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July 27, 2012

**VIA E-DOCKET**

Ms. Elizabeth A. Rolando  
Chief Clerk  
Illinois Commerce Commission  
527 East Capitol Avenue  
Springfield, IL 62701-1827  
(217) 782-7434

Re: Total Call Mobile, Inc.'s Application for Designation as an Eligible  
Telecommunications Carrier

Dear Ms. Rolando:

Attached please find Total Call Mobile, Inc.'s Application for Designation as an Eligible  
Telecommunications Carrier in the State of Illinois.

**Please note that a portion of Exhibit 6 (Coverage Area) is being filed as confidential.**

Please acknowledge receipt via return e-mail. If you have any questions or if I may provide  
you with additional information, please contact me at the above address or telephone number.  
Thank you for your attention to this matter.

Respectfully submitted,

/s/

Lance J.M. Steinhart  
Attorney for Total Call Mobile, Inc.

Attachments

cc: Nathaniel Law

**STATE OF ILLINOIS  
ILLINOIS COMMERCE COMMISSION**

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|---|---|------------------|
| _____   | ) |                  |
| Total Call Mobile, Inc.                             | ) |                  |
|   | ) |                  |
| Application for Designation as an Eligible          | ) | Docket No. _____ |
| Telecommunications Carrier in the State of Illinois | ) |                  |
| _____   | ) |                  |

**TOTAL CALL MOBILE, INC.  
APPLICATION FOR DESIGNATION AS AN ELIGIBLE TELECOMMUNICATIONS  
CARRIER IN THE STATE OF ILLINOIS**

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*Attorney for Total Call Mobile, Inc.*

July 27, 2012

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**STATE OF ILLINOIS  
ILLINOIS COMMERCE COMMISSION**

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|   | ) |                  |

**TOTAL CALL MOBILE, INC.  
APPLICATION FOR DESIGNATION AS AN ELIGIBLE TELECOMMUNICATIONS  
CARRIER IN THE STATE OF ILLINOIS**

**I. INTRODUCTION**

Total Call Mobile, Inc. (“Total Call”, the “Company”, or “Applicant”), by its undersigned counsel, and pursuant to Section 214(e)(2) of the Communications Act of 1934, as amended (the “Act”)<sup>1</sup> and Sections 54.101 through 54.207 of the Rules of the Federal Communications Commission (“FCC”),<sup>2</sup> and the rules and regulations of the Illinois Commerce Commission (“Commission”), hereby submits this Application for Designation as an Eligible Telecommunications Carrier (“ETC”) in the State of Illinois. Total Call seeks ETC designation solely to provide Lifeline service to qualifying Illinois consumers; it will not seek access to funds from the federal Universal Service Fund (“USF”) for the purpose of participating in the Link-Up program or providing service to high cost areas.<sup>3</sup> As demonstrated herein, and as certified in Exhibit 1 to this Application, Total Call meets all the statutory and regulatory requirements for

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<sup>1</sup> 47 U.S.C. § 214(e)(2)

<sup>2</sup> 47 C.F.R. §§ 54.101-54.207.

<sup>3</sup> Given that Total Call only seeks support from the low-income program and does not seek any high-cost support, ETC certification requirements for the high-cost program are not applicable to Total Call. Nor does the Company seek ETC designation for purposes of participating in the Link-Up program.

designation as an ETC in the State of Illinois, including the new requirements outlined in the FCC's *Lifeline and Link Up Reform Order*.<sup>4</sup> Rapid grant of the Company's request, moreover, would advance the public interest because it would enable the Company to commence much-needed Lifeline services to low-income Illinois residents as soon as possible. Accordingly, the Company respectfully requests that the Commission expeditiously approve this Application for ETC designation.

All correspondence, communications, pleadings, notices, orders and decisions relating to this Application should be addressed to:

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## **II. BACKGROUND**

### **A. Company Overview**

Total Call is a Delaware Corporation.<sup>5</sup> Its principal office is located at 1411 W. 190th St., Suite 700, Gardena, California 90248. Total Call is a telecommunications carrier within the meaning of Section 13-202 of the Public Utilities Act. 220 ILCS 5/1-101 et seq. authorized to provide telecommunications services in the State of Illinois. Total Call is a provider of commercial mobile radio service ("CMRS") in Illinois and throughout the United States, and was approved to provide CMRS in Illinois on November 24, 2009 in Docket No. 09-0431. Total Call

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<sup>4</sup> *In the Matter of Lifeline and Link Up Reform and Modernization, Lifeline and Link Up, Federal-State Joint Board on Universal Service, Advancing Broadband Availability Through Digital Literacy Training*, WC Docket No. 11-42, WC Docket No. 03-109, CC Docket No. 96-45, WC Docket No. 12-23, Report and Order and Further Notice of Proposed Rulemaking, FCC 12-11 (rel. Feb. 6, 2012) ("*Lifeline and Link Up Reform Order*").

<sup>5</sup> Total Call was incorporated in the State of Delaware on August 11, 2005. See attached Exhibit 2 for Total Call's registration(s) with the Illinois Secretary of State.

provides nationwide, prepaid and postpaid wireless telecommunications services to consumers by reselling network services from Sprint PCS (“Sprint”). Total Call is currently designated as an ETC in Maryland, Michigan and West Virginia and has applications for ETC designation pending with the FCC, Arkansas, California, Louisiana, Nevada and Ohio; no such petitions have been denied.

Total Call’s wireless services that are affordable and easy to use are attractive to low-income and lower-volume consumers, providing them with access to emergency services and a reliable means of communication that can be used both at home and while traveling to remain in touch with friends and family and for contacting prospective employers. Total Call offers consumers simple and affordable calling plans, a variety of prepaid and postpaid service plans, easy-to-use handsets and high-quality customer service. Based upon internal surveys and given its pricing and marketing strategy and the demographics of other, similar Mobile Virtual Network Operators’ (“MVNO”) customers, Total Call anticipates that many of its customers will be from low-income backgrounds and will not previously have enjoyed access to wireless service because of economic constraints, poor credit history, or sporadic employment. Total Call does not conduct credit checks or require customers to enter into long-term service contracts as a prerequisite to obtaining prepaid wireless service.

By providing affordable wireless plans and quality customer service to consumers who are otherwise unable to afford them, or were previously ignored by traditional carriers, Total Call will expand the availability of wireless services to many more consumers, which is the principal reason that Congress created the universal service program.

## **B. Proposed Universal Service Offering**

Total Call has the ability to provide all services and functionalities supported by the universal service program, as detailed in Section 54.101(a) of the FCC’s Rules (47 C.F.R. §

54.101(a)) throughout Illinois. Total Call intends to be a leader in the wireless marketplace by offering consumers exceptional value and competitive amounts of voice usage at all price points.

**Lifeline Offering.** The Company's Lifeline service offering will provide customers with the same features and functionalities enjoyed by all other Total Call prepaid customers, with one notable exception: prepaid Lifeline services will not require payment of an out-of-pocket fee by subscribers, but instead, Total Call will receive support from the Lifeline program as compensation for providing those services. As Exhibit 3 demonstrates, Total Call's Lifeline service offering proposes to give eligible customers three (3) Lifeline Plan choices:

1. 150 Minute Plan. Under this Plan, eligible customers enjoy a free handset, 150 anytime minutes per month, and international calling to 250 locations for no additional per minute charge. Additional usage is priced at 10 cents per minute and 5 cents per text. Except for the 250 included international locations, there is an additional per minute charge to make international calls.
2. 250 Minute Plan. Under this Plan, eligible customers receive a free handset and 250 anytime minutes per month. Additional usage is priced at 10 cents per minute and 5 cents per text.
3. Lifeline Credit Plan. Under this Plan, Lifeline-eligible customers may apply the Lifeline discount, currently \$9.25, to either the Company's 30 Day Unlimited Talk, Text, and Data prepaid retail plan or the 30 Day Unlimited Talk and Text prepaid retail plan.

Total Call does not impose burdensome credit checks or long-term service contracts on its prepaid customers. All plans come with a free handset, free customer care calls, free balance inquiries, and access to voice mail, caller I.D. and call waiting features at no additional charge.

Customers are not bound by a local calling area requirement; all Total Call plans come with domestic long distance at no extra per minute charge and exceptional nationwide digital coverage on the Nationwide Sprint PCS Network. Given this nationwide coverage, there is minimal need for roaming. So that customers will not incur unexpected roaming charges, Total Call blocks roaming ability on its Lifeline handsets. Calls to 911 emergency services are always free, regardless of service activation or availability of minutes.

As Exhibit 3 demonstrates, the Company's Lifeline offerings will not only allow feature-rich mobile connectivity for qualifying subscribers at no cost to the subscriber, but also will bring a variety of rate plans into the reach of eligible customers that are comparable in minutes and features to those available to post-paid wireless subscribers – but at low Lifeline rates and without a the burden of credit checks or service contracts. Total Call's prepaid offering will be an attractive alternative for consumers who need the mobility, security, and convenience of a wireless phone, but who are concerned about usage charges or long-term contracts.

### **C. The Commission Has Jurisdiction to Designate Wireless ETCs**

Section 214(e)(2) of the Act provides state public utility commissions with the “primary responsibility” for the designation of ETCs.<sup>6</sup> Although Section 332(c)(3)(A) of the Act prohibits states from regulating the entry of or the rates charged by any provider of commercial mobile service or any private mobile service, this prohibition does not allow states to deny wireless carriers ETC status.<sup>7</sup> Therefore, the Commission has the authority to designate Total Call as an ETC. Pursuant to this authority, the Commission has historically participated in determining

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<sup>6</sup> 47 U.S.C. § 214(e)(2).

<sup>7</sup> See *Federal-State Joint Board on Universal Service, First Report and Order*, 12 FCC Rcd 8776, 8858-59, ¶ 145 (1997) (“USF Order”).

whether to grant ETC status to an applying carrier, including any requesting wireless carrier.<sup>8</sup> Under the Act, a state public utility commission with jurisdictional authority over ETC designations must designate a common carrier as an ETC if the carrier satisfies the requirements of Section 214(e)(1). Total Call recognizes that Section 214(e)(1)(A) of the Act states that ETCs shall offer services, at least in part, over their own facilities and that Section 54.201(i) of the FCC's Rules (47 C.F.R. § 54.201(i)) prohibits state commissions from designating as an ETC a telecommunications carrier that offers services exclusively through the resale of another carrier's services. However, as discussed in Section III.A below, the FCC granted Total Call forbearance from the facilities-based service requirement. in its *Lifeline and Link Up Reform Order*.<sup>9</sup> Section 10(e) of the Act (47 U.S.C. § 160(e)) provides: “[a] State commission may not continue to apply or enforce any provision of this chapter that the [Federal Communications] Commission has determined to forbear from applying under subsection (a) of this section.” As such, the Commission is required by Section 10(e) to act in accordance with the FCC's grant of forbearance to Total Call, and therefore may not apply the facilities-based requirement to Total Call. Therefore, the Commission has the authority under Section 214(e)(2) of the Act to grant Total Call's request for designation as an ETC throughout the State of Illinois.

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<sup>8</sup> See e.g., *TracFone Wireless, Inc. Petition for Designation as an Eligible Telecommunications Carrier in the State of Illinois for the Limited Purpose of Offering Lifeline Service to Qualified Households*, Order, Docket No. 09-0213 (Illinois Commerce Comm'n: Sep. 10, 2009) (“*Tracfone ETC Order*”); *Cellular Properties, Inc.; Application for Designation as an Eligible Telecommunications Carrier for Purposes of Receiving Federal Universal Service Support pursuant to Section 214(e)(2) of the Telecommunications Act of 1996*, 47 U.S.C. § 214(e)(2), Order, Docket No. 07-0154 (Illinois Commerce Comm'n: Feb. 27, 2008); *Illinois Valley Cellular RSA 2-1 Partnership et al.*, Order, Docket Nos. 04-454, 04-455, 04-456 (Illinois Commerce Comm'n: April 19, 2006); *Nexus Communications, Inc. d/b/a TSI Telephone Company Application for Designation as an Eligible Telecommunications Carrier for Purposes of Receiving Federal Universal Service Support pursuant to Section 214(e)(2) of the Telecommunications Act of 1996*, Order, Docket No. 09-0067 (Illinois Commerce Comm'n: May 20, 2009) (“*Nexus ETC Order*”).

<sup>9</sup> See *Lifeline and Link Up Reform Order* ¶ 521.

