



FILED

03-03-10
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BEFORE THE PUBLIC UTILITIES COMMISSION
OF THE STATE OF CALIFORNIA

A1003003

Application of Nationwide Long Distance Service, Inc.)
(U-6999-C) for authority) Application No.
To Transfer Control to)
Andrea Hylan)

PUBLIC VERSION

APPLICATION

I. INTRODUCTION

Pursuant to Section 854 of the Public Utilities Code, Nationwide Long Distance Service, Inc. (U-6999-C) ("NLDSI") and Andrea Hylan ("Hylan"), hereby request authority for a Transfer of Control.

NLDSI was granted a Certificate of Public Convenience and Necessity to operate as an Interexchange Carrier on June 27, 2006.

NLDSI will not modify its currently effective tariff as a result of this transaction. NLDSI will continue to operate under its own name and will remain the holder of its certification. NLDSI's current customers will not be adversely affected by the proposed acquisition. The transfer of stock will be made in a seamless fashion that will not affect the provision of telecommunications services. The rates, terms, and conditions currently available to NLDSI's customers will not change as a result of the transaction. Applicants respectfully request expedited treatment of this application.

II. IDENTITY OF APPLICANTS

Hylen is an individual whose principal offices are located at 2000 Town Center, Suite 1900, Southfield, Michigan 48075. Hylen's management team has extensive telecommunications and business experience.

NLDSI is a privately-held Nevada corporation whose principal offices are located at 2000 Town Center, Suite 1900, Southfield, Michigan 48075.

III. CORRESPONDENCE AND COMMUNICATIONS

The designated contact for purposes of this Application is:

Lance J.M. Steinhart
Lance J.M. Steinhart, P.C.
1720 Windward Concourse, Suite 115
Alpharetta, Georgia 30005
(770) 232-9200 (Telephone)
(770) 232-9208 (Facsimile)
lsteinhart@telecomcounsel.com (Email)

IV. ARTICLES OF INCORPORATION

NLDSI has previously submitted its articles of incorporation and a Certificate of Qualification with its application for a Certificate of Public Convenience and Necessity, and requests that the Commission waive the requirement for NLDSI to produce such documentation again with this Application. Attached hereto as Exhibit 1 is a Certificate of Good Standing from the California Secretary of State.

V. FINANCIAL INFORMATION

NLDSI submitted all necessary financial information to this Commission to qualify as a interexchange carrier. The company currently meets the financial requirements for an interexchange carrier. A copy of NLDSI's Bank Statement ending November 30, 2009, Balance Sheet and Profit & Loss Statement for the period ending September 30, 2009 as well as Personal Checking Statement for Andrea Hylen for the period October 20, 2009 through February 17, 2010 is attached hereto as Exhibit 2.

VI. DESCRIPTION OF TRANSACTION FOR WHICH APPROVAL IS REQUESTED

A copy of the "Stock Purchase Agreement" under which Hylen will acquire 100% of NLDSI's issued and outstanding stock for cash is attached hereto as Exhibit 3.

Following the transfer of control to Hylen, NLDSI will continue to provide services pursuant to the terms and conditions set forth in NLDSI' tariff which is on file with the Commission, and only the underlying ownership of the company will change.

VII. STATEMENT OF PUBLIC INTEREST

Consummation of the proposed transaction will serve the public interest in promoting competition among long distance carriers by providing Applicants with the opportunity to strengthen its competitive position. The proposed transaction will enable Applicants to pursue its marketing and business plans more effectively. Moreover, after consummation of the transaction, NLDSI will have access to additional working capital. The proposed transfer of control; therefore, will benefit the public interest by enhancing Applicants' operational flexibility and efficiency as well as its financial viability.

VIII. ENVIRONMENTAL IMPACT

This proposed transaction only involves a change in corporate structure of a reseller of telecommunications services and accordingly will have no environmental impact.

