sized business and residential customers. An organization chart listing all the Company employees currently working or that plan to be working in or for Utah operations, their job titles, and responsibilities is attached hereto as Exhibit 10.

5. Velocity has access to the financial and capital necessary to conduct its telecommunications operations as specified herein. Velocity is financially qualified to provide resold telecommunications services in the State. Velocity has extensive experience in providing telecommunications services, and is currently providing service in California, Colorado, Florida, Idaho, Iowa, Kentucky, Massachusetts, Michigan, Montana, New Jersey, New York, Pennsylvania, Rhode Island, Utah and Washington. Velocity will rely upon existing financial, personnel and technological resources to provide the proposed local exchange services.

6. Velocity is financially and technically qualified to provide public telecommunications services in the State of Utah and has complied with or will comply with all legal requirements to act as a telecommunications corporation and to provide public telecommunications services in the State of Utah.

#### **JURISDICTION**

7. The Commission has jurisdiction to supervise and regulate every public utility in the State of Utah, including telephone corporations, under Utah Code Ann. Title 54 (the "Act").

**PROPOSED UTAH SERVICES OF Velocity**

8. Velocity hereby petitions the Commission for the legal authority as a telecommunications corporation to provide to provide all forms of intrastate interexchange and local exchange telecommunications services. Upon initiation of service in Utah, Velocity The Greatest Phone Company Ever, Inc., (Velocity) proposes to offer resold interexchange and local exchange services. Services will be provided by utilizing the facilities of incumbent local exchange carriers ("LECs") and facilities-based interexchange carriers, such as Qwest, WorldCom, and Global Crossing. Velocity may provide all forms of intrastate interexchange and local exchange telecommunications services including:

Interexchange (switched and dedicated services):

- A. 1+ and 101XXXX outbound dialing;
- B. 800/888 toll-free inbound dialing;
- C. Calling cards; and
- D. Data Services.

Local Exchange:

- A. Local Exchange Services for business and residential customers 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, including basic service, trunks, carrier access, 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.(the Velocity Services").

Initially, Velocity intends to offer services targeted to the small to mid-sized business customer market within the Velocity Service Territory (defined in paragraph 9).

An implementation schedule pursuant to 47 U.S.C. 252(c) of the Telecommunications Act of 1996 is as follows: The Company intends to commence providing local exchange service for residential and business customers in the 4<sup>th</sup> quarter of 2009.

9. Applicant seeks statewide authority except within exchange areas with less than 5,000 access lines that are owned or controlled by an ILEC with fewer than 30,000 total access lines in accordance with Utah Code Ann. § 54-8b-2.1 (3) and (4). Specifically, Velocity seeks authority as a reseller of interexchange and local exchange services in the service areas of Qwest Communications, Inc. and any other existing or future LECs providing service in Utah (the "Velocity Service Territory"). As service will be provided on a statewide basis and will mirror the service areas of certified local exchange carriers, a service area map is not being submitted at this time.



The Applicant will initially be providing resold local exchange service only. Should the Applicant decide to install facilities in the State of Utah, Applicant is willing to provide detailed maps of proposed locations of facilities including a description of the specific facilities and services to be deployed at each location when the Applicant submits its first price list prior to beginning service in Utah. Velocity's proposed tariff describing its proposed local exchange services and operations, and relevant terms and conditions, will be filed hereafter.

**CERTIFICATE OF PUBLIC CONVENIENCE AND NECESSITY**

10. Velocity hereby petitions the Commission for the issuance of a certificate of public convenience and necessity under Utah Code Ann. § 54-4-25 ("Certificate") for the Velocity Service Territory. Velocity alleges as follows:

a. The entry of Velocity into the public intrastate telecommunications marketplace will enhance the public convenience and necessity. Among other things, Velocity's participation will:

- (1) Provide a wider private investment in the telecommunications infrastructure of the State of Utah;
- (2) Promote consumer choice by expanding the availability of innovative, high quality, reliable and competitively priced public telecommunications services; and
- (3) Increase incentives for other providers of public telecommunications services to improve their responsiveness to consumers, to enhance their productive efficiency, to accelerate product innovation and to adjust service prices continually according to market conditions.