**D. The ETC Designation Request Is Consistent with Recent Commission Precedent**

Total Call's request for ETC designation to participate in the Lifeline program is consistent with the Commission's designations of TracFone and Nexus as ETCs.<sup>10</sup> In its decisions, the Commission determined that TracFone's and Nexus' requests satisfied all of the necessary eligibility requirements and that designation of a prepaid wireless provider as an ETC "promotes the availability of universal service and is in the public interest."<sup>11</sup> Total Call requests that the Commission expeditiously process its ETC Application so that it can quickly commence providing qualifying low-income Illinois customers with affordable USF-supported wireless services during these challenging economic times for all state residents. Designation of Total Call as an ETC would further competition for wireless Lifeline services and would offer eligible consumers an additional choice of providers for accessing telecommunications services, representing a significant step towards ensuring that all low-income consumers share in the many benefits associated with access to wireless services.

**III. TOTAL CALL SATISFIES THE REQUIREMENTS FOR DESIGNATION AS AN ETC**

Section 254(e) of the Act provides that "only an eligible telecommunications carrier designated under section 214(e) shall be eligible to receive specific federal universal service support." Section 214(e)(2) of the Act authorizes state commissions, such as the Commission, to designate ETC status for federal universal service purposes and authorizes the Commission to designate wireless ETCs.<sup>12</sup> Section 214(e)(1) of the Act and Section 54.201(d) of the FCC's rules provide that applicants for ETC designation must be common carriers that will offer all of

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<sup>10</sup> See *TracFone ETC Order* and *Nexus ETC Order*.

<sup>11</sup> *TracFone ETC Order* ¶ 8.

<sup>12</sup> *USF Order*, at 8858-59, ¶ 145.

the services supported by universal service, either using their own facilities or a combination of their own facilities and the resale of another carrier's services, except where the FCC has forborne from the "own facilities" requirement. Applicants also must commit to advertise the availability and rates of such services.<sup>13</sup> As detailed below, Total Call satisfies each of the above-listed requirements.

**A. Total Call Will Provide Service Consistent with the FCC's Grant of Forbearance from Section 214's Facilities Requirements**

Total Call, in its provision of wireless services, will rely on resold services which the Company will obtain from underlying wireless providers that currently operate their own networks. In its *Lifeline and Link Up Reform Order*, the FCC granted Total Call's request for forbearance from the facilities requirement, and stated, "the Commission will forbear from the "own-facilities" requirement contained in section 214(e)(1)(A) for carriers that are, or seek to become, Lifeline-only ETCs, subject to the following conditions:<sup>14</sup>

(1) the carrier must comply with certain 911 requirements [(a) providing its Lifeline subscribers with 911 and E911 access, regardless of activation status and availability of minutes; (b) providing its Lifeline subscribers with E911-compliant handsets and replacing, at no additional charge to the subscriber, noncompliant handsets of Lifeline-eligible subscribers who obtain Lifeline-supported services; and (c) complying with conditions (a) and (b) starting on the effective date of this Order]; and

(2) the carrier must file, and the Bureau must approve, a compliance plan providing specific information regarding the carrier's service offerings and outlining the measures the carrier will take to implement the obligations contained in this Order as well as further safeguards against waste, fraud and abuse the Bureau may deem necessary."

Total Call will avail itself of the FCC's grant of blanket forbearance. In accordance with the *Lifeline and Link Up Reform Order*, Total Call filed its revised Compliance Plan with the FCC on March 16, 2012, and the FCC released an Order approving the Company's Compliance

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<sup>13</sup> See 47 U.S.C. § 214(e)(1) and 47 C.F.R. § 54.201(d)(2).

<sup>14</sup> See *Lifeline and Link Up Reform Order* at ¶¶ 368, 373 and 379.

Plan on May 25, 2012. A copy of Total Call's approved Compliance Plan is attached hereto as Exhibit 4. Total Call commits to providing Lifeline service in Illinois in accordance with the Compliance Plan.

**B. Total Call Is a Common Carrier**

CMRS providers like Total Call are treated as common carriers for regulatory purposes.<sup>15</sup>

**C. Total Call Will Provide All Required Services and Functionalities**

Total Call offers, or will offer upon designation as an ETC in Illinois, all of the services and functionalities required by Section 54.101(a) and Section 54.202(a) of the FCC's Rules (47 C.F.R. § 54.101(a) and 47 C.F.R. § 54.202(a)) including the following:

**1. Voice Grade Access to the Public Switched Telephone Network**

Total Call provides voice grade access to the public switched telephone network ("PSTN") through the purchase of wholesale CMRS services from Sprint.

**2. Minutes of Use for Local Service**

As part of the voice grade access to the PSTN, an ETC must provide minutes of use for local service at no additional charge to end-users. The FCC has not specified a minimum amount of local usage that an ETC must offer.<sup>16</sup> Total Call offers a variety of rate plans that provide its customers with minutes of use for local service at no additional charge.

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<sup>15</sup> *Implementation of Sections 3(n) and 332 of the Communications Act, Regulatory Treatment of Mobile Services*, GN Docket No. 93-252, Second Report and Order, 9 FCC Rcd 1411, 1425 ¶ 37, 1454-55 ¶ 102 (1994) (wireless resellers are included in the statutory "mobile services" category, and providers of cellular service are common carriers and CMRS providers); 47 U.S.C. § 332(c)(1)(A) ("mobile services" providers are common carriers); *see also PCIA Petition for Forbearance for Broadband PCS*, WT Docket No. 98-100, Memorandum Opinion and Order and Notice of Proposed Rulemaking, 13 FCC Rcd 16857, 16911 ¶ 111 (1998) ("We concluded [in the *Second Report and Order*] that CMRS also includes the following common carrier services: cellular service, ... all mobile telephone services and resellers of such services.") (emphasis added).

<sup>16</sup> *See e.g., Farmers Cellular, Inc.*, CC Docket No. 96-45, Memorandum Opinion and Order, 18 FCC Rcd 3848, 3852 ¶ 9 (2003); *Pine Belt Cellular, Inc. and Pine Belt PCS, Inc.*, CC Docket No. 96-45, Memorandum Opinion and Order, 17 FCC Rcd 9589, 9593 ¶ 10 (2002); *Western Wireless Corp., Petition for Designation as an Eligible Telecommunications Carrier in the State of Wyoming*, CC Docket No. 96-45, Memorandum Opinion and Order, 16 FCC Rcd 48, 52 ¶ 10 (2000).

### **3. Access to Emergency Services**

Through the Company's interconnection with Sprint, all customers have 911 and E911 access, and all 911 traffic is handled in accordance with 83 Illinois Administrative Code 725 and the Emergency Telephone System Act. Total Call also complies with the FCC's regulations governing the deployment and availability of E911 compatible handsets.

### **4. Toll Limitation for Qualified Low-Income Customers**

In its *Lifeline and Link Up Reform Order*, the FCC stated that toll limitation would no longer be deemed a supported service.<sup>17</sup> "ETCs are not required to offer toll limitation service to low-income consumers if the Lifeline offering provides a set amount of minutes that do not distinguish between toll and non-toll calls."<sup>18</sup> Nonetheless, Total Call's offerings inherently allow Lifeline subscribers to control their usage, as its wireless service is offered on a prepaid pay-as-you-go basis. The Company's service, moreover, is not offered on a distance-sensitive basis and local and domestic long distance minutes are treated the same. Total Call will not seek reimbursement for toll limitation service.

### **5. Other Services**

While no longer required by 47 C.F.R. § 54.101(a), Total Call provides dual tone multi-frequency ("DTMF") signaling to expedite the transmission of call set up and call detail information throughout the network, single party service for the duration of each telephone call and not multi-party (or "party-line") services, access to operator services, the ability to make interexchange, or long distance, telephone calls, and access to directory assistance services by dialing "411" from the provided wireless handsets.

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<sup>17</sup> See *Lifeline and Link Up Reform Order* at ¶ 367.

<sup>18</sup> See *id.* at ¶ 49.

#### **D. Total Call Will Advertise the Availability of Supported Services**

Total Call will broadly advertise the availability and rates for the services described above using media of general distribution as required by Section 54.201(d)(2) of the FCC's regulations and the rules adopted by this Commission,<sup>19</sup> and in accordance with the requirements set forth in the *Lifeline and Link Up Reform Order*.<sup>20</sup> The Company will engage in advertising campaigns specifically targeted to reach those likely to qualify for Lifeline services, promoting the availability of cost-effective wireless services to this neglected consumer segment. Total Call is willing to provide written notification of its Lifeline program to the directors of municipal, State and federal governmental agencies within its service territory whose clientele is likely to benefit from the program. In addition, advertisements regarding the availability and rates for the aforementioned services will be widely distributed to retail locations that sell Company products through mediums such as posters, print ads, pamphlets, and flyers.<sup>21</sup>

Statistics suggest that there are many eligible customers who are not yet aware of the Lifeline program. According to the best data available to the Company, as of December 31, 2010, only between 20-50% of consumers eligible for Lifeline Services in the State of Illinois were being provided such services.<sup>22</sup> Total Call believes that its advertising and outreach efforts detailed above will result in increased participation in the Lifeline program.

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<sup>19</sup> See 47 C.F.R. § 54.201; See also 83 Illinois Administrative Code Part 757.

<sup>20</sup> See *Lifeline and Link Up Reform Order* at Section VII.F.

<sup>21</sup> See Exhibit E of the Company's Compliance Plan attached hereto as Exhibit 4 for a sample advertisement.

<sup>22</sup> See attached Exhibit 5, 2010 Lifeline Participation Rates by State, which was obtained from the Universal Service Administrative Company ("USAC"), an independent not-for-profit corporation designated as the administrator of the federal Universal Service Fund by the FCC. USAC administers Universal Service Fund (USF) program for high cost companies serving rural areas, low-income consumers, rural health care providers, and schools and libraries.

**E. Total Call Requests Designation Throughout Its Service Area in Illinois**

Total Call is not a rural telephone company as defined in Section 153(37) of the Act (47 U.S.C. § 153(37)). Accordingly, Total Call is required to describe the geographic area(s) within which it requests designation as an ETC. Total Call requests designation as an ETC in Sprint's coverage area in Illinois, as specified in the wire center list and coverage maps attached as Exhibit 6. Total Call understands that its service area may overlap with rural carriers in Illinois, but maintains that the public interest factors described below justify its designation in these carriers' service areas, especially because it seeks ETC designation solely to utilize USF funding to provide Lifeline service to qualified low-income consumers.<sup>23</sup> It does not seek and will not accept high cost support. Nor does the Company seek to provide Link-Up service.

**F. Service Commitment Throughout the Proposed Designated Service Area**

Total Call provides service in Illinois by reselling service which it obtains from its underlying facilities-based provider. The provider's network is operational and largely built out. Thus, Total Call will be able to commence offering its Lifeline service to all locations served by its underlying carrier very soon after receiving approval from the Commission. Total Call commits to comply with the service requirements applicable to the support that it receives.<sup>24</sup>

**G. Five-Year Network Improvement Plan**

As set forth in the *Lifeline and Link Up Reform Order*, a common carrier seeking designation as a Lifeline-only ETC is not required to submit a five-year network improvement plan as part of its application for designation as an ETC.<sup>25</sup>

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<sup>23</sup> Total Call does not seek designation below the study area level of a rural telephone company, therefore a creamskimming analysis is unnecessary.

<sup>24</sup> See *Lifeline and Link Up Reform Order* page 208, revised § 54.202(a)(1)(i).

<sup>25</sup> See *Lifeline and Link Up Reform Order* at ¶ 386.

## **H. Ability to Remain Functional in Emergency Situations**

In accordance with 47 CFR §54.202(a)(2), Total Call, through its underlying carrier, has the ability to remain functional in emergency situations. Through its agreement with Sprint, Total Call provides to its customers the same ability to remain functional in emergency situations as currently provided by Sprint to its own customers, including access to a reasonable amount of back-up power to ensure functionality without an external power source, the ability to reroute traffic around damaged facilities, and the capability of managing traffic spikes resulting from emergency situations. Furthermore, the Company is subject to its own 911 requirements in 47 C.F.R. 20.18(m), and has committed to specific 911 and E911-related requirements – including with respect to E911 handsets – in its Compliance Plan.

## **I. Commitment to Consumer Protection and Service Quality**

Under FCC guidelines, an ETC applicant must demonstrate that it will satisfy applicable consumer protection and service quality standards.<sup>26</sup> The Company commits to satisfying all such applicable state and federal requirements related to consumer protection and service quality standards. Specifically, Total Call commits to comply with the Cellular Telecommunications and Internet Association's (CTIA) Consumer Code for Wireless Service.

