

**OFFICIAL FILE
ILLINOIS COMMERCE COMMISSION**

ORIGINAL

Docket No. _____
ICC Office Use Only

KEPS Technologies, Inc.

Application for a certificate of
Local and Interexchange Authority
to operate as a facilities based
carrier of telecommunications services
in the State of Illinois.

15-0025

**APPLICATION FOR CERTIFICATE TO BECOME A
TELECOMMUNICATIONS CARRIER**

I. GENERAL (To be completed by All Applicants)

1. Applicant's Name (including d/b/a, if any)

FEIN # 38-2974820

KEPS Technologies, Inc., d/b/a ACD.Net

Address: Street 1800 Grand River Ave.

City Lansing State/Zip MI/48906

CHIEF CLERK'S OFFICE

2015 JAN 14 A 10:28

ILLINOIS COMMERCE COMMISSION

Note: Assumed business names must be provided if and only if registered with the Illinois Secretary of State's Office.

2. Authority Requested: (Mark all that apply)

Interexchange Service (*Authorities: See Sections 13-401, 13-403 and 13-404 of the IPUA*)

- Facilities Based Prepaid Interexchange Service
- Facilities Based Non-Prepaid Interexchange Service
- Resold Prepaid Interexchange Service
- Resold Non-Prepaid Interexchange Service
- Interexchange Public Pay Telephone Service

Local Exchange Service (*Authorities: See Sections 13-401, 13-404, and 13-405 of the IPUA*)

- Facilities Based Prepaid Local Exchange Service
- Facilities Based Non-Prepaid Local Exchange Service
- Resold Prepaid Local Exchange Service
- Resold Non-Prepaid Local Exchange Service
- Local Exchange Public Pay Telephone Service

Cellular Radio/Wireless Telephone Service (*Authorities: See Section 13-401 of the IPUA*)

- FCC Permitted or Licensed Prepaid Cellular Radio/Wireless Telephone Service

____ FCC Permitted or Licensed Non-Prepaid Cellular Radio/Wireless Telephone Svc.

____ Resold Prepaid Cellular Radio/Wireless Telephone Service

____ Resold Non-Prepaid Cellular Radio/Wireless Telephone Service

____ Other Telecommunications Services (Specify) (*Authorities: See Section 13-401 of the IPUA*)

3. For each service that the Applicant is requesting authority to provide, please specify the area or areas of the State for which the applicant is seeking authority to provide such service and the services (as designed in question 2 above) that will be provided in each area.

Applicant intends to offer its services throughout the State of Illinois. KEPS will provide 9-1-1 emergency services to government and quasi-government Public Safety Answering Points (PSAPs) and also plans to provide interexchange telecommunications services in the future.

4. Contact Information - Please provide contact information, including name(s), address(es), telephone number(s), and e-mail address(es), for personnel or entities responsible for the areas below:

- a) Issues related to processing this application:

Kevin C. Schoen, CEO
1800 N. Grand River Ave.
Lansing, MI 48906-6200
Phone: (517) 333-0900
Fax: (517) 333-8552
Email: schoen.kevin@acd.net

Gary L. Field
Hai Jiang
Field Law Group, PLLC
4084 Okemos Rd, Suite B
Okemos, MI 48864
Phone: (517) 913-5100
Fax : (517) 913-3471
gfield@fieldlawgroup.com
hjiang@fieldlawgroup.com

- b) Designated agent (*Note: Applicants must have an Illinois In-State Designated Agent listed. An additional Out-of-State Designate Agent is permitted, but not required.*)

National Registered Agents, Inc.
200 West Adams Street
Suite 2007
Chicago, IL 60606

- c) Business Operations (*Note: The contact numbers reported in this questionnaire are intended to be used by the ICC Staff to contact the Applicant as issues arise. They are not intended to be contact numbers used by customers or the general public. If separate contacts apply for different issue areas, please report the separate numbers by issue below.*)

Kevin C. Schoen, CEO
1800 N. Grand River Ave.
Lansing, MI 48906-6200
Phone: (517) 333-0900
Fax: (517) 333-8552
Email: schoen.kevin@acd.net

Note: The name and contact information above must be kept current. Changes in the applicants Designated Agent(s) should be directed to the Chief Clerk's Office of the ICC at 217-782-7434. All other changes should be directed to the Telecommunications Division of the ICC at 217-524-5073.

5. How is the Applicant organized?

Individual

Partnership

Corporation:

Date Corporation was formed: Feb. 14, 1991

State of incorporation: Michigan

Other (Specify) _____

6. Please attach a copy of articles of incorporation. Applicants that are not Illinois corporations should also submit a copy of its Certificate of Authority to Transact Business in Illinois as issued by the Secretary of State.

Please see Exhibit I for KEPS Technologies, Inc.'s Articles of Incorporation and Exhibit II for its Certificate of Authority to Transact Business in Illinois.

7. Has the Applicant been issued by the Federal Communications Commission a construction permit or an operating license to construct or operate a cellular radio system in the areas, or a portion of the area, for which the Applicant seeks a Certificate of Service Authority?

YES NO

If YES, please provide all relevant license or permit numbers:

8. Does applicant represent that it will comply with all current and future applicable Illinois and Federal laws, rules, and regulations?

YES NO

II. MANAGERIAL (To be completed by All Applicants except Cellular Radio/Wireless Applicants)

1. Please attach evidence of the applicant's managerial and technical resources and ability to provide service. This may be in narrative form, in the form of resumes of key personnel, or a combination of these forms.
Please see Exhibit III for resumes of key Company personnel.

2. Please attach a current organization chart.

Please see Exhibit IV for the Applicant's current organization chart.