b. The public convenience and necessity requires the issuance of a Certificate to Velocity due to, among other things: (1) the significant benefits of the entry of Velocity to the citizens of Utah enumerated above; (2) the continuing changes in the public demand for public telecommunications services; (3) the rapid advance of telecommunications

technology; and (4) the market position, managerial skill and technological expertise of Velocity.

c. Before engaging in regulated activities in geographic areas under the jurisdiction of any local public authority, Velocity will secure and submit to the Commission evidence of any required consent, franchise or permit of the local authority.

d. The proposed operations of Velocity will not conflict with or adversely affect the operations of any existing certificated fixed public utility in the Velocity Service Territory within the meaning of Utah Code Ann. § 54-4-25(3).

e. Velocity will not encroach upon, interrupt, overburden, disrupt or otherwise adversely affect the transmission lines, switches or facilities of any existing fixed public utility within the meaning of Utah Code Ann. § 54-4-25(3).

f. The proposed activities and services of Velocity are not an improper extension into the territory certificated to an existing fixed public utility within the meaning of Utah Code Ann. § 54-4-25(3).

g. The issuance of a Certificate to Velocity is a first and necessary step towards implementation of Velocity's offering of the Velocity Services in the Velocity Service Territory. Other related issues can be resolved through private negotiation, through additional proceedings before the Commission or both. However, resolution of all such issues need not delay the issuance of the Certificate to Velocity.

### **REQUEST FOR EXEMPTION FROM REGULATION**

11. To the extent necessary for the Commission to issue a Certificate and to authorize Velocity to provide the Velocity Services in the Velocity Service Territory, Velocity petitions the Commission to exempt Velocity, pursuant to Chapter 8b of the Act, from certain restrictions and limitations of the Act. The requested exemptions would apply solely to Velocity in its capacity as a telecommunications corporation providing the Velocity Services in the Velocity Service Territory.<sup>1</sup> The requested exemptions include:

---

<sup>1</sup> Under Utah Code Ann. § 54-8b-3(1), the Commission has authority, upon proper findings, to exempt any telecommunications corporation or any public telecommunications service from any requirement of the Act.

a. An exemption to the extent the Commission determines that the Velocity Services will impermissibly conflict with the services of an existing fixed public utility, or that an exclusive territorial certificate has previously been granted to an existing service provider.

b. An exemption from the general rate making and any cost-of-service based pricing requirements relating to the sale of the Velocity Services.

c. An exemption from the requirements of the Act and any rules promulgated under the Act otherwise applicable to a noncompetitive telephone corporation related to the filing of service and class of service limitations, budgeting and budget filing requirements, tariff filings, the filing of contracts, seeking approval for issuance of securities or for transactions with affiliates, reporting transfers of property, and other similar or related filing, notice and reporting requirements.

d. All CLEC Exemptions set forth in R746-349-7, for both Title 53 and Commission rules, including Uniform System of Accounts, Tariff Filings, and Exchange Maps.

The Applicant is willing to accept only those exemptions listed in Utah Administrative Rule R746-349-7.

12. In support of its petition for exemption, Velocity alleges as follows:

a. In providing the Velocity Services in the Velocity Service Territory, Velocity will be subject to effective competition within the meaning of Utah Code Ann. § 54-8b-3(4)(a). Velocity will be subject to effective competition as shown, among other things, by the following:

(1) Each of the Velocity Services is currently offered by incumbent service providers in the Velocity Service Territory. Such incumbents have facilities in place and offer public telecommunications services in the Velocity Service Territory, which are functionally equivalent to or substitutable for the Velocity Services. Therefore, Velocity will face effective competition when Velocity offers the Velocity Services.

(2) Many of the incumbent telecommunications providers in Utah have nearly a century of operating experience in the intrastate public telecommunications marketplace and have clearly demonstrated they possess the technical ability, the economic substance and have in place or can put into service adequate facilities to provide functionally equivalent or substitutable services to intrastate offerings of Velocity at competitive rates, terms and conditions.