IX. REQUEST FOR GRANT OF EX PARTE AUTHORITY BY EXECUTIVE DIRECTOR

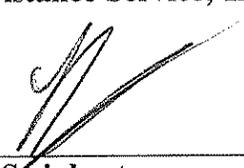
This Application is an uncontroversial request for a change in the corporate structure of non-dominant, competitive telephone utility. Applicants do not anticipate a need for resolution of factual matters through hearing, and are prepared to provide in writing such other information as the commission's Executive Director may find necessary to act on the Application.

In addition, the commission has previously allowed nondominant interexchange carriers to use the advice letter process to seek permission under PU Code 854 to change control. Accordingly, Applicants request that the Executive Director grant this Application on behalf of the Commission on an expedited ex-parte basis.

Respectfully Submitted,

Nationwide Long Distance Service, Inc.

By:



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1720 Windward Concourse
Suite 115
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(770) 232-9208 (Facsimile)
lsteinhart@telecomcounsel.com (Email)**

Their Attorney

ATTACHMENTS

- 1. CERTIFICATE OF GOOD STANDING FROM STATE OF CALIFORNIA**
- 2. CURRENT FINANCIAL STATEMENT**
- 3. STOCK PURCHASE AGREEMENT**

EXHIBIT 1. CERTIFICATE OF GOOD STANDING FROM STATE OF CALIFORNIA

State of California
Secretary of State

CERTIFICATE OF STATUS

ENTITY NAME:

NATIONWIDE LONG DISTANCE SERVICE, INC.

FILE NUMBER: C2863581
REGISTRATION DATE: 04/05/2006
TYPE: FOREIGN CORPORATION
JURISDICTION: NEVADA
STATUS: ACTIVE (GOOD STANDING)

I, DEBRA BOWEN, Secretary of State of the State of California,
hereby certify:

The records of this office indicate the entity is qualified to
transact intrastate business in the State of California.

No information is available from this office regarding the financial
condition, business activities or practices of the entity.



IN WITNESS WHEREOF, I execute this certificate
and affix the Great Seal of the State of
California this day of February 17, 2010.

Debra Bowen

DEBRA BOWEN
Secretary of State

EXHIBIT 2. CURRENT FINANCIAL STATEMENT

(CONFIDENTIAL – FILED UNDER SEAL)

EXHIBIT 3. STOCK PURCHASE AGREEMENT

(CONFIDENTIAL – FILED UNDER SEAL)

VERIFICATION OF NATIONWIDE LONG DISTANCE SERVICE, INC.

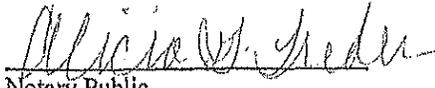
I, Scott Heath, am the President of Nationwide Long Distance Service, Inc., Applicant herein, and I am authorized to make this verification on its behalf. The statements in the foregoing Application are true of my own knowledge, except as to the matters which are therein stated on information and belief, and as to those matters I believe them to be true.

I declare under penalty of perjury that the foregoing is true and correct.



Scott Heath
President

The foregoing instrument was acknowledge before me this 22nd day July 2009



Notary Public

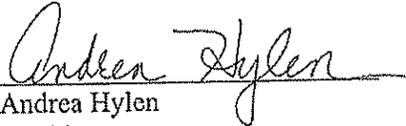


ALICIA G. FIEDER
Notary Public, State of Michigan
County of Wayne
My Commission Expires Apr. 06, 2013
Acting in the County of _____

VERIFICATION OF ANDREA HYLEN

I, Andrea Hylen, am the Applicant herein, and I am authorized to make this verification. The statements in the foregoing Application are true of my own knowledge, except as to the matters, which are therein stated on information and belief, and as to those matters I believe them to be true.

I declare under penalty of perjury that the foregoing is true and correct.


