

(File this application via e-docket, or if unable to do so, file one original verified application with the Chief Clerk.)

Docket No. _____
ICC Office Use Only

Please provide the appropriate information in the () areas in the heading below.

Telecom New Zealand :
Communications (USA) Limited :
Application for a certificate of :
interexchange authority :
to operate as a reseller :
of telecommunications :
services throughout the :
State of Illinois. :

00-0739

**APPLICATION FOR CERTIFICATE TO BECOME A
TELECOMMUNICATIONS CARRIER**
(Use additional sheets as necessary.)

GENERAL

1. Applicant's Name(including d/b/a, if any) FEIN # 95-4817054

Telecom New Zealand Communications (USA) Limited

Address: Street 251 South Lake Avenue; Suite 540
City Pasadena State/Zip California, 91101

2. Authority Requested: (Mark all that apply) _____13-403 Facilities Based Interexchange
_____x_____13-404 Resale of Local and/or Interexchange
_____13-405 Facilities Based Local

3. Request for waivers/variances: In applications for local exchange service authority under Sections 13-404 or 13-405, waivers of Part 710 and of Section 735.180 of Part 735 are generally requested. In applications for interexchange service authority under Sections 13-403 and 13-404, waivers of Part 710 and Part 735 are generally requested. Please indicate which waivers Applicant is requesting and explain why Applicant is requesting each waiver/variance.

_____x_____Part 710 Uniform System of Accounts for Telecommunications Carriers

_____x_____Part 735 Procedures Governing the Establishment of Credit, Billing,
Deposits, Termination of Service and Issuance of Telephone
Directories for Local Exchange Telecommunications Carriers in the
State of Illinois

_____Section 735.180 Directories

11. Have there been any complaints or judgments levied against the Applicant in any other jurisdiction?

YES NO

If YES, describe fully. _____

12. Has Applicant provided service under any other name?

YES NO

If YES, please list. _____

13. Will the Applicant keep its books and records in Illinois? YES NO

If NO, permission pursuant to 83 Ill. Adm Code Part 250 needs to be requested.

Pursuant to Adm Code Part 250, Applicant hereby respectfully requests permission to keep its books and records for the State of California at its principal place of business. Applicant will make such records available to the Commission upon request, and will reimburse the Commission for any necessary expenses to review such information.

MANAGERIAL

14. Please attach evidence of the applicant's managerial and technical resources and ability to provide service. This may be in either narrative form, resumes of key personnel, or a combination of these forms. **See Attachment C.**

15. List officers of Applicant.

Anthony Briscoe	Chairman
Ian Neale	President
Andrew Rodwell	Executive Vice President
David Jefferis	Assistant Secretary & Treasurer
Richard Scott	Secretary

16. Does any officer of Applicant have an ownership or other interest in any other entity which has provided or is currently providing telecommunications services? YES NO

If YES, list entity. _____

17. How will Applicant bill for its service(s)? (At a minimum, describe how often the Applicant will bill for service and details of the billing statement.)

Applicant will bill on a monthly basis. Applicant's bills will include call detail information, and separate line items for all services and charges, including any monthly recurring charges, onetime charges, taxes or surcharges.

18. How does Applicant propose to handle service, billing, and repair complaints? (At a minimum, describe Applicant's internal process for complaint resolution, the complaint escalation process, the timeframe and process by which the customer is notified by Applicant that they may seek assistance from the Commission?)

Service, billing and repair complaints can be reached through a toll-free number. If the customer is not satisfied with the complaint resolution, customer will be advised it can contact the Illinois Commerce Commission for resolution.

19. Will personnel be available at Applicant's business office during regular working hours to respond to inquiries about service or billing? YES NO

20. What telephone number(s) would a customer use to contact your company?

(800) 369-6680

21. Will Applicant abide by all Federal and State slamming and cramming laws pursuant to Section 13-902 of the Public Utilities Act and Section 258 of the 1996 Telecommunications Act?

YES NO

22. Please describe applicant's procedures to prevent slamming and cramming of customers?

For presubscribed service, the company will attempt to obtain a written letter of agency prior to implementing a carrier change and prior to commencing service. The company will clearly explain all applicable charges and will only bill for disclosed charges.