(3) Velocity, with its breadth and extent of its existing and planned network operations, and its proven managerial and technological expertise, has the ability to provide to its customers services which are comparable to and competitive with services currently offered in the Velocity Service Territory. Accordingly, competition is both feasible and practical.

(4) While Velocity, as a new entrant in the public telecommunications services market in Utah, will initially have no market share for its services, it is a strong potential competitor for public telecommunications services.

(5) Existing providers, by definition, are not subject to economic or regulatory barriers to entry. A significant barrier to entry for new entrants in the relevant intrastate telecommunications markets Velocity seeks to enter appear to be regulatory in nature and if regulatory barriers to entry are lowered or eliminated, market forces will accelerate the pace of technological advances which will benefit the public through increased choices and potentially lower cost of service.

(6) Upon the relaxation of existing regulatory barriers to entry, Velocity can enter the market and compete with the incumbent telecommunications service providers. In addition, other qualified competitors will have the potential to enter the market and to compete in the providing of public telecommunications services. The entry of Velocity in the marketplace will also increase competition for price and service of public telecommunications services. Competition will create an incentive for existing service providers to enhance their efficiency and to accelerate technological and service innovations. The result of such innovations will be additional and more convenient services, and greater choice in selecting services and service providers, all of which will benefit and promote the public interest. Competition will also increase system redundancies that can eliminate or mitigate the adverse effects of network failures.



(7) Velocity seeks an exemption to the extent necessary to allow Velocity, as a telecommunications corporation, to provide the Velocity Services in the Velocity Service Territory. Granting the proposed exemptions will not in and of itself alter the regulatory status of public telecommunications services provided by other telecommunications corporations, or the status of any other telecommunications corporations.

a. Authorizing Velocity to provide the Velocity Services in the Velocity Service Territory is in the public interest. Currently, a significant proportion of potential customers in the Velocity Service Territory are customers of an incumbent service provider. The entry of Velocity will afford those customers a choice in local exchange services, which choice is not currently available. Additionally, the granting of this request is and will be in the public interest, among other reasons, because of the following:

- (1) Competition has emerged for many public telecommunications services that were previously thought to be natural monopolies;
- (2) Advancements in telecommunications infrastructure will enhance the public welfare by helping to speed the delivery of new and competitive services;
- (3) Increased competition in public telecommunications services will encourage infrastructure development and have

beneficial effects on the price, universal availability, variety, and quality of public telecommunications services;

(4) The emergence of competition in public telecommunications services has already contributed, and can be expected to continue contributing, to the modernization of the telecommunications infrastructure;

(5) Competition in the local market will, as in the long distance industry and the communications equipment market, bring lower prices and higher quality services;

(6) A diversity of telecommunications carriers enhances the network reliability by providing redundant capacity, thereby lessening the impact of any network failure;

(7) Increasing the availability of interconnection and interoperability among the facilities of telecommunications carriers will help stimulate the development of fair competition among providers;

(8) Access to unbundled network features and functions will enhance the growth of competition and promote the diversity of services available to the public; and

(9) Access to switched, digital telecommunications service for all segments of the population promotes the core First Amendment goals of diverse information sources and diverse means of disseminating information by enabling individuals and

organizations alike to publish and otherwise make information available in electronic form.

b. Velocity will not have any captive customers because all potential customers of Velocity will have access to reasonably available alternative public telecommunications services.

c. Because the Velocity Services will be subject to effective competition, market pressures will establish prices for the Velocity Services that will not exploit customers and which, if efficiently delivered, will provide a fair return to Velocity. The resulting Velocity rates will be just and reasonable, and the Commission, with respect to Velocity, can replace regulatory rate making, which is only a substitute for effective competition, with actual competition.

## RELATED ISSUES

13. Interconnection between Velocity and incumbent service providers is practical and technologically feasible and there are practical and feasible means for treating related interconnection issues such as 911/E911 routing, directory assistance, 800 routing, local area number portability, custom local area signaling services ("CLASS"),<sup>2</sup> operator services and the development and operation of an open network architecture. Velocity petitions the Commission for legal authority to resolve all such issues to the satisfaction of the Commission, either through private negotiation or through additional proceedings before the Commission. Specifically, Velocity petitions the Commission for an order which:

---

<sup>2</sup> CLASS is a generic term for features that require Signaling System 7 connectivity. The most well known feature under this umbrella is Caller Identification, commonly referred to as Caller ID.