Total Call will abide by rules denominated as 83 Ill. Adm. Code 736, "Service Quality and Customer Protection Applicable to Wireless Eligible Telecommunications Carriers" ("WETC Rules") to the extent that such rules are applicable to the Company as a prepaid wireless provider. Total Call requests that certain provisions in the WETC Rules be waived or declared inapplicable to it because the Company provides prepaid wireless service and does not issue bills, or because Total Call will not be seeking high cost support, including the following:

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<sup>26</sup> See 47 C.F.R § 54.202(a)(3).

736.610, 736.620, 736.630, 736.640, 736.650, 736.680, 736.685, and 736.690. Total Call will comply with 736.515 by reporting complaints received by it regarding dropped calls and signal strength. Thus, Total Call requests that the Commission hold that the sections listed above be waived or held inapplicable to Total Call.

#### **J. Local Usage Requirement**

FCC rules no longer require an applicant for ETC designation to demonstrate that it offers a local usage plan that is "comparable" to the plan offered by the ILEC in the relevant service territory.<sup>27</sup> Nevertheless, similar to ILEC Lifeline offerings, Total Call customers will have the option to apply the Lifeline discount to the Company's retail rate plans and will have the option for unlimited local calling (i.e. if the customer signs up for Lifeline Plan Option 3, which provides options on discounted rates for unlimited talk, text, and web). Not only will the Company's offering be comparable to the underlying ILEC plans, but it also will exceed them in several respects. Total Call will offer customers a certain amount of service free of charge. In contrast to the ILEC plans, which contain relatively small local calling areas, Total Call customers can use these free minutes to place calls statewide (and even nationwide) because Total Call does not restrict customers' use by imposing a local calling area requirement. Total Call will also provide Lifeline customers with E911 capabilities at no cost as well as access to voice mail, caller I.D., and call waiting features at no cost. The very nature of the wireless phone, i.e. mobility, has a tremendous benefit to many consumers, a benefit to which a monetary value cannot be easily assigned.

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<sup>27</sup> See *Lifeline and Link Up Reform Order* at page 208, revised 47 C.F.R. § 54.202(a).

**K. Equal Access Requirement**

Pursuant to revised 47 C.F.R § 54.202, Total Call is no longer required to acknowledge that it may be required to provide equal access to long distance carriers in the event that no other ETC is providing equal access within the service area.<sup>28</sup>

**L. Total Call is Financially and Technically Capable**

Total Call is financially and technically capable of providing Lifeline-supported services.<sup>29</sup> Total Call has been in business for 6 years and provides service to both Lifeline and non-Lifeline customers. Total Call already successfully provides wireless services in 49 states. Total Call has not been subject to enforcement action or ETC revocation proceedings in any state. The Company does not, and does not intend to, offer exclusively Lifeline-supported services—and is therefore not exclusively dependent on universal service funds for its revenue. Total Call also has the financial support of its parent company, KDDI of America (a subsidiary of KDDI of Japan, the second largest carrier in Japan). Furthermore, the senior management of Total Call has great depth in the telecommunications industry and offers extensive telecommunications business technical and managerial expertise to the Company.<sup>30</sup> Total Call will be providing resold wireless service, and therefore will also rely upon the managerial and technical expertise of its underlying carrier.

**M. Total Call Will Comply with Certification and Verification Requirements**

Section 54.410 of the FCC's Rules requires ETCs to certify and verify a Lifeline customer's initial and continued eligibility. Total Call will certify and verify consumer eligibility

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<sup>28</sup> See *id.*

<sup>29</sup> See *Lifeline and Link Up Reform Order* at ¶ 387. See also Exhibit A of the Company's Compliance Plan attached hereto as Exhibit 4 for financial statements of Total Call's parent company.

<sup>30</sup> See Exhibit 7 for key management resumes.

in accordance with the FCC's requirements, including the new rules set forth in the *Lifeline and Link Up Reform Order*, and with applicable Commission rules.<sup>31</sup>

**N. Total Call Will Comply With All Regulations Imposed By The Commission**

By this Application, Total Call hereby asserts its willingness and ability to comply with all the rules and regulations that the Commission may lawfully impose upon the Company's provision of service contemplated by this Application. Total Call is committed to comply with all of the applicable reporting requirements that will be required of the Company as a recipient of low-cost support. Total Call remits all applicable fees, including the 911 surcharge, on behalf of its customers and commits to do so on behalf of its Lifeline customers. Upon Commission request, Total Call is prepared to answer questions or present additional testimony or other evidence about its services within the state. Total Call will comply with the following conditions with respect to its ETC designation:

1. Applicant must have a record of providing wireless services to Illinois customers throughout the requested ETC areas for a minimum of six months prior to the submission of a wireless ETC application.
2. To Applicant's knowledge, there is no open or pending investigation involving the Applicant's (or any affiliate of the Applicant) wireline or wireless operations in any State as of the submission date of the ETC application.
3. Applicant seeks designation as a Lifeline only ETC and acknowledges that the wireless ETC designation, if and when granted, does not authorize it to claim or collect Linkup support for wireless customers.
4. Applicant acknowledges that the wireless ETC designation, if and when granted, does not authorize the Applicant to claim or collect Lifeline support for those wireless customers that it serves (i.e., provides supported services) solely through resale of another carrier's services, unless the Applicant has obtained forbearance from the facilities requirement from the FCC prior to the submission of its ETC application.
5. Applicant has provided the following information regarding its requested ETC areas with its ETC application:

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<sup>31</sup> See Exhibit D of the Company's Compliance Plan attached hereto as Exhibit 4 for the Company's FCC-approved Lifeline Certification Form.

- A. A list of exchanges in which it seeks wireless ETC designation, including but not limited to the names of the exchanges and the names of the ILECs operating in the exchanges.
  - B. A map of the requested ETC service area.
  - C. Evidence that the Applicant provides supported services to wireless customers throughout the requested ETC areas.
6. Applicant will submit, with its ETC Application, all Lifeline Enrollment Forms and Lifeline Annual Verifications Forms that it will rely upon in Illinois if and when it is designated as an eligible telecommunications carrier in Illinois and begins to offer Lifeline service in Illinois (see Exhibit D of attached Exhibit 4).
7. In addition to meeting all federal and State requirements for ETCs, Applicant must demonstrate that it has a record of and is currently in good standing with all other applicable laws, rules and regulations and that ETC designation is in the public interest. Upon such a showing, Applicant will receive an interim one-year ETC designation.
  - a. The interim one-year ETC designation may be renewed only if Applicant requests such a renewal from the Commission. If Applicant fails to timely submit such request, the ETC designation expires at the end of the interim one-year ETC period. Renewal will be granted only if Applicant demonstrates full compliance with all laws, rules and regulations, including but not limited to all federal and State requirements for ETCs, during the preceding interim one-year ETC period or periods, and that the renewal of an interim one-year ETC designation is in the public interest.
  - b. At the end of the second interim one-year ETC period, Applicant may request continuing ETC designation with no further annual review from the Commission. Continuing designation will be granted only if Applicant demonstrates full compliance with all applicable laws, rules and regulations, including but not limited to all federal and State requirements for ETCs, for the preceding interim one-year ETC periods, and that the continuing designation is in the public interest.
  - c. At any time the Commission may require Applicant to demonstrate compliance with any applicable laws, rules, regulations or conditions, including but not limited to federal and State requirements for ETCs, and may, if the applicant fails to adhere to any applicable law, rule, regulation or condition, revoke the ETC designation.
8. A request for renewal of an interim one-year ETC designation or continuing ETC designation must be submitted to the Commission 30 to 60 days prior to the expiration date of the current interim ETC period. The request must contain, at minimum, the following exhibits:
  - A. Copies of all reports and exhibits filed with the Clerk of the Commission as required in Condition 16 and Condition 17 below.

9. Applicant will require every Lifeline customer to complete/sign a Lifeline Enrollment Form to certify the customer's eligibility and to provide proof of eligibility at the time of the customer's initial enrollment.

Proof of eligibility entails (i) proof of identity: evidence that the customer signing the Lifeline Enrollment Form is the person named, and does reside at the address listed, on the Lifeline Enrollment Form, and (ii) proof of program participation: evidence of the customer's participation in one of the proxy programs listed in Code Part 757.10.

Proof of identity consists of a current government issued ID with photo, name and address (e.g., driver's license, Illinois state ID, etc.), OR two pieces of current identification (one must include name and address), which may include a personal check (cancelled within 30 days), a current telephone, gas, electric or cable bill (issued within 30 days), mail with a current postmark (dated within 30 days), or a voter registration card.

Proof of program participation consists of copies of dated documents issued by qualifying government agencies, such as the Department of Human Services, that contain the customer's name, address and social security number AND that clearly establish the customer's participation in the claimed proxy program(s) at the time of initial enrollment.

*Note: a program card (such as Illinois Link Card) is not sufficient as proof of program participation unless the program card shows the customer's name, residence address and date of eligibility.*

Applicant will comply with the following document retention requirements:

- a. Applicant will retain all original (or scanned images of original) copies Lifeline Enrollment Forms completed/signed by every Lifeline customer at the time of initial enrollment for a minimum of three years after the customer terminates services with the Applicant.
- b. Applicant will retain all original (or scanned images of original) copies of proof of identity (specified above) provided by every Lifeline customer at the time of initial enrollment for a minimum of three years after the customer terminates services with the Applicant.
- c. Applicant will *not* retain all original (or scanned images of original) copies of proof of program participation (specified above) provided by every Lifeline customer at the time of initial enrollment for a minimum of three years after the customer terminates services with the Applicant. In accordance with the *Lifeline and Link Up Reform Order*, the Company will not retain copies of the documentation but rather will establish policies and procedures to review such documentation and keep accurate records detailing how the consumer demonstrated his or her eligibility.<sup>32</sup>

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<sup>32</sup> See *Lifeline and Link Up Reform Order* at ¶ 101.

10. Applicant will verify every Lifeline customer's continued eligibility for Lifeline support every twelve (12) months in accordance with Section 54.410(f) of the Act, as amended by the FCC in its *Lifeline and Link Up Reform Order*.

Applicant will not claim Lifeline support for those Lifeline customers that fail to respond to annual verification requests.

If there is no state Lifeline administrator or other state agency responsible for re-certification of subscribers' Lifeline eligibility, Applicant will comply with the following document retention requirements:

- a. Applicant will retain all original (or scanned images of original) documentation of re-certification results from querying the appropriate eligibility or income databases confirming that every Lifeline customer continues to meet the program-based or income-based eligibility requirements for Lifeline for a minimum of three years after the customer terminates services with the Applicant; or
  - b. Applicant will retain all original (or scanned images of original) copies of Lifeline Annual Verification Forms completed/signed by every Lifeline customer at the time of annual verification of the customer's continued eligibility for a minimum of three years after the customer terminates services with the Applicant.<sup>33</sup>
11. Applicant must offer to pass through Lifeline benefits through a Lifeline discount off its non-Lifeline rates for its wireless voice plans (i.e., the difference between the non-Lifeline rates and Lifeline rates after application of Lifeline discount must equal to the Lifeline benefits) (Option A). A Lifeline customer must be permitted to receive the Lifeline benefits through a Lifeline discount off the non-Lifeline rates of any wireless voice plans offered by the Applicant. *A wireless voice plan is a wireless plan that allows the customer to make and receive voice calls, with or without the text messaging functionality.*

Applicant may provide a block of free minutes per month in lieu of a Lifeline discount off the non-Lifeline rates as an alternative means to pass through Lifeline benefits (Option B). In such a case, customers must be permitted to choose between Option A (i.e., receiving Lifeline benefits through a discount off the non-Lifeline rates) and Option B (i.e., receiving Lifeline benefits through a block of free minutes).

If electing to offer a block of free minutes as an optional means for customers to receive Lifeline benefits, the Applicant must, at minimum, offer a wireless voice plan containing a block of free minutes determined by the most economical wireless voice plans offered to non-Lifeline wireless customers and the carrier's claim of Lifeline support (i.e., Tier 1, Tier 1 and Tier 2, or all three Tiers). In addition, any unused free minutes in any given month will be automatically rolled over to future months.

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<sup>33</sup> Certifications on the Applicant's Lifeline Annual Verification Forms may be obtained through written format, an Electronic Signature, an Interactive Voice Response system, or a text message pursuant to ¶ 132 of the FCC's *Lifeline and Link Up Reform Order*.

12. Applicant will offer wireless local calling plans comparable to those of the Incumbent Local Exchange Carriers (ILECs) operating in the Applicant's ETC areas.
  - a. Applicant will file a wireless Lifeline tariff pursuant to Code Part 757.420, containing (i) a list of all individual discounts, including but not limited to low income discounts, and a description of the conditions under which each individual discount applies, (ii) a list of all non-recurring and recurring charges for wireless services offered to Lifeline customers before application of low income discounts, and (iii) a list of all non-recurring and recurring charges for wireless services offered to Lifeline customers after application of low income discounts.
  - b. All rates (non-recurring and recurring) in the wireless Lifeline tariff must be identical for non-Lifeline and Lifeline customers before application of low income discounts.
  - c. Applicant will adhere strictly to all rates, terms and conditions of service prescribed in the wireless Lifeline tariff. Applicant will not charge its Lifeline customers any rate other than those prescribed in the wireless Lifeline tariff.
  - d. Applicant will not introduce any new wireless services for Lifeline customers unless and until it has filed a wireless Lifeline tariff with the Commission that includes the new services. A new wireless service is defined as any wireless service (or calling plan) that deviates in any way (e.g., in rates or/and structure) from those specified in the current wireless Lifeline tariff on file with the Commission. Applicant must notify Staff of any planned introduction of new wireless services to Lifeline customers and demonstrate to Staff that the new services are comparable to those of the ILECs operating in the applicant's wireless ETC areas 30 days prior to the introduction of the new wireless services.
13. Applicant must provide all Lifeline customers and prospective Lifeline customers with detailed descriptions of all available wireless voice plans ("Service Descriptions"), separate from its wireless Lifeline tariff. The Service Descriptions must meet the following criteria:
  - a. The Service Descriptions must be provided in a separate document or on pages separate from the Applicant's Lifeline Enrollment Form and Lifeline Annual Verification Form. It must be presented in an easy-to-read format and it must not take a customer more than a few minutes to understand all plan options.
  - b. The Service Descriptions must explicitly state all rates (recurring and non-recurring) before application of Lifeline discount for each of its wireless voice plans.
  - c. The Service Descriptions must explicitly state the amounts (\$) of Lifeline discounts.
  - d. If the Applicant offers a block of free minutes in lieu of Lifeline discount off non-Lifeline rates, the Service Descriptions must comply with the following:
    - i. The Service Descriptions must clearly state that the block of free minutes is fully funded under the government-sponsored Lifeline program. It must also

explicitly state the amounts (\$) of Lifeline benefits that are implicitly reflected in the block of free minutes.

- ii. The Service Descriptions must clearly state that customers must pay for the use of additional minutes beyond the block of free minutes. And it must present all plan options available to customers when and if the customers desire to purchase additional minutes.

14. Applicant must ensure that the Lifeline Enrollment (and Annual Verification) Form is used solely for a customer to certify his eligibility at the time of initial enrollment (or verify his continued eligibility at the time of annual verification).

In addition, it must be clearly stated on both the Lifeline Enrollment and Annual Verification Forms that the Lifeline program is a government-funded program, under which qualified customers may purchase phone services from the Applicant at subsidized rates.

In no circumstances will the Applicant advertise services on the Lifeline Enrollment or Lifeline Annual Verification Forms.

15. Applicant will submit, within 30 days of the end of each calendar quarter, to the Director of the Telecommunications Division the following items:

- A. Copies of all completed/signed Lifeline Enrollment Forms submitted during the quarter by each Lifeline customer at the time of initial enrollment.
- B. Copies of all dated official documentation provided during the quarter by each Lifeline customer at the time of initial enrollment as proof of identity and program participation consistent with the requirements specified in Code Part 757.10 and Condition 9.
- C. If there is no state Lifeline administrator or other state agency responsible for re-certification of subscribers' Lifeline eligibility, copies of all completed/signed Lifeline Annual Verification Forms submitted during the quarter by each Lifeline customer at the time of annual verification of the customer's continued eligibility;<sup>34</sup> or
- D. If a state or federal eligibility database is available, copies of all dated documentation of re-certification results queried during the quarter as proof of continued eligibility consistent with the requirements specified in Condition 10.
- E. A summary of the Applicant's annual verifications conducted during the quarter in accordance with Condition 10, including the following:

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<sup>34</sup> Certifications on the Applicant's Lifeline Annual Verification Forms may be obtained through written format, an Electronic Signature, an Interactive Voice Response system, or a text message pursuant to ¶ 132 of the FCC's *Lifeline and Link Up Reform Order*.

- a. The number of customers that were due for annual verification during the quarter (i.e., the number of Lifeline customers that have been enrolled in the Applicant's Lifeline program for 12 months or a multiple of 12 months).
  - b. The number of customers that responded to the annual verification.
    - i. The number of customers that provided all the required documentations for proof of continued eligibility as specified in Condition 10.
    - ii. The number of customers that responded but failed to provide all the required documentations for proof of continued eligibility as specified in Condition 10.
  - c. The number of customers that failed to respond to the annual verification request.
16. Applicant will submit, to the Director of Telecommunications Division and the Clerk of the Commission, by August 1 of each year a report summarizing the results of the Applicant's annual verification conducted in the most recent 12 month period ending July 31 in the format specified in Condition 15.E.
17. Applicant will provide quarterly reports, separately for wireline and wireless operations, pursuant to Exhibit A of Code Part 757 to the Commission, the Staff Liaison, and the Universal Telephone Assistance Corporation ("UTAC"). Additionally, Applicant will submit, in its ETC designation docket, quarterly reports to the Clerk of the Commission within 30 days of the end of each calendar quarter consisting of the following items:
- A. A Churn Rate Report as detailed in Appendix A.
  - B. A Minutes of Use ("MOU") Report as detailed in Appendix B.
  - C. A Subscribership Report as detailed in Appendix C.
  - D. Service Descriptions as specified in Condition 13.
  - E. A Low Income Support Receipt Report. The Report must list the total amount of support, Projection Override *plus* true-ups, in each category (Lifeline, Toll Limitation, etc.) for each month of the quarter. It must also list the amounts of Projection Override and true-ups, respectively, for each month. *For example, if the Projection Override for March 2011 is \$15,000 and the subsequent true-ups for March 2011 is \$5,000, the USF support amount received for March 2011 should be \$20,000 (= \$15,000 Projection Override + \$5,000 true-ups).*
  - F. Documentation demonstrating that low income support received during the quarter was passed through to Lifeline customers. Such documentation includes, but not limited to, detailed descriptions of wireless voice plans offered to non-Lifeline customers, including (i) a list of all individual discounts offered to non-Lifeline customers and a description of the conditions under which each discount applies, (ii)

a list of all non-recurring and recurring charges for wireless services offered to non-Lifeline customers before application of discounts, and (iii) a list of all non-recurring and recurring charges for wireless services offered to non-Lifeline customers after application of discounts.

- G. Copies of all FCC Form 497 filings submitted to the Universal Service Administration Corporation (“USAC”) during the quarter.
  - H. A summary of all wireless Lifeline tariff changes filed with the Commission during the quarter, including a description of each change and citations to any revised tariff pages.
  - I. Copies of all Lifeline Enrollment Forms that Applicant distributed to potential Lifeline customers during the quarter. Note: these should be blank forms.
  - J. Copies of all Lifeline Annual Verification Forms that Applicant distributed to Lifeline customers during the quarter. Note: these should be blank forms
  - K. Copies of all Lifeline publicity and advertising materials distributed during the quarter.
  - L. Copies of all written notifications provided to directors of municipal, State, and federal government agencies within the applicant’s service territory.
18. Applicant will implement a non-usage policy whereby it will identify Lifeline customers that have not used its Lifeline service for 60 days, and cease to claim Lifeline support for such customers if they do not use their service within a 30-day grace period following the initial 60-day non-usage period. Specifically,
- a. If no usage appears on a Lifeline customer’s account during any continuous 60-day period, Applicant will promptly notify the customer that the customer is no longer eligible for the Company’s Lifeline services subject to a 30-day grace period.
  - b. If the customer’s account does not show any customer-specific activity during the 30-day grace period (such as making or receiving a voice call, sending a text message, or adding money to the account), the Company will deactivate Lifeline services (i.e., ceasing to claim Lifeline support) for that customer. *Note: Customer-specific activity does not include receiving calls or text messages from the Company or its designated agents.*
  - c. The Company will not seek to recover a Lifeline subsidy for the minutes provided to the customer during the 30-day grace period, or thereafter, unless the customer reinitiates service.
  - d. The Company will not report that customer on its FCC Form 497 for the 30-day grace period, or thereafter, unless the customer reinitiates service.

19. Applicant will offer, at minimum, 30 minutes of wireless customer service calls per Lifeline customer, per month, at no charge. After 30 minutes, regular per minute charges will apply. Notice will be given to Lifeline customers via a free text message when they have used 80% of the minutes provided by their customer service allowance.
20. Applicant will remit, or ensure the remission of, wireless 911 surcharges for all Lifeline and non-Lifeline wireless customers pursuant to the Wireless Emergency Telephone Safety Act and/or Prepaid Wireless 9-1-1 Surcharge Act. Applicant will retain record of all wireless 9-1-1 surcharges remitted for its wireless (Lifeline and non-Lifeline) customers. Applicant will demonstrate, upon request, that wireless 9-1-1 surcharges have been remitted for each and every of its wireless Lifeline and non-Lifeline customers.
21. Applicant acknowledges that it is not eligible to and may not seek Illinois supplemental low income assistance under Subpart C (Universal Telephone Service Assistance Program or UTASP) of Code Part 757 for any wireless customers.
22. Applicant acknowledges that it may not seek waiver for any sections of Code Part 736 listed in Part 736.115(b) on the ground that the Applicant offers prepaid wireless services, i.e.,
 

|                     |   |
|---------------------|---|
| Section 736.505(a): | Operator Answer Time;                               |
| Section 736.505(b): | Business and Repair Answer Time;                    |
| Section 736.515:    | Dropped Calls and Signal Strength;                  |
| Section 736.520:    | Service Outages;                                    |
| Section 736.525:    | Installation Requests – Failure to Provide Service; |
| Section 736.530:    | Trouble Reports.                                    |

**IV. DESIGNATION OF TOTAL CALL AS AN ETC WOULD PROMOTE THE PUBLIC INTEREST**

One of the principal goals of the Act, as amended by the Telecommunications Act of 1996, is “to secure lower prices and higher quality services for American telecommunications consumers and encourage the rapid deployment of new telecommunications technologies” to all citizens, regardless of geographic location or income.<sup>35</sup> Designation of Total Call as an ETC in Illinois will further the public interest by providing Illinois consumers, especially low-income consumers, with low prices and high quality services. Many low-income customers in Illinois have yet to reap the full benefits of the intensely competitive wireless market. Whether because of financial constraints, poor credit history or intermittent employment, these consumers often

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<sup>35</sup> *Telecommunications Act of 1996*, Pub. L. No. 104-104, 110 Stat. 56.

lack the countless choices available to most consumers.

The instant request for ETC designation must be examined in light of the Act's goal of providing low-income consumers with access to telecommunications services. The primary purpose of universal service is to ensure that consumers—particularly low-income consumers—receive affordable and comparable telecommunications services. Given this context, designating Total Call as an ETC would significantly benefit low-income consumers eligible for Lifeline services in the State of Illinois—the intended beneficiaries of universal service.

The public interest benefits of the Company's wireless service include larger local calling areas (as compared to traditional wireline carriers), the convenience and security afforded by mobile telephone service, the opportunity for customers to control cost by receiving a preset amount of monthly airtime at no charge, the ability to purchase additional usage at flexible and affordable amounts in the event that included usage has been exhausted, 911 service (even if a handset has a zero balance) and, where available, E911 service in accordance with current FCC requirements. The Company's Lifeline customers will receive the same high-quality wireless services and exceptional customer service provided to all Company customers. Total Call's Lifeline rate plans will not only allow feature-rich mobile connectivity for qualifying subscribers at no cost to the subscriber, but also will bring a variety of rate plans into the reach of Lifeline customers that are comparable in minutes and features to those available to post-paid wireless subscribers – but at low Lifeline rates and without the burden of credit checks, contracts, activation fees or roaming charges.

Total Call's Lifeline program will provide low-income Illinois residents with the convenience and security offered by wireless services—even if their financial position deteriorates. According to the U.S. Department of Labor Bureau, Illinois' unemployment rate was 8.7% as of

June 2012. The economic circumstances indicate that low-income individuals, now more than ever, can greatly benefit from the advantages offered by the Company's Lifeline service, thus allowing those adversely impacted by the failing economy or job loss to have access to a free wireless service to assist in emergency situations, facilitate job search efforts, and to maintain contact with family members.