23. If granted authority to operate as a local exchange carrier, will the applicant abide by the following 83 Illinois Administrative Code Parts: 705, 710, 720, 725, 730, 735, 755, 756, 757, 770, and 772?

YES NO (If no, please provide an explanation.)

NOT APPLICABLE, INTEREXCHANGE SERVICE ONLY

24. Is Applicant aware that it must file tariffs prior to providing service in Illinois?

YES NO

FINANCIAL

25. Please attach evidence of Applicant's financial fitness through the submission of its most current income statement and balance sheet, or other appropriate documentation of applicant's financial resources and ability to provide service. **See Attachment D.**

Applicant is a wholly-owned subsidiary of Telecom Corporation of New Zealand Limited, a company registered in New Zealand, which is a major supplier of telecommunications services in New Zealand and Australia. It provides a full range of telecommunications products and services, including local, national, international and valued added telephone services, cellular and other mobile services, data and internet services, equipment sales and installation services, leased services and directories. For the year ended June 30, 2000, the company had over \$2 billion in revenue.

FINANCIAL

23. Please attach evidence of applicant's financial fitness through the submission of its most current income statement and balance sheet, or other appropriate documentation of applicant's financial resources and ability to provide service. See Attachment D.

TECHNICAL

24. Does Applicant utilize its own equipment and/or facilities? _____ YES NO

If YES, please list: _____

If NO, which facility provider(s)'s services does Applicant use?

Global Crossing Bandwidth, Ltd.

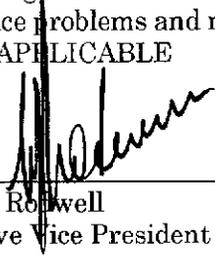
25. Please describe the nature of service to be provided (e.g., operator services, internet, debit cards, long distance service, local service).

Debit cards and long distance service, including 1+ outbound dialing, 800/888 toll-free inbound dialing and calling cards, and directory assistance.

26. Will technical personnel be available at all times to assist customers with service problems?

YES _____ NO

27. If Applicant intends to provide payphone service, will the equipment utilized comply with FCC requirements and Finding (9) of the Commission Order entered in Docket No. 84-0442 on June 11, 1986, including, but not limited to: (a) touch dialing; (b) access to 9-1-1 and "0" operator dialing without use of a coin; (c) rules governing use of payphones by disabled persons; (d) ability to complete local and long-distance calls; (e) unlimited duration for local calls; and (f) a message explaining the telephone's general operations, dialing instructions for emergency assistance, payphone owner's name, method of reporting service problems and method of receiving credit for faulty calls? _____ YES _____ NO NOT APPLICABLE



Andrew Rowell
Executive Vice President

VERIFICATION

This application shall be verified under oath.

OATH

State of California)
)ss
County of Los Angeles)

Andrew Rodwell makes oath and says that he/she is Executive Vice President
(Insert here the name of affiant) (Insert the official title of the affiant)

of Telecom New Zealand Communications (USA) Limited
(Insert here the exact legal title or name of the Applicant)

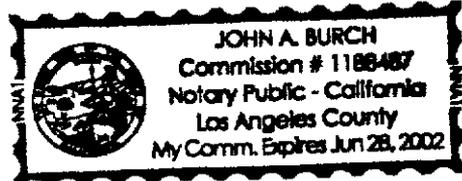
that he/she has examined the foregoing application and that to the best of his/her knowledge,
information, and belief, all statements of fact contained in the said application are true, and the said
application is a correct statement of the business and affairs of the above-named applicant in respect
to each and every matter set forth therein.

[Handwritten signature of Andrew Rodwell]
Andrew Rodwell
Executive Vice President

Subscribed and sworn to before me, a Notary Public/ John A. Burch - Notary Public
(Title of person authorized to administer oaths)

in the State and County above named, this 20th day of OCTOBER 2000.

[Handwritten signature of Notary Public]
(Signature of person authorized to administer oath)



List of Attachments

- A Designated Contact Persons
- B Certificate of Incorporation and Certificate of Authority
- C Management & Technical Information
- D Financial Information