- a. Authorizes interconnection between Velocity and incumbent service providers in the Velocity Service Territory; and
- b. Requires incumbent service providers in the Velocity Service Territory to sell access, interconnection and related services to Velocity on an unbundled basis.

14. Velocity will participate in all existing Commission approved programs and can satisfy statutory requirements relating to the universal availability of public telecommunications services in Utah. While it is the belief of Velocity that the competitive entry it has proposed in this Request for Agency Action will assist, not hinder, universal service, Velocity will, nonetheless, agree to participate in any reasonable program supporting universal availability of public telecommunications services that the Commission.

15. Velocity will further participate in all existing Commission approved programs and can satisfy statutory requirements relating to the provision of 911/E-911 services and Telecommunications Device for the Deaf (TDD).

16. Velocity further petitions the Commission for legal authority to undertake such additional activities as are necessary or incidental to bringing into operation the Velocity Services in the Velocity Service Territory.

**NOW, THEREFORE,** Velocity respectfully requests that the Commission:

A. Grant to Velocity a Certificate authorizing Velocity to compete as a telecommunications corporation offering the Velocity Interexchange and Local Exchange Services in the Velocity Service Territory.

B. As may be deemed necessary or appropriate by the Commission, issue an order under Chapter 8b of the Act granting Velocity an exemption to the requirements of the Act to allow Velocity:

1. To obtain a nonexclusive Certificate to compete as a telecommunications corporation offering the Velocity Interexchange and Local Exchange Services in the Velocity Service Territory;

2. To price the Velocity Services at market rates; and

3. As set forth in this Request for Agency Action, to operate without the reporting, notice and filing requirements imposed by the Act and applicable Commission rules on noncompetitive telephone corporations.

C. Issue an order under authority of Chapter 8b and Section 54-4-1 of the Act:

1. Authorizing Velocity to interconnect with incumbent service providers in the Velocity Service Territory;

2. Requiring incumbent local exchange telecommunications services providers to offer access, interconnection and related services to Velocity on an unbundled basis.

D. Issue an order authorizing Velocity to undertake such additional activities as are necessary or incidental to bringing into operation the Velocity Services in the Velocity Service Territory.

E. Grant Velocity a waiver of the \$100,000 bond requirement. Velocity will not require advance payments or deposits.

Respectfully submitted this 30<sup>th</sup> day of July, 2009

By: \_\_\_\_\_

**Lance J.M. Steinhart**  
**Lance J.M. Steinhart, P.C.**  
**1720 Windward Concourse**  
**Suite 115**  
**Alpharetta, Georgia 30005**  
**(770) 232-9200 (Phone)**  
**(770) 232-9208 (Fax)**  
**lsteinhart@telecomcounsel.com (E-mail)**

**Counsel for Velocity The Greatest Phone Company  
Ever, Inc.**

## LIST OF EXHIBITS

1. VELOCITY THE GREATEST PHONE COMPANY EVER, INC.'s Profit & Loss Statement for the years ending December 31, 2006, December 31, 2007 and December 31, 2008 and Balance Sheets as of December 31, 2006, December 31, 2007 and December 31, 2008
2. STATEMENT REGARDING FACILITIES
3. MANAGEMENT PROFILES
4. CERTIFICATION IN OTHER JURISDICTIONS
5. PROOF OF AUTHORITY TO CONDUCT BUSINESS IN UTAH
6. 5 YEAR PROJECTION OF EXPECTED OPERATIONS
7. STATEMENT REGARDING COMPLAINTS
8. STATEMENT REGARDING WRITTEN POLICIES REGARDING SOLICITATION OF NEW CUSTOMERS AND DESCRIPTION OF EFFORTS MADE TO PREVENT UNAUTHORIZED SWITCHING OF UTAH LOCAL SERVICE
9. CHART OF ACCOUNTS
10. ORGANIZATIONAL CHART