It is also a commonly accepted fact that in today's market all consumers, including qualified Lifeline customers, view the portability and convenience of wireless service not as a luxury, but as a necessity. Mobile service allows children to reach their parents, wherever they may be, allows a person seeking employment the ability to be contacted by potential employers, and provides end users with the ability to contact emergency service providers, regardless of location. Providing Total Call with the authority necessary to offer discounted Lifeline services to those most in danger of losing wireless service altogether undoubtedly promotes the public interest.

Moreover, grant of Total Call's Application will serve the public interest in increasing the number of ETCs in Illinois. By granting ETC status to Total Call, the Commission will enable the Company to increase the number of Illinois residents receiving Lifeline support, thereby increasing the amount of USF money flowing into Illinois. In sum, ETC designation in the State of Illinois would enable Total Call to provide all of the public benefits cited by the FCC in its analysis in the *Virgin Mobile Order*. Namely, Total Call would provide "increased consumer choice, high-quality service offerings, and mobility,"<sup>36</sup> as well as the safety and security of effective 911 and E911 services.<sup>37</sup>

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<sup>36</sup> See *Virgin Mobile Order*, 24 FCC Rcd at 3395 ¶ 38.

<sup>37</sup> See *Id.* at 3391 ¶ 23.

### **A. The Benefits of Competitive Choice**

The benefits to consumers of being able to choose from among a variety of telecommunications service providers have been acknowledged by the FCC for more than three decades.<sup>38</sup> Designation of Total Call as an ETC will promote competition and innovation, as ETCs compete for a finite number of Lifeline-eligible customers, and will spur other carriers to target low-income consumers with service offerings tailored to their needs and to improve their existing networks to remain competitive, resulting in improved services to consumers. Increasing the competitive marketplace of providers has the potential to effectively increase the penetration rate and reduce the number of individuals not connected to the PSTN. Designation of Total Call as an ETC will help assure that quality services are available at “just, reasonable, and affordable rates” as envisioned in the Act.<sup>39</sup>

### **B. Impact on the Universal Service Fund**

With Lifeline, ETCs only receive support for customers they obtain. The amount of support available to an eligible subscriber is exactly the same whether the support is given through a company such as Total Call or the Incumbent LEC operating in the same service area. Total Call will only increase the amount of USF Lifeline funding in situations where it obtains Lifeline customers not enrolled in another ETC’s Lifeline program. By implementing the safeguards set forth in the *Lifeline and Link Up Reform Order*, Total Call will minimize the likelihood that its customers are not eligible or are receiving duplicative support either individually or within their household. Significantly, the Company’s designation as an ETC will not increase the number of persons eligible for Lifeline support. Total Call’s ability to increase the Lifeline participation rate of qualified low-income individuals will further the goal of

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<sup>38</sup> See, e.g., *Specialized Common Carrier Services*, 29 FCC Rcd 870 (1971).

<sup>39</sup> See 47 U.S.C. § 254(b)(1).

Congress to provide all individuals with affordable access to telecommunications service, and thus any incremental increases in Lifeline expenditures are far outweighed by the significant public interest benefits of expanding the availability of affordable wireless services to low-income consumers.

**V. ANTI-DRUG ABUSE CERTIFICATION**

Total Call certifies that no party to this Application is subject to denial of federal benefits, including FCC benefits, pursuant to Section 5301 of the Anti-Drug Abuse Act of 1988.

**VI. CONCLUSION**

Based on the foregoing, designation of Total Call as an ETC in the State of Illinois accords with the requirements of Section 214(e)(2) of the Act and is in the public interest.

WHEREFORE, Total Call respectfully requests that the Commission promptly designate Total Call as an ETC in the State of Illinois solely for purposes of participating in the Lifeline program.

Respectfully submitted,

/s/

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Lance J.M. Steinhart  
Lance J.M. Steinhart, P.C.  
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Alpharetta, Georgia 30005  
(770) 232-9200 (Phone)  
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E-Mail: [lsteinhart@telecomcounsel.com](mailto:lsteinhart@telecomcounsel.com)

*Attorney for Total Call Mobile, Inc.*

July 27, 2012

**TABLE OF EXHIBITS**

|   | <u>Exhibit</u> |
|---|----------------|
| Certification of Hideki Kato, COO of Total Call Mobile, Inc. .... | 1              |
| Secretary of State Registration.....                              | 2              |
| Proposed Lifeline Offering .....                                  | 3              |
| Total Call’s FCC-Approved Compliance Plan .....                   | 4              |
| 2010 Lifeline Participation Rates by State.....                   | 5              |
| Coverage Area .....   | 6              |
| Key Management Resumes.....                                       | 7              |

**EXHIBIT 1**

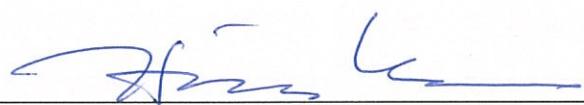
**Certification of Hideki Kato, COO of Total Call Mobile, Inc.**

State of California )  
 )  
County of Los Angeles )

### Certification

Personally appeared before the undersigned, an officer duly authorized to administer oaths, Hideki Kato, who first being duly sworn, deposes and states that he is the COO of Total Call Mobile, Inc., Applicant in this application, and has read the same and knows the contents thereof, and confirms that the statements made herein are true to the best of his knowledge and belief.

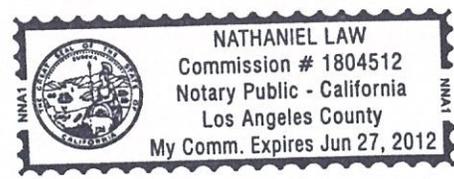
Dated: 6/5/2012

  
\_\_\_\_\_  
Hideki Kato, COO

Subscribed and sworn to before me this 5<sup>th</sup> day of June 2012.

(Notary Seal)   
\_\_\_\_\_  
(Signature of person authorized to administer oath)

My Commission Expires: 6/27/2012



**EXHIBIT 2**

**Secretary of State Registration**



# OFFICE OF THE SECRETARY OF STATE

JESSE WHITE • Secretary of State

FEBRUARY 14, 2006

6469-825-7

CSC NETWORKS  
801 ADLAI STEVENSON DR  
SPRINGFIELD, IL 62703

RE TOTAL CALL MOBILE, INC.

DEAR SIR OR MADAM:

IT IS OUR PLEASURE TO APPROVE YOUR REQUEST TO TRANSACT BUSINESS IN THE STATE OF ILLINOIS. ENCLOSED PLEASE FIND THE AUTHORITY ACKNOWLEDGING REGISTRATION.

THIS DOCUMENT MUST BE RECORDED IN THE OFFICE OF THE RECORDER OF THE COUNTY IN ILLINOIS IN WHICH THE REGISTERED OFFICE OF THE CORPORATION IS LOCATED, AS PROVIDED BY SECTION 1.10 OF THE BUSINESS CORPORATION ACT OF THIS STATE. FOR FURTHER INFORMATION CONTACT YOUR RECORDER OF DEEDS.

THE CORPORATION MUST FILE AN ANNUAL REPORT AND PAY FRANCHISE TAXES PRIOR TO THE FIRST DAY OF ITS ANNIVERSARY MONTH (MONTH OF QUALIFICATION) NEXT YEAR. A PRE-PRINTED ANNUAL REPORT FORM WILL BE SENT TO THE REGISTERED AGENT AT THE ADDRESS SHOWN ON THE RECORDS OF THIS OFFICE APPROXIMATELY 60 DAYS PRIOR TO ITS ANNIVERSARY MONTH.

SECURITIES CANNOT BE ISSUED OR SOLD EXCEPT IN COMPLIANCE WITH THE ILLINOIS SECURITIES LAW OF 1953, 815 ILLINOIS COMPILED STATUTES, 5/1 ET SEQ. FOR FURTHER INFORMATION, CONTACT THE OFFICE OF THE SECRETARY OF STATE, SECURITIES DEPARTMENT AT (217) 782-2256 OR (312) 793-3384.

SINCERELY YOURS,

JESSE WHITE  
SECRETARY OF STATE

DEPARTMENT OF BUSINESS SERVICES  
CORPORATION DIVISION  
TELEPHONE (217) 782-6961

JW:CD

FORM **BCA 13.15** (rev. Dec. 2003)  
**APPLICATION FOR AUTHORITY TO  
 TRANACT BUSINESS IN ILLINOIS**  
 Business Corporation Act

Jesse White, Secretary of State  
 Department of Business Services  
 Springfield, IL 62756  
 Telephone (217) 782-1834  
 www.cyberdriveillinois.com

**FILED**

**FEB 14 2006**

**JESSE WHITE  
 SECRETARY OF STATE**

**COPY**

Remit payment in the form of a cashier's check, certified check, money order or an Illinois attorney's or CPA's check payable to the Secretary of State.

6469-825-7  
 File #

**SEE NOTE 1 CONCERNING PAYMENT!**

Filing Fee \$ 150.00 Franchise Tax \$ 46.78 Penalty/Interest \$ — Total \$ 196.78 Approved: SP

Submit in duplicate Type or Print clearly in black ink Do not write above this line

1. (a) CORPORATE NAME: Total Call Mobile, Inc.

(Complete item 1 (b) only if the corporate name is not available in this state.)

(b) ASSUMED CORPORATE NAME: \_\_\_\_\_  
 (By electing this assumed name, the corporation hereby agrees NOT to use its corporate name in the transaction of business in Illinois. Form BCA 4.15 is attached.)

2. State or Country of Incorporation Delaware; Date of Incorporation August 11, 2005; Period of Duration Perpetual

3. (a) Address of the principal office, wherever located: 707 Wilshire Boulevard  
12th Floor  
Los Angeles, CA 90017

(b) Address of principal office in Illinois: none  
 (If none, so state)

4. Name and address of the registered agent and registered office in Illinois.

Registered Agent: Illinois Corporation Service Company

| First Name | Middle Initial | Last name |
|------------|----------------|-----------|
|            |                |           |

Registered Office: 801 Adlai Stevenson Drive

| Number                 | Street       | Suite #         | (A.P.O. Box alone is not acceptable.) |
|------------------------|--------------|-----------------|---------------------------------------|
| <u>Springfield, IL</u> | <u>62703</u> | <u>Sangamon</u> |                                       |
| City                   | ZIP Code     | County          |                                       |

5. States and countries in which it is admitted or qualified to transact business: (Include state of incorporation)  
CA

6. Name and addresses of officers and directors: (If more than 3 directors and/or additional officers, attach list.)

| Name                     | No. & Street                      | City         | State | ZIP   |
|--------------------------|-----------------------------------|--------------|-------|-------|
| President Mark Leafstedt | 707 Wilshire Boulevard, 12th Fl., | Los Angeles, | CA    | 90017 |
| Secretary Danny Ing      | 707 Wilshire Boulevard, 12th Fl., | Los Angeles, | CA    | 90017 |
| Director Mark Leafstedt  | 707 Wilshire Boulevard, 12th Fl., | Los Angeles, | CA    | 90017 |
| Director Danny Ing       | 707 Wilshire Boulevard, 12th Fl., | Los Angeles, | CA    | 90017 |
| Director                 |                                   |              |       |       |

7. The purpose or purposes for which it was organized which it proposes to pursue in the transaction of business in this state: (If not sufficient space to cover this point, add one or more sheets of this size)

To provide Telecommunications Services

8. Authorized and issued shares:

| Class  | Series | Par Value | Number of Shares Authorized | Number of Shares Issued |
|--------|--------|-----------|-----------------------------|-------------------------|
| Common |        | \$0.001   | 10,000,000                  | 8,000,000               |

(If more, attach list)

9. Paid-in Capital: \$ 900,000  
("Paid-in Capital" replaces the terms Stated Capital & Paid-in Surplus and is equal to the total of these accounts.)

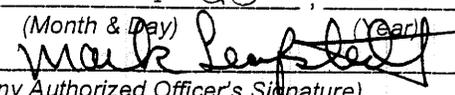
10. (a) Give an estimate of the total value of all the property\* of the corporation for the following year: \$ 10,000
- (b) Give an estimate of the total value of all the property\* of the corporation for the following year that will be located in Illinois: \$ 10,000
- (c) State the estimated total business of the corporation to be transacted by it everywhere for the following year: \$ 1,000,000
- (d) State the estimated annual business of the corporation to be transacted by it at or from places of business in the State of Illinois: \$ 25,000

11. Interrogatories: (Important - this section must be completed.)

- (a) Is the corporation transacting business in this state at this time? No
- (b) If the answer to item 11(a) is yes, state the exact date on which it commenced to transact business in Illinois:

12. This application is accompanied by a certified copy of the articles of incorporation, as amended, duly authenticated, within the last ninety (90) days, by the proper officer of the state or country wherein the corporation is incorporated.