3. List officers of Applicant.

Kevin Schoen, CEO
Kirk Shewchuck, CFO
Russell Allswede, Director of Outside Plant
Sanjeev Verma, Director of Service Delivery
Connor McDevitt, Network Deployment Operations Manager
Phil Brown, Manager Outside Plant Engineering

4. Does the Applicant currently, or has it in the past, held a certificate from the Illinois Commerce Commission?

_____ YES x NO

5. Does the Applicant currently, or has it in the past, provided service under any other name in Illinois?

_____ YES x NO

If YES, please provide all other names under which service is being or has been provided.

6. Is any affiliate of the Applicant providing, or has any affiliate provided, service in Illinois?

_____ YES x NO

If YES, please provide the names of all affiliates under which service is being or has been provided in Illinois.

7. Has the Applicant, or any principal in Applicant, been denied a Certificate of Service or had its certification revoked or suspended in Illinois under this or another name?

_____ YES x NO

If YES, describe fully. _____

8. Have there been any complaints or judgments levied against the Applicant in Illinois in this or another name?

_____ YES NO

If YES, describe fully. _____

9. List jurisdictions other than Illinois in which the Applicant is offering service(s).

Michigan _____ Ohio _____

10. Has the Applicant, or any principal of the Applicant, been denied a Certificate of Service or had its certification revoked in any jurisdiction other than Illinois under this or another name?

_____ YES NO

If YES, describe fully. _____

11. Have there been any complaints or judgments levied against the Applicant in any jurisdiction other than Illinois in this or another name?

_____ YES NO

If YES, describe fully. _____

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

If YES, please list, by officer, each entity in which the officer has an ownership or other interest.

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

Applicant will bill customers directly on a monthly basis. All billing statements will list the Applicant's name, address and customer service toll free telephone number for customer inquiries or concerns.

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

Currently KEPS provides live representative customer technical support and repair 24 hours a day, 365 days a year. Customers may contact KEPS's customer representatives at 517-999-9999 or 877-422-3638 (877-4ACD-net) or email to support@acd.net. Customers may also contact the company in writing at the headquarters address indicated below.

KEPS Technologies, Inc.
1800 N. Grand River Ave.
Lansing, MI 48906-6200

KEPS will inform any customer who is dissatisfied with the resolution of a service, billing or repair complaint of their right to have the issue reviewed by the Commission and will furnish them with the telephone number and address of the Commission's Consumer Affairs Division.

KEPS's Customer Support Service is directly integrated into its Network Operations Command Center. Since KEPS provides direct access to its engineers and technicians, KEPS is able to rapidly answer any questions, diagnose, debug, or fix any issues you may be having.

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

16. What telephone number(s) would a customer use to contact the Applicant?

517-999-9999 or 877-422-3638 (877-4ACD-net)

17. If granted authority to operate as provider of anything other than a Pay Telephone service, will the applicant file tariffs prior to providing service in Illinois and within 2 years of Application approval?

YES NO

18. How many employees does the Applicant employ? 85

19. Has the Applicant reviewed all ICC rules applicable to the services it seeks to provide?

YES NO

Note: See <http://www.ilga.gov/commission/jcar/admincode/083/083parts.html> for the ICC's Title 83: Public Utility Rules.

20. Will the Applicant abide by all ICC rules applicable to the services it seeks to provide?

YES NO

21. If granted the authority to operate as a telecommunications provider, will the Applicant comply with all the applicable filing requirements listed in Appendix A?

YES NO

22. If granted the authority to operate as a telecommunications provider, will the applicant remit all applicable taxes, contributions, or other assessments specified in Appendix A?

YES NO

III. FINANCIAL (To be completed by All Applicants except Cellular Radio/Wireless Applicants)

1. Please attach evidence of Applicant's financial fitness through the submission of its most current income statement, balance sheet, chart of accounts and any other appropriate documentation of applicant's financial resources and ability to provide service.

KEPS has not yet begun operations in Illinois, nor does it have state specific financial statements. KEPS s' financial statements for the years 2013 and 2012 are being filed under seal as Confidential Exhibit V

2. Does the Applicant have a financial relationship with any other companies?

_____ YES x NO

If YES, please provide the names of all companies with which the Applicant has a financial relationship and a brief explanation of the relationship.

3. Will the Applicant keep its books and records in Illinois? _____ YES x NO

Note: If the Applicant will not keep its books and records in Illinois, then the Applicant must request a waiver of Code Part 250.

4. Has the applicant or any other company with which the Applicant has a financial arrangement filed for bankruptcy within the last 7 years?

_____ YES x NO

If YES, please explain: _____

IV. TECHNICAL (To be completed by All Applicants except Cellular Radio/Wireless Applicants)

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

Local phone using VoIP technology and fiber Ethernet data services.

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

If YES, please provide a brief description of the facilities Applicant owns and intends to utilize.

Applicant will construct fiber optic facilities in South Chicago and suburbs. This fiber network will be to initially provide wholesale services, but will be extended into providing services to businesses and residences. Applicant will install utility poles, equipment boxes, and network gear to operate its network. Applicant will connect the Chicago Area network heading east to Southbend Indiana, and also into datacenters in the Chicago Area.

If YES, please explain what services will be offered with these facilities and where the Applicant will utilize its own facilities.

Wholesale broadband transport, Gigabit Ethernet, VOIP phone service, Hosted Phone Services, Network Security Services, and Network management services.

Facilities will be utilized in the utility right of way, and into private businesses, residences and public buildings. Geographically, Applicant will initially install into the greater Chicago area market and eventually expand into other places in Illinois.

If YES, please include evidence that Applicant possesses the necessary technical resources to deploy and maintain the said facilities.

Applicant will deploy 2 Fiber Splicers, 2-4 Infrastructure Repair technicians, and 1-3 Network Engineers.