1. VELOCITY THE GREATEST PHONE COMPANY EVER, INC.'s Profit & Loss Statement for the years ending December 31, 2006, December 31, 2007 and December 31, 2008 and Balance Sheets as of December 31, 2006, December 31, 2007 and December 31, 2008

**Velocity The Greatest Phone Company Ever, Inc.  
7130 Spring Meadows West Drive  
Holland, Ohio 43528**

**VIA OVERNIGHT DELIVERY**

Utah Public Service Commission  
160 East 300 South  
Salt Lake City, UT 84145  
Att: Ms. Julie Orchard  
Commission Secretary

Re: Petition of Velocity The Greatest Phone Company Ever, Inc. for Authority to  
Compete as a Telecommunications Corporation and to Offer Public Local  
Exchange and Interexchange Telecommunications Services

Dear Ms. Orchard:

Gregory Kiley, President of Velocity The Greatest Phone Company Ever, Inc. attests to the accuracy, integrity and objectivity that the statements were prepared in accordance with generally accepted accounting principles and the applicable rules of the Commission.

Sincerely,



Gregory Kiley  
President

Enclosures

cc: Lance J.M. Steinhart, P.C.

UT CLEC Petition

## 2. STATEMENT REGARDING FACILITIES

Upon initiation of service in Utah, the company proposes to offer resold interexchange and local exchange services. Such services will be provided by utilizing the facilities of incumbent local exchange carriers ("LECs") and facilities-based interexchange carriers. The company has no current plans to install facilities in the State of Utah.

### 3. MANAGEMENT PROFILES

See Attached



Gregory Kiley  
7130 Spring Meadows West.  
Holland, Ohio 43528  
419-868-9983 Ext 118

---

### KEY CONTRIBUTIONS

Results-oriented Executive with over 22 years experience in the telecommunications industry. Solid background in sales, marketing, engineering and operations in both retail and wholesale market segments. Extensive direct and indirect sales leadership experience. Diverse executive management background with expertise in entrepreneurial start-up organizations. A forward thinking executive with excellent vision, leadership and negotiation skills. Strong written and verbal skills.

- Increased annual revenue in start-up firm to over \$75M in 2 years during difficult market conditions.
- Recruited and developed fully operational Sales, Marketing and Professional Service teams.
- Developed compensation plans and revenue goals for sales teams at several companies.
- Solid track record of increasing sales and profitability while reducing costs and employing performance optimization plans in a wide range of situations.
- Created models and benchmarks that have been used by other telecom firms across the U.S.

### Education

Bachelor in Arts & Science

Strengths include Mathematics and International Politics

### PROFESSIONAL EXPERIENCE

#### **Tele-Fibernet**

Account Executive

Long Distance reseller for Williams- AT&T/SDN and Sprint-Top Salesman in the country (went on to become MCI/WorldCom)

#### **Metro-Media**

Senior Account Executive

Top Salesman in the country (Metro-Media went on to become MCI/WorldCom)

#### **US Fiber Com**

Major Account Executive

Top Salesman in the country

#### **Midcom**

National Account Executive

Midcom bought US Fibercom- Top Salesman in the country

---

### PROFESSIONAL AFFILIATIONS

In 1997 started Kytel International Group-built owned and managed-direct international operating agreements with PTT's, with Legal white licenses with government authorities. Still operates as a sales arm for Envision Global Reach.

Contracted for 10 years as President/CEO to build and manage and direct Velocity,  
The Greatest Phone Company Ever, Inc.



**Wm. "Chip" Werner**

Vice President-Operations  
Velocity, The Greatest Phone Company Ever, Inc.  
Office 419-868-9983 Ext. 105  
Fax 419-868-9986  
Cell 419-356-5164  
chip@velocity.org  
www.velocity.org

**KEY CONTRIBUTIONS**

Results-oriented Executive with over 10 years experience in the telecommunications industry. Solid background in sales, marketing and operations. Extensive direct and indirect sales leadership experience. A forward thinking executive with excellent vision. Strong written and verbal skills.