13. The undersigned corporation has caused this application to be signed by a duly authorized officer, who affirms, under penalties of perjury, that the facts stated herein are true. (All signatures must be in **BLACK INK.**)

Dated January 23, 2006  
(Month & Day) (Year)  
  
(Any Authorized Officer's Signature)  
Mark Leafstedt, President  
(Print Name and Title)

Total Call Mobile, Inc.  
(Exact Name of Corporation)

\* PROPERTY as used in this application shall apply to all property of the corporation, real, personal, tangible, intangible, or mixed without qualifications.

Note 1: Payment in connection with this application must be in the form of a certified check, cashier's check, Illinois attorney or CPA's check or money order made payable to the "Secretary of State". The minimum fee due upon qualification is \$175. Any additional fees will be billed and must be paid before this application can be filed.

## EXHIBIT 3

### Proposed Lifeline Offering

#### **Option 1: Lifeline 150 Minute Plan\***

150 anytime minutes per month

(additional usage priced at 10 cents per minute; texts are 5 cents per text message by loading an “Anytime Plan” refill card to the handset account)

Net cost to Lifeline customer: **\$0 (free)**

\*This package includes:

- Free handset
- Free Voicemail, Caller-ID, and call waiting
- Free calls to Customer Service
- Free calls to 911 emergency services
- Free balance inquiries
- 150 anytime minutes per month (the included 150 anytime minutes expire after 30 days)
- “International Location Promo” - No additional charge for international calling to the 250 locations on the list that follows Lifeline Offering- Option 3, as with the standard TCM Anytime Plan (i.e. only the standard per minute rate applies)
- International calls to other destinations require additional funds based on call destination

#### **Option 2: Lifeline 250 Minute Plan\***

250 anytime minutes per month

(additional usage priced at 10 cents per minute, texts are 5 cents per text message)

Net cost to Lifeline customer: **\$0 (free)**

\*This package includes:

- Free handset
- Free Voicemail, Caller-ID, and call waiting
- Free calls to Customer Service
- Free calls to 911 emergency services
- Free balance inquiries
- 250 anytime minutes. per month (the included 250 anytime minutes expire after 30 days)
- The “International Location Promo” does not apply to the Lifeline 250 Minute Plan
- International calls require additional funds based on call destination.

### **Option 3: Lifeline Credit - Discount on Certain 30 Day Plans\***

Lifeline-eligible customers may apply the Lifeline discount to either the 30 Day Unlimited Talk, Text, and Data or the 30 Day Unlimited Talk and Text prepaid retail plan. Details on TCM's 30 Day Unlimited Talk, Text, and Data or 30 Day Unlimited Talk and Text plans can be found at [http://www.totalcallmobile.com/rateplans\\_prepaid.aspx](http://www.totalcallmobile.com/rateplans_prepaid.aspx)

\*This package includes:

- Free handset
- Free Voicemail, Caller-ID, and call waiting
- Free calls to Customer Service
- Free calls to 911 emergency services
- Free balance inquiries

### **Free International Location Promo**

**Free International Calling Destinations on the Lifeline 150 Minute Plan** (Certain special or off-network locations may be excluded from the Free International Calling Destinations):

- Termination to landline phones only, termination to mobile phones and off network locations excluded (unless otherwise noted).
- Locations are subject to change from time to time. Please visit [www.totalcallmobile.com](http://www.totalcallmobile.com) for an updated list.
- Calls to certain cities in these countries are part of the Free International Location Promo.

| Featured Countries     |                    |                    |
|------------------------|--------------------|--------------------|
| Argentina              | Greece             | Norway             |
| Argentina-Buenos Aires | Greece-Athens      | Peru               |
| Argentina-Cordoba      | Hong Kong          | Peru-Lima          |
| Argentina-Mendoza      | Hong Kong-Cellular | Poland             |
| Argentina-Rosario      | Hungary            | Poland-Warsaw      |
| Australia              | Hungary-Budapest   | Portugal           |
| Australia-Melbourne    | India              | Singapore          |
| Austria                | India-Ahmedabad    | Singapore-Cellular |
| Brazil                 | India-Bangalore    | South Korea        |
| Brazil-Belo Horizonte  | India-Bombay       | South Korea-Seoul  |
| Brazil-Campinas        | India-Calcutta     | Spain              |
| Brazil-Rio de Janeiro  | India-Cellular     | Sweden             |
| Brazil-Sao Paolo       | India-Hyderabad    | Switzerland        |
| Canada                 | India-Madras       | Taiwan             |
| China                  | India-New Delhi    | Taiwan-Taipei      |
| China-Beijing          | India-Pune         | Thailand           |
| China-Cellular         | India-Punjab       | Thailand-Bangkok   |

| Featured Countries (continued) |                           |                   |
|--------------------------------|---------------------------|-------------------|
| China-Guangzhou                | Ireland                   | Thailand-Cellular |
| China-Shanghai                 | Israel                    | United Kingdom    |
| Cyprus                         | Italy                     | US Guam           |
| Denmark                        | Mexico (see cities below) | US Puerto Rico    |
| France                         | Netherlands               | US Saipan         |
| France-Paris                   | Netherlands-Amsterdam     | US Virgin Islands |
| Germany                        | New Zealand               |                   |

Calls to the following cities in Mexico are part of the Free International Location Promo.

### Mexico City List

|                              |                               |                                  |
|------------------------------|-------------------------------|----------------------------------|
| <b>Guadalajara</b>           | <b>Ciudad Acuna</b>           | <b>Guamuchil</b>                 |
| <b>Ciudad de Mexico</b>      | <b>Ciudad Altamirano</b>      | <b>Guanajuato</b>                |
| <b>Monterrey</b>             | <b>Ciudad Camargo B</b>       | <b>Guasave</b>                   |
| <b>Acaponeta</b>             | <b>Ciudad Constitucion</b>    | <b>Guaymas</b>                   |
| <b>Acapulco</b>              | <b>Ciudad Cuauhtemoc</b>      | <b>Guerrero Negro/Santa Rosa</b> |
| <b>Actopan</b>               | <b>Ciudad del Carmen</b>      | <b>Hermosillo</b>                |
| <b>Agua Prieta</b>           | <b>Ciudad Delicias</b>        | <b>Heroica Ciudad de Ures</b>    |
| <b>Aguascalientes</b>        | <b>Ciudad Guzman</b>          | <b>Hidalgo</b>                   |
| <b>Allende</b>               | <b>Ciudad Hidalgo</b>         | <b>Huatabampo</b>                |
| <b>Apatzingan</b>            | <b>Ciudad Juarez</b>          | <b>Huetamo</b>                   |
| <b>Apizaco</b>               | <b>Ciudad Lazaro Cardenas</b> | <b>Huimanguillo</b>              |
| <b>Arcelia</b>               | <b>Ciudad Mante</b>           | <b>Huitzuco</b>                  |
| <b>Atacomulco</b>            | <b>Ciudad Obregon</b>         | <b>Iguala</b>                    |
| <b>Atliaca/Tixtla</b>        | <b>Ciudad Sahagun</b>         | <b>Irapuato</b>                  |
| <b>Atlixco</b>               | <b>Ciudad Valles</b>          | <b>Ixtapan de la Sal</b>         |
| <b>Autlan</b>                | <b>Ciudad Victoria</b>        | <b>Ixtlan del Rio</b>            |
| <b>Bahia de Huatulco</b>     | <b>Coatzacoalcos</b>          | <b>Izucar de Matamoros</b>       |
| <b>Cabo San Lucas</b>        | <b>Colima</b>                 | <b>Jalapa</b>                    |
| <b>Caborca</b>               | <b>Cordoba</b>                | <b>Jalpa</b>                     |
| <b>Cadereyta Jimenez</b>     | <b>Cosamaloapan</b>           | <b>Jerez de Garcia Salinas</b>   |
| <b>Campeche</b>              | <b>Cozumel</b>                | <b>Jojutla</b>                   |
| <b>Cananea</b>               | <b>Cuautla</b>                | <b>Juchitan</b>                  |
| <b>Cancun</b>                | <b>Cuernavaca</b>             | <b>La Barca</b>                  |
| <b>Celaya</b>                | <b>Culiacan</b>               | <b>La Paz</b>                    |
| <b>Cerralvo</b>              | <b>Durnago</b>                | <b>La Piedad</b>                 |
| <b>Cheumal</b>               | <b>Encarnacion de Diaz</b>    | <b>Lago de Moreno</b>            |
| <b>Chihuahua</b>             | <b>Ensenada</b>               | <b>Leon</b>                      |
| <b>Chilapa</b>               | <b>Estación Manuel</b>        | <b>Lerdo de Tejada</b>           |
| <b>Chilpancingo</b>          | <b>Fresnillo</b>              | <b>Lerma</b>                     |
| <b>Cintalapa de Figueroa</b> | <b>General Tapia</b>          | <b>Linares</b>                   |

**Mexico City List (continued)**

|                             |                                      |   |
|-----------------------------|--------------------------------------|---|
| <b>Los Mochis</b>           | <b>Puerto Vallarta</b>               | <b>Tenancingo</b>                           |
| <b>Los Reyes</b>            | <b>Puruandiro</b>                    | <b>Tenango del Aire/Tlalmanalco</b>         |
| <b>Magdalena</b>            | <b>Queretaro</b>                     | <b>Tepatitlan</b>                           |
| <b>Manuel</b>               | <b>Quimichis/Tecuala</b>             | <b>Tepic</b>                                |
| <b>Manuel Ojinaga</b>       | <b>Reynosa</b>                       | <b>Tequila</b>                              |
| <b>Manzanillo</b>           | <b>Rio Grande</b>                    | <b>Texcoco</b>                              |
| <b>Martinez de la Torre</b> | <b>Rio Verde</b>                     | <b>Teziutlan</b>                            |
| <b>Matamoros</b>            | <b>Sabinas</b>                       | <b>Ticul</b>                                |
| <b>Matehuala</b>            | <b>Sahuayo</b>                       | <b>Tijuana</b>                              |
| <b>Mazatlan</b>             | <b>Salamanca</b>                     | <b>Tizayuca</b>                             |
| <b>Merida</b>               | <b>Saltillo</b>                      | <b>Tizimin</b>                              |
| <b>Mexicali</b>             | <b>Salvatierra</b>                   | <b>Tlapa de Comonfort/Alcozauca de Gro.</b> |
| <b>Minatitlan</b>           | <b>San Andres Tuxtla</b>             | <b>Tlaxcala</b>                             |
| <b>Monclova</b>             | <b>San Cristobal de las Casas</b>    | <b>Toluca</b>                               |
| <b>Moelia</b>               | <b>San Fernando</b>                  | <b>Torreón</b>                              |
| <b>Moroleon</b>             | <b>San Jose de Gracia</b>            | <b>Tula</b>                                 |
| <b>Nacozari de Garcia</b>   | <b>San Jual del Rio</b>              | <b>Tulancingo</b>                           |
| <b>Navojoa</b>              | <b>San Luis de La Paz</b>            | <b>Tuxpan</b>                               |
| <b>Nogales</b>              | <b>San Luis Potosi</b>               | <b>Tuxtepec</b>                             |
| <b>Nuevo Casas Grandes</b>  | <b>San Luis Rio Colorado</b>         | <b>Tuxtla Guttierrez</b>                    |
| <b>Nuevo Laredo</b>         | <b>San Martin Pachivia/Teloloapa</b> | <b>Uruapan</b>                              |
| <b>Oaxaca de Juarez</b>     | <b>San Miguel de Allende</b>         | <b>Valle de Bravo</b>                       |
| <b>Ocotlan</b>              | <b>San Quintin</b>                   | <b>Veracruz</b>                             |
| <b>Ometepec</b>             | <b>Santa Ana</b>                     | <b>Villa Flores</b>                         |
| <b>Orizaba</b>              | <b>Santa Rosalia de Camargo</b>      | <b>Villahermosa</b>                         |
| <b>Pachuca</b>              | <b>Santiago Ixcuintla</b>            | <b>Yurecuaro</b>                            |
| <b>Palenque</b>             | <b>Santiago Papasquiaro</b>          | <b>Zacapu</b>                               |
| <b>Parral</b>               | <b>Santiago Tianguistenco</b>        | <b>Zacatecas</b>                            |
| <b>Parras de la Fuente</b>  | <b>Silao</b>                         | <b>Zamora</b>                               |
| <b>Patzcuaro</b>            | <b>Tala</b>                          | <b>Zihuatanejo</b>                          |
| <b>Penjamo</b>              | <b>Tampico</b>                       | <b>Zinapecuaro</b>                          |
| <b>Petatlan</b>             | <b>Tapachula</b>                     | <b>Zitacuaro</b>                            |
| <b>Piedras Negras</b>       | <b>Taxco</b>                         | <b>Zumpango</b>                             |
| <b>Playas de Rosarito</b>   | <b>Tecate</b>                        |   |
| <b>Poza Rica de Hgo</b>     | <b>Tecoman</b>                       |   |
| <b>Puebla</b>               | <b>Tecpan de Galeana</b>             |   |
| <b>Puerto Penasco</b>       | <b>Tehuacan</b>                      |   |