Andrea Hylen
President

The foregoing instrument was acknowledge before me this 22 day July, 2009


Notary Public
 ALICIA G. TREDER
Notary Public, State of Michigan
County of Wayne
My Commission Expires Apr. 06, 2013
Acting in the County of _____

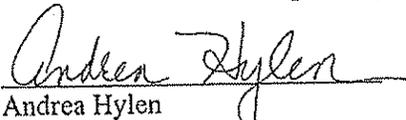
NATIONWIDE LONG DISTANCE SERVICE, INC.
CALIFORNIA PUBLIC UTILITIES COMMISSION
APPLICATION NO. _____

VERIFICATION

To the best of Applicant's knowledge, neither Applicant, any affiliate, officer, director, partner, nor owner of more than 10% of Applicant, or any person acting in such capacity whether or not formally appointed, has been sanctioned by the Federal Communications Commission or any state regulatory agency for failure to comply with any regulatory statute, rule or order.

No affiliate, officer, director, partner, or person owning more than 10% of Applicant, or anyone acting in such a capacity whether or not formally appointed, held one of these positions with an IEC that filed for bankruptcy, or has been found either criminally or civilly liable by a court of appropriate jurisdiction for a violation of Section 17000 et seq. of the California Business and Professions Code, or for any actions which involved misrepresentations to consumers, and to the best of Applicant's knowledge, is not currently under investigation for similar violations.

I, Andrea Hylan, am the President of the Applicant herein, and I am authorized to make this verification on its behalf. The statements made herein are true of my own knowledge, except as to the matters which are therein stated on information and belief, and as to those matters I believe them to be true. I declare under penalty of perjury that the foregoing is true and correct.


Andrea Hylan
President

The foregoing instrument was acknowledge before me this 22 day July, 2009


Notary Public

ALICIA G. TREDER
Notary Public, State of Michigan
County of Wayne
My Commission Expires Apr. 06, 2013
Acting in the County of _____

Scoping Memo Information for Applications
Nationwide Long Distance Service, Inc.

A. Category ¹(Check the category that is most appropriate)

Adjudicatory - "Adjudicatory" proceedings are: (1) enforcement investigations into possible violations of any provisions of statutory law or order or rule of the Commission; and (2) complaints against regulated entities, including those complaints that challenge the accuracy of a bill, but excluding those complaints that challenge the reasonableness of rates or charges, past, present, or future.

X Ratesetting - "Ratesetting" proceedings are proceedings in which the Commission set or investigates rates for a specifically named utility (or utilities), or establishes a mechanism that in turn sets the rates for a specifically named utility (or utilities). "Ratesetting" proceedings include complaints that challenge the reasonableness of rates or charges, past, present, or future. Other proceedings may also be categorized as ratesetting when they do not clearly fit into one category.

Quasi-legislative - "Quasi-legislative" proceedings are proceedings that establish policy or rules (including generic ratemaking policy or rules) affecting a class of regulated entities, including those proceedings in which the Commission investigates rates or practices for an entire regulated industry or class of entities within the industry.

B. Are hearing necessary? YES NO

If yes, identify the material disputed factual issues on which hearings should be held, and the general nature of the evidence to be introduced.

¹See California Public Utilities Commission Rules of Practice and Procedure, Article 2.5, especially Rules 5 and 6a, which appear on the Commission's internet page (www.cpuc.ca.gov) under the heading "CPUC General Information, Rules of Practice and Procedure"

Are public witness hearings necessary?

YES NO

Public witness hearings are set up for the purpose of getting input from the general public and any entity that will not be party to the proceedings. Such input usually involves presenting written or oral statements to the presiding officer, not sworn testimony. Public witness statements are not subject to cross-examination.

C. **Issues** - List here the specific issues that need to be addressed in the proceeding.

Application for authority to transfer control

D. Schedule (Even if you checked "No" in B above) Should the Commission decide to hold hearings, indicate here the proposed schedule for completing the proceedings within 12 months (if categorized as adjudicatory) or 18 months (if categorized as ratesetting or quasi-legislative).

The schedule should indicate proposed dates for the following events as needed:

<u>3/25/10</u>	Prehearing conference
<u>4/25/10</u>	Hearings
<u>5/25/10</u>	Briefs due
<u>6/25/10</u>	Submission
<u>7/25/10</u>	Proposed decision (90 days after submission)
<u>8/25/10</u>	Final decision (60 days after proposed decision is mailed)