**Education**

Major: Sales & Marketing

**PROFESSIONAL EXPERIENCE**

**Sprint PCS-Corporate Account Manager**

- Several awards for Outstanding Sales Achievement.
- Leadership Roundtable
- Increased Sales 175%

**MCI-Master Agent-Sales Director**

- Managed a \$18,000,000 block of MCI business
- Increased sales to \$21,000.00 in 8 Months

**All-Comm-President**

Master agent agreements with several Carriers. Maintained my accounts. New Business Development.

**Velocity-Director-New Business Development**

Job responsibilities:

- Corporate Operations
- New Business Development
- New Product Development
- Policies and Procedures
- New Territory R&D
- Promoted to Vice President-Operations

#### 4. CERTIFICATION IN OTHER JURISDICTIONS

Applicant is currently authorized in California, Colorado, Florida, Idaho, Iowa, Kentucky, Massachusetts, Michigan, Montana, New Jersey, New York, Pennsylvania, Rhode Island, Utah and Washington to provide local exchange and/or long distance services. Applicant is in the process of applying for authorization to provide competitive local exchange and interexchange services in the 48 contiguous states and the District of Columbia. Applicant has not been denied authority for any of the services for which it seeks authority in this Application.

5. PROOF OF AUTHORITY TO CONDUCT BUSINESS IN UTAH

See Attached





State of Utah

Application for
CERTIFICATE OF AUTHORITY

Velocity The Greatest Phone Company Ever, Inc.

(exact corporate name)

FILING FEE: \$50.00/SEND COMPLETED FORMS IN DUPLICATE

Must be typewritten:

PROFIT

- 1. A corporation of the state of Delaware, incorporated October 24, 2005
2. The corporations period of duration is Perpetual (usually perpetual).
3. The address of the corporation's principal office is:

7130 Spring Meadows West Drive, Holland, Ohio 43528

street address city state zip

- 4. The registered agent in Utah is: TCS Corporate Services, Inc.

The street address of the registered office in Utah is:

50 West 3900 South, Ste. 2B, Salt Lake City, UT 84107

street address city state zip

- 5. The business purposes to be pursued in Utah are: Provide Telecommunication Services

- 6. The corporation commenced or intends to commence business in Utah on: upon qualification

- 7. The names and addresses of the corporation's directors and officers are:

Table with columns: Name, Address, City, State, Zip. Rows for Director, President, Vice-President, Secretary, Treasurer.

- 8. A certification of Good Standing from the State of Incorporation dated no earlier than ninety (90) days prior to filing with this office is attached to this application.

- 9. The corporation shall use as its name in Utah Velocity The Greatest Phone Company Ever, Inc.

(The corporation shall use its name as set forth at the top of this form unless this name is not available for use in Utah.)

Under penalties of perjury, I declare that this application for Certificate of Authority has been examined by me and is, to the best of my knowledge and belief, true, correct and complete.

The undersigned hereby accepts appointment as Registered Agent for the above named corporation. By: [Signature] Registered Agent

BY: [Signature] X
TITLE: President

DATED: X 10-30-08

STATE OF UTAH
DIVISION OF CORPORATIONS AND COMMERCIAL CODE
160 East 300 South / Box 146705
Salt Lake City, UT. 84114-6705
Call Center: (801) 530-4849

Office Use Only
State of Utah
Department of Commerce
Division of Corporations and Commercial Code
I hereby certified that the foregoing has been filed and approved on this 23 day of Dec 20 08
In this office of this Division and hereby issued This Certificate thereof.
Examiner [Signature] Date 12/1/08
Kathy Berg
Division Director

12/03/2008
Federal Number: 2623155
Amount Paid: \$52.00

7204418

12-03-08A10:03 RCVD

**LIST OF OFFICERS & DIRECTORS OF**  
**Velocity The Greatest Phone Company Ever, Inc.**

**Officers**

<b>Gregory Kiley</b>	<b>President and CEO</b>
<b>N. Stevens Newcomer</b>	<b>Secretary</b>

**Directors**

**Gregory Kiley**

**All the above referenced Officers & Directors can be reached at:  
7130 Spring Meadows West Drive, Holland, Ohio 43528**

12-03-08A10:03 RCVD

6. 5 YEAR PROJECTION OF EXPECTED OPERATIONS

See Attached.