## **EXHIBIT 4**

### **Total Call's FCC-Approved Compliance Plan**

**FCC Compliance Plan Approval Attached**

**Link to Approved Compliance Plan:**

<http://apps.fcc.gov/ecfs/document/view?id=7021918525>

**Link to Approved Compliance Plan Exhibits:**

<http://apps.fcc.gov/ecfs/document/view?id=7021918526>



# PUBLIC NOTICE

Federal Communications Commission  
445 12<sup>th</sup> St., S.W.  
Washington, D.C. 20554

News Media Information 202 / 418-0500  
Internet: <http://www.fcc.gov>  
TTY: 1-888-835-5322

DA 12-828

Release Date: May 25, 2012

## WIRELINE COMPETITION BUREAU APPROVES THE COMPLIANCE PLANS OF AMERICAN BROADBAND & TELECOMMUNICATIONS, BUDGET PREPAY, CONSUMER CELLULAR, GLOBAL CONNECTION, TERRACOM AND TOTAL CALL

### WC Docket Nos. 09-197 and 11-42

The Wireline Competition Bureau (Bureau) approves compliance plans of six telecommunications carriers: American Broadband & Telecommunications; Budget Prepay, Inc.; Consumer Cellular, Inc.; Global Connection, Inc. of America; TerraCom, Inc.; and Total Call Mobile, Inc. filed pursuant to the *Lifeline Reform Order* as a condition of obtaining forbearance from the facilities requirement of the Communications Act of 1934, as amended (the Act), for the provision of Lifeline service.<sup>1</sup>

The Act provides that in order to be designated as an eligible telecommunications carrier for the purpose of universal service support, a carrier must “offer the services that are supported by Federal universal service support mechanisms . . . either using its own facilities or a combination of its own facilities and resale of another carrier’s services . . . .”<sup>2</sup> The Commission recently amended its rules to define voice telephony as the supported service and removed directory assistance and operator services, among other things, from the list of supported services.<sup>3</sup> As a result of these amendments, many Lifeline-only ETCs that previously met the facilities requirement by relying on operator services, directory assistance or other previously supported services no longer meet the facilities requirement of the Act.<sup>4</sup> In the *Lifeline Reform Order*, the Commission found that a grant of blanket forbearance of the facilities

<sup>1</sup> See *Lifeline and Link Up Reform and Modernization et al.*, WC Docket No. 11-42 *et al.*, Report and Order and Further Notice of Proposed Rulemaking, FCC 12-11, at paras. 379-380 (rel. Feb. 6, 2012) (*Lifeline Reform Order*). A list of the compliance plans approved through this Public Notice can be found in the Appendix to this Public Notice.

<sup>2</sup> 47 U.S.C. § 214(e)(1)(A).

<sup>3</sup> See *Connect America Fund*, WC Docket No. 10-90 *et al.*, Report and Order and Further Notice of Proposed Rulemaking, 26 FCC Rcd 17663, 17692-93, paras. 77-78, 80 (2011) (*USF/ICC Transformation Order*); *pets. for review pending sub nom. In re: FCC 11-161*, No. 11-9900 (10th Cir. filed Dec. 8, 2011); *Connect America Fund*, WC Docket No. 10-90 *et al.*, Order on Reconsideration, 26 FCC Rcd 17633, 17634-35, para. 4 (2011) (*USF/ICC Transformation Order on Reconsideration*).

<sup>4</sup> See *Lifeline Reform Order*, FCC 12-11, at para. 366, App. A; *USF/ICC Transformation Order on Reconsideration* at para. 4. Some ETCs have included language in their compliance plans indicating that they have facilities or plan to acquire facilities in the future. See, e.g., Budget PrePay, Inc. Petition for Designation as an Eligible Telecommunications Carrier, WC Docket Nos. 09-197 and 11-42, Compliance Plan of Budget PrePay, Inc. at 3 n. 6 (filed May 1, 2012). To the extent ETCs seek to avail themselves of the conditional forbearance relief established in the *Lifeline Reform Order*, we presume they lack facilities to provide the supported service under section 54.101 and 54.401 of the Commission’s rules. See 47 C.F.R. §§ 54.101 and 54.401. Such ETCs must comply with the compliance plan approved herein in each state or territory where they are designated as an ETC, regardless of their claim of facilities for other purposes, such as eligibility for state universal service funding.

requirement, subject to certain public safety and compliance obligations, is appropriate for carriers seeking to provide Lifeline-only service.<sup>5</sup> Therefore, in the *Lifeline Reform Order*, the Commission conditionally granted forbearance from the Act's facilities requirement to all telecommunications carriers seeking Lifeline-only ETC designation, subject to the following conditions: (1) compliance with certain 911 and enhanced 911 (E911) public safety requirements; and (2) Bureau approval of a compliance plan providing specific information regarding the carrier and its service offerings and outlining the measures the carrier will take to implement the obligations contained in the *Order*.<sup>6</sup>

The Bureau has reviewed the compliance plans listed in the Appendix for conformance with the *Lifeline Reform Order*, and now approves those six compliance plans.<sup>7</sup>

Filings, including the Compliance Plans identified in the Appendix, and comments are available for public inspection and copying during regular business hours at the FCC Reference Information Center, Portals II, 445 12<sup>th</sup> Street, S.W., Room CY-A257, Washington, D.C. 20554. They may also be purchased from the Commission's duplicating contractor, Best Copy and Printing, Inc., Portals II, 445 12<sup>th</sup> Street, S.W., Room CY-B402, Washington, D.C. 20554, telephone: (202) 488-5300, fax: (202) 448-5563, or via email [www.bcpweb.com](http://www.bcpweb.com).

People with Disabilities: To request materials in accessible formats for people with disabilities (Braille, large print, electronic files, audio format), send an email to [fcc504@fcc.gov](mailto:fcc504@fcc.gov) or call the Consumer & Governmental Affairs Bureau at (202) 418-7400 or TTY (202) 418-0484.

For further information, please contact Divya Shenoy, Telecommunications Access Policy Division, Wireline Competition Bureau at (202) 418-7400 or TTY (202) 418-0484.

- FCC -

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<sup>5</sup> See *Lifeline Reform Order*, FCC 12-11 at paras. 368-381.

<sup>6</sup> See *id.* at paras. 373 and 389. Subsequently, the Bureau provided guidance for carriers submitting compliance plans pursuant to the *Lifeline Reform Order*. *Wireline Competition Bureau Provides Guidance for the Submission of Compliance Plans Pursuant to the Lifeline Reform Order*, WC Docket Nos. 09-197 and 11-42, Public Notice, 27 FCC Rcd 2186 (Wireline Comp. Bur. 2012).

<sup>7</sup> The Commission has not acted on any pending ETC petitions filed by these carriers, and this Public Notice only approves the compliance plans of the carriers listed above. While these compliance plans contain information on each carrier's Lifeline offering, we leave it to the designating authority to determine whether or not the carrier's Lifeline offerings are sufficient to serve consumers. See *Lifeline Reform Order*, FCC 12-11 at paras. 50 and 387.

**Appendix**

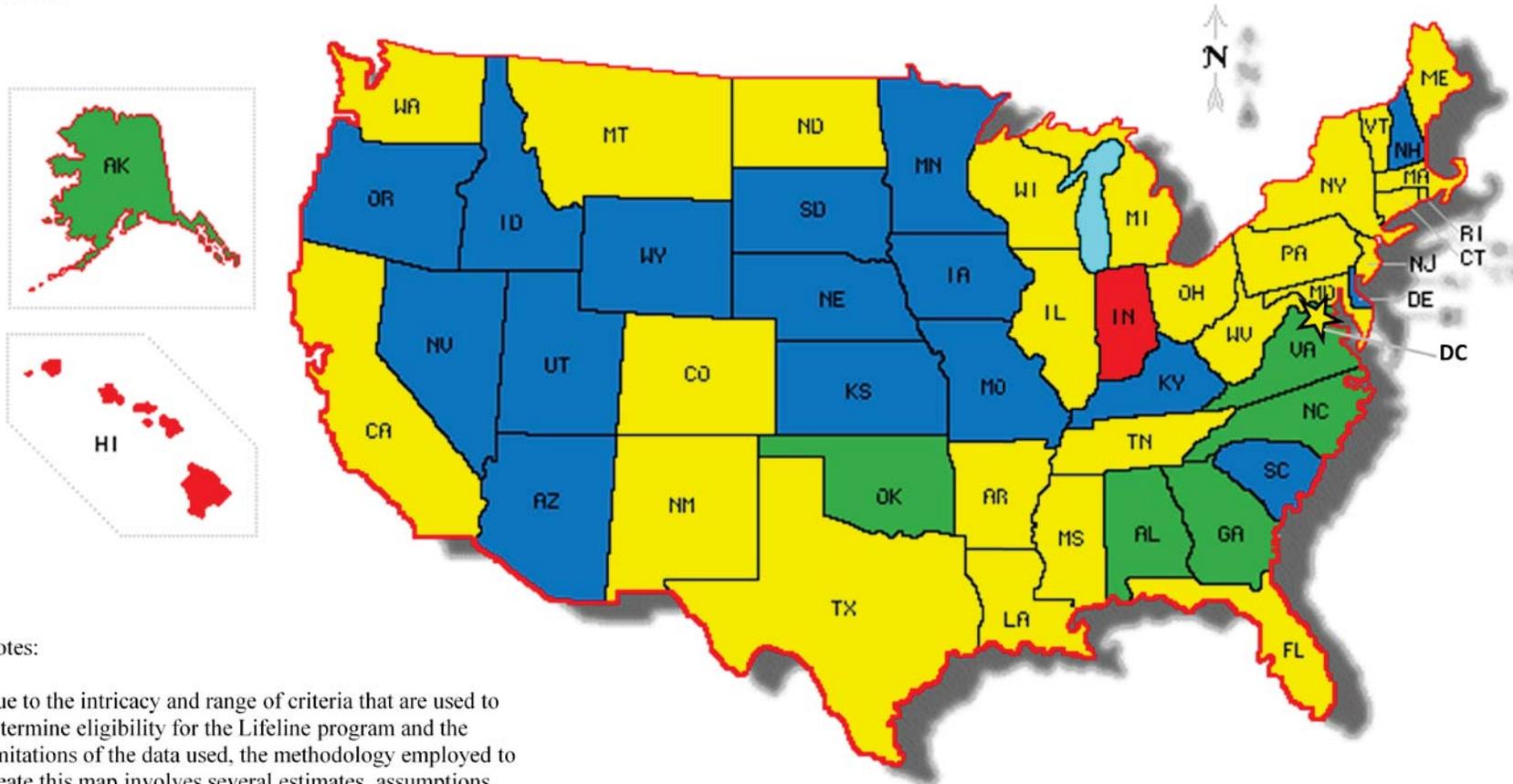
| <b>Petitioner</b>                       | <b>Compliance Plans<br/>As Captioned by<br/>Petitioner</b>                  | <b>Date of Filing</b> | <b>Docket<br/>Numbers</b> |
|---|---|-----------------------|---------------------------|
| American Broadband & Telecommunications | American<br>Broadband &<br>Telecommunications<br>Revised Compliance<br>Plan | April 27, 2012        | 09-197; 11-42             |
| Budget PrePay, Inc.                     | Compliance Plan of<br>Budget PrePay, Inc.                                   | May 1, 2012           | 09-197; 11-42             |
| Consumer Cellular, Inc.                 | Consumer Cellular<br>Amended Revised<br>Compliance Plan                     | April 18, 2012        | 09-197; 11-42             |
| Global Connection, Inc. of America      | Global Connection<br>Inc. of America<br>Compliance Plan                     | April 30, 2012        | 09-197; 11-42             |
| TerraCom, Inc.                          | TerraCom, Inc.<br>Second Revised<br>Blanket Forbearance<br>Compliance Plan  | May 1, 2012           | 09-197; 11-42             |
| Total Call Mobile, Inc.                 | Total Call, Inc.<br>Revised Compliance<br>Plan                              | May 17, 2012          | 09-197; 11-42             |

**EXHIBIT 5**

**2010 Lifeline Participation Rates by State**

## 2010 Lifeline Participation Rates by State

- - Below 10%
- - 10% - 20%
- - 20% - 50%
- - Above 50%



**Notes:**

Due to the intricacy and range of criteria that are used to determine eligibility for the Lifeline program and the limitations of the data used, the methodology employed to create this map involves several estimates, assumptions, simplifications, and omissions. Therefore, the rates generated on this map should be treated as estimates only.

**EXHIBIT 6**

**Coverage Area**





















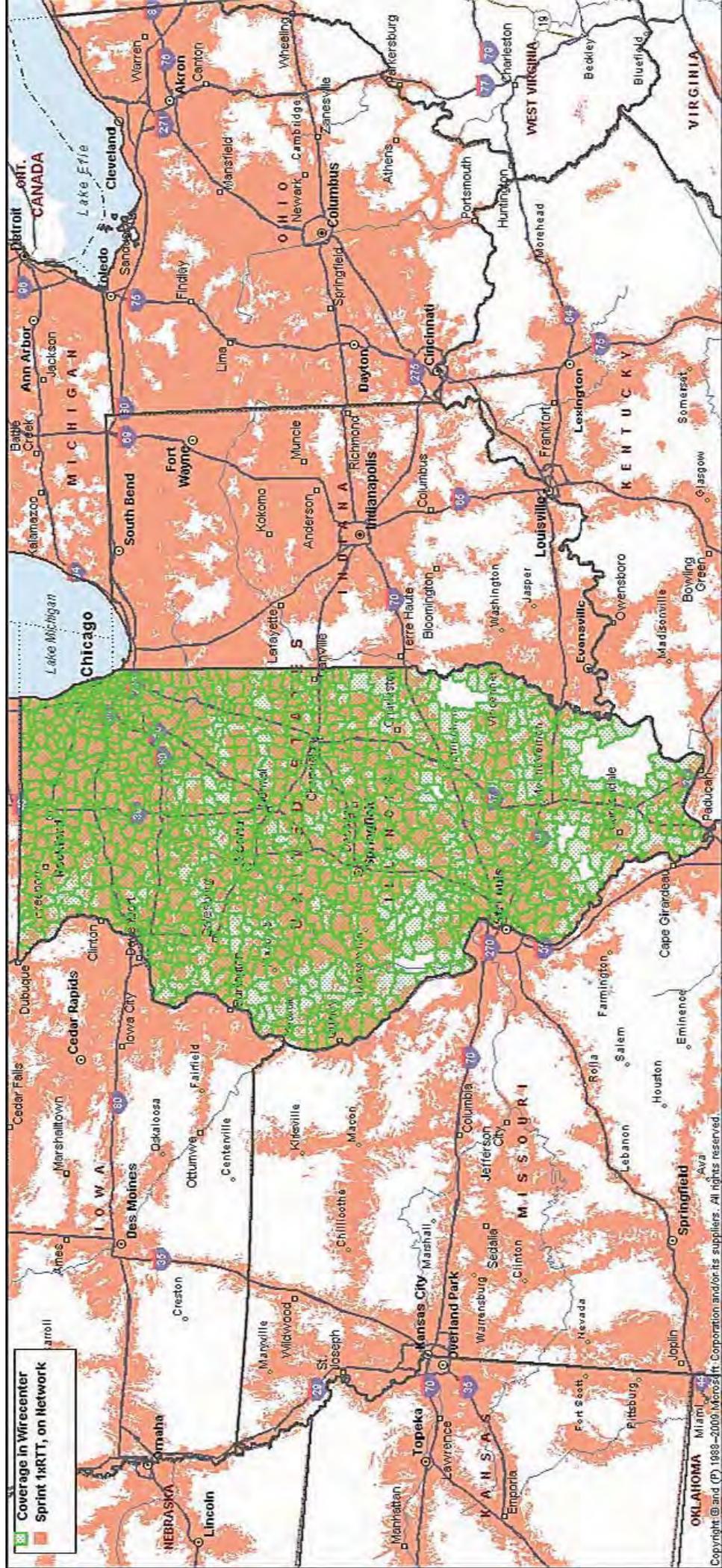






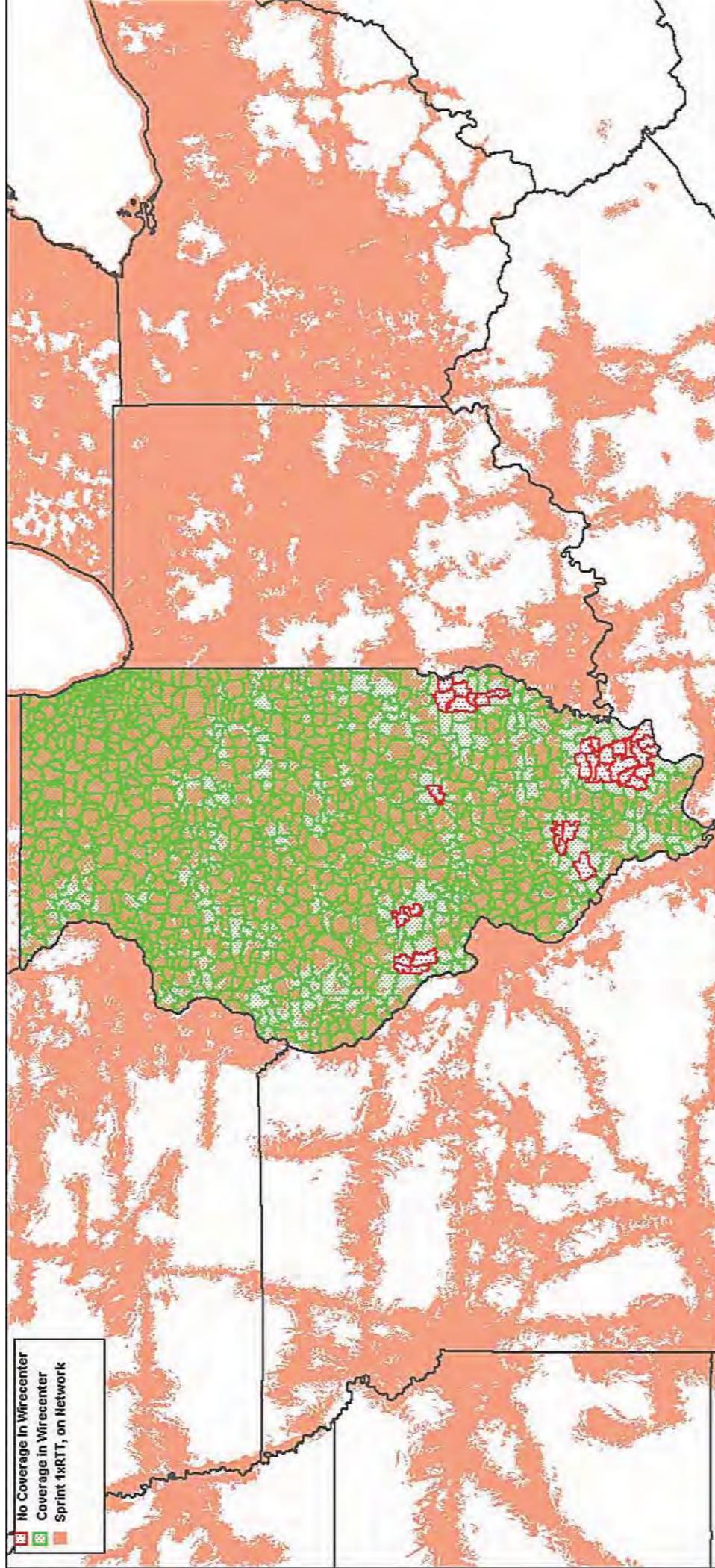






 Coverage in Wirecenter  
 Sprint 1xRTT, on Network

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**EXHIBIT 7**

**Key Management Resumes**

## MANAGEMENT INFORMATION

### **Masaaki Nakanishi, President and Chief Executive Officer**

Mr. Nakanishi became the President and Chief Executive Officer of Total Call International, Inc., in January 2012, where he directs and oversees the operations of Total Call and its parent and affiliate companies, including but not limited to establishing and implementing the companies' business operations and objectives while retaining discretionary decision-making authority over the day-to-day operations and short and long term business goals and strategies of each of the companies. Along with his position at Total Call International, Mr. Nakanishi also holds the positions of President and Chief Executive Officer of KDDI America, Inc., and Telehouse International Corporation of America, both headquartered in New York. Prior to holding his current positions, he held senior executive positions with KDDI Corporation, headquartered in Japan, and has extensive experience in the telecommunications industry, dating back to 1975, when he first joined the KDDI group of companies. With over thirty-five years of experience, Mr. Nakanishi provides substantial depth of knowledge regarding the business, technical and managerial experience of the telecommunications industry to Total Call International. Mr. Nakanishi received his B.A. in Law from Sophia University in Japan.

### **Hideki Kato, Chief Operating Officer**

As Chief Operating Officer, Mr. Kato is responsible for overseeing all business operations of Total Call International. Prior to joining Total Call International in 2012, Mr. Kato worked for KDDI Corporation in Japan for 19 years, and his latest assignment was as a Manager of the Post Merger Integration Group. While based in Tokyo, Mr. Kato also served as a member of the board of directors of various overseas affiliated companies, including Mobicom Corporation in Mongolia and Vostok Telecom in Russia. Mr. Kato received his B.A. in Law from the University of Tokyo.

### **Robert Yap, Chief Administrative Officer and General Counsel**

As Chief Administrative Officer and General Counsel, Mr. Yap is responsible for overseeing all transactional, litigation, regulatory, and governmental affairs matters for Total Call International. Prior to joining Total Call International in 2007, Mr. Yap was a business litigation attorney at Artiano & Guzman (2002-2007), and prior to that he was a transactional attorney at McDermott, Will & Emery (2000-2002). Mr. Yap received his B.A. in Economics from Northwestern University and his J.D., with honors, from George Washington University School of Law.

### **Bruce Li, Chief Technology Officer**

As Chief Technology Officer, Mr. Li is responsible for managing existing technology, as well as directing the research, development and implementation of new technology. Prior to Total Call Mobile, he worked as an Auditor, performing data processing, financial, and operational audits. Mr. Li has held many management positions directing the technology departments of various firms. He has served as Executive VP of Operations for a financial company with over 500 employees, where he oversaw the operations of the finance, accounting, and IT departments. Mr. Li also managed the IT department for a company that operated a top ten online dating site and the largest network of telephony dating services with over 160 POPs throughout the United States. He is a Microsoft Certified System Engineer, Microsoft Certified Professional Internet Architect, as well as a Certified Public Accountant.

### **Voltaire Hernandez, Senior Vice President of Sales**

As Senior Vice President of Sales, Mr. Hernandez is responsible for overseeing the sales channels, sales team and maintenance of all prepaid long distance products and services. He was previously the Vice President of Sales and Marketing, having achieved the position in July of 2002. Mr. Hernandez joined Total Call International as a Retail Sales Manager in January of 2000 with a focus on retail distribution of prepaid cards. Mr. Hernandez has a strong background in sales and established a multi-million dollar

nationwide distribution system for prepaid phone cards in less than a year. He was then promoted to VP of Sales, and directed the expansion and performance of sales nationwide.

**Yuichi Yokoyama, Vice President of Human Resources and Administration**

Mr. Yokoyama is the Vice President of Human Resources and Administration for Total Call International, and has been in his current position since January 2012. In his position, Mr. Yokoyama oversees the management of the Human Resources and Administration departments within Total Call International. Prior to joining Total Call International in 2012, Mr. Yokoyama worked for KDDI Corporation in Japan for over twenty years. His most recent assignment with KDDI Corporation was as a Manager of Post-Merger Integration Group. While based in Japan, Mr. Yokoyama also served in the Consumer Business Unit for four years. Mr. Yokoyama brings his wealth of experience and depth of knowledge to the Total Call International team. Mr. Yokoyama received his B.A. in Business Administration from Meiji University in Japan.