**Utah 5 year projections**

		2009		2010		2011		2012
Local Lines Served		0		100		1,000		1,100
Ann Local Rev/Line(no Tax)	\$	-	\$	45.00	\$	45.00	\$	45.00
Revenue	\$	-	\$	4,500	\$	45,000	\$	49,500
Cost of Goods Sold	\$	-	\$	2,327	\$	23,265	\$	25,592
Net Sales (Gross Profit)	\$	-	\$	2,174	\$	21,735	\$	23,909
Operating Expense	\$	-	\$	646	\$	6,455	\$	7,101
Depreciation	\$	-	\$	-	\$	-	\$	-
Earnings Before Int. Exp	\$	-	\$	1,528	\$	15,280	\$	16,808
Other (income)/Expense	\$	-	\$	450.00	\$	4,500.00	\$	4,950.00
Taxes - None, Sub S corp.	\$	-	\$	-	\$	-	\$	-
Net Income	\$	-	\$	1,078	\$	10,780	\$	11,858

7. STATEMENT REGARDING COMPLAINTS

Velocity The Greatest Phone Company Ever, Inc., has had no formal complaints filed with the FCC or any state regulatory authority, nor have any sanctions been imposed against the company.

8. STATEMENT REGARDING WRITTEN POLICIES REGARDING SOLICITATION OF NEW CUSTOMERS AND DESCRIPTION OF EFFORTS MADE TO PREVENT UNAUTHORIZED SWITCHING OF UTAH LOCAL SERVICE

The company intends to and is willing to abide by and comply with Commission Rule 746-349-3.

The company intends to and is willing to abide by and comply with Commission Rule 746-349-3.

The company's Policy on Slamming is as follows:

Verification of orders

Velocity will not submit a change order for local exchange or intrastate toll service until the change order is confirmed in accordance with one of the following procedure:

(a) Velocity has obtained the customer's written authorization to submit the order which includes the following information from the customer:

- (1) The customer billing name, billing telephone number and billing address and each telephone number to be covered by the change order;
- (2) The decision to change; and
- (3) The customer's understanding of the change fee, if any.

Implementing order changes

(a) Telemarketing orders. Within three business days of any telemarketing order for a change, Velocity will send each new customer an information package by first class mail containing at least the following information concerning the requested change:

- (1) The information is being sent to confirm a telemarketing order placed by the customer.
- (2) The name of the customer's current telecommunications company.
- (3) A description of any terms, conditions or charges that will be incurred.
- (4) The name of the newly requested telecommunications company.
- (5) The name of the person ordering the change.
- (6) The name, address and telephone number of both the customer and Velocity.
- (7) A postpaid postcard that the customer can use to deny, cancel or confirm a service order.
- (8) A clear statement that if the customer does not return the postcard, the customer's service will be switched fourteen days after the date the information package was mailed. If customers have cancelled their orders during the waiting period, Velocity cannot submit the customer's order.
- (9) The name, address and telephone number of a contact point for consumer complaints.

(b) The documentation of the order shall be retained by Velocity, at a minimum, for twelve months to serve as verification of the customer's authorization to change its telecommunications company. The documentation will be made available to the customer upon request.

(c) Customer initiated orders. Velocity when receiving the customer initiated request for a change of local exchange and/or intrastate toll shall keep an internal memorandum or record generated at the time of the request. Such internal record shall be maintained by Velocity for a minimum of twelve months to serve as verification of the customer's authorization to change telecommunications companies. The internal record will be made available to the customer upon request. Within three business days of the order, Velocity will send each new customer an information package by first class mail containing at least the following information concerning the request to change.

9. CHART OF ACCOUNTS

See Attached



**Velocity, The Greatest Phone Company Ever, Inc.**  
**Account Listing**

Account	Type
National City #3577	Bank
National City #4322	Bank
National City #6951	Bank
National City #7241	Bank
National City #7540	Bank
Sterling National Bank	Bank
Accounts Receivable	Accounts Receivable
Allowance for Bad Debt	Other Current Asset
Notes Receivable	Other Current Asset
Other Investments	Other Current Asset
Payroll Asset	Other Current Asset
Refundable Deposits	Other Current Asset
Computers	Fixed Asset
Computers A/D	Fixed Asset
Furniture & Fixtures	Fixed Asset
Furniture & Fixtures A/D	Fixed Asset
Leasehold Improvements	Fixed Asset
Leasehold Improvements A/D	Fixed Asset
Machinery & Equipment	Fixed Asset
Machinery & Equipment A/D	Fixed Asset
RV	Fixed Asset
RV A/D	Fixed Asset
Carrier Identification Code	Other Asset
Carrier Identification Code A/A	Other Asset
Customer Database	Other Asset
Customer Database A/A	Other Asset
Software	Other Asset
Software A/A	Other Asset
Accounts Payable	Accounts Payable
American Express 41008	Credit Card
American Express 51007	Credit Card
American Express 61002	Credit Card
Child Support Withheld	Other Current Liability
Direct Deposit Liabilities	Other Current Liability
Federal Taxes	Other Current Liability
Note Payable	Other Current Liability
Other Taxes	Other Current Liability
Payroll Liabilities	Other Current Liability
Payroll Liabilities:City	Other Current Liability
Payroll Liabilities:State Withholding	Other Current Liability
Sales Tax Payable	Other Current Liability
Wells Fargo Financial Leasing	Other Current Liability
Notes Payable	Long Term Liability
Common Stock	Equity
Retained Earnings	Equity
Sales	Income
Commissions	Cost of Goods Sold
Customer Site Work	Cost of Goods Sold
Materials	Cost of Goods Sold
Provider	Cost of Goods Sold
Shipping	Cost of Goods Sold
Advertising	Expense
Amortization Expense	Expense
Answering Service	Expense
Automobile	Expense
Automobile:Gas	Expense
Automobile:Insurance	Expense
Automobile:Lease	Expense
Automobile:Mileage Reimburse...	Expense
Automobile:Rental	Expense
Automobile:Repairs and Mainten...	Expense
Automobile:Tolls & Parking	Expense
Bad Debt	Expense
Bank Service Charges	Expense
Computer Support	Expense
Consulting	Expense
Contributions	Expense

**Velocity, The Greatest Phone Company Ever, Inc.**  
**Account Listing**

Account	Type
Depreciation Expense	Expense
Dues and Subscriptions	Expense
Employee Benefits	Expense
Employee DeMinimis	Expense
Employee Incentives	Expense
Equipment Lease	Expense
Fees	Expense
Fees:Administrative	Expense
Fees:Filing	Expense
Fees:Late	Expense
Fees:Processing	Expense
Fees:Rating and Compliance	Expense
Fees:Registered Agent	Expense
Fees:Regulatory	Expense
Finance Charge	Expense
Gifts	Expense
Insurance	Expense
Interest	Expense
Internet	Expense
Janitorial	Expense
Licenses and Permits	Expense
Life Insurance	Expense
Meals and Entertainment	Expense
Merchant Services	Expense
Office Supplies	Expense
Payroll Expenses	Expense
Postage	Expense
Professional Development	Expense
Professional Fees	Expense
Professional Fees:Accounting	Expense
Professional Fees:Legal	Expense
Professional Fees:Tax Prep	Expense
Rent	Expense
Repairs and Maintenance	Expense
Security	Expense
Storage	Expense
Subcontract Labor	Expense
Taxes	Expense
Taxes:Business Privilege	Expense
Taxes:C.A.T.	Expense
Taxes:FCC	Expense
Taxes:Federal Excise	Expense
Taxes:Franchise	Expense
Taxes:Payroll	Expense
Taxes:Personal Property	Expense
Taxes:Real Estate	Expense
Taxes:Sales	Expense
Telephone	Expense
Trade Shows	Expense
Travel	Expense
Utilities	Expense
Web Hosting	Expense
Worker's Comp Insurance	Expense
Commission	Other Income
Interest Income	Other Income
Other Income	Other Income
Fines and Penalties	Other Expense
Provision for Federal Taxes	Other Expense

10. ORGANIZATIONAL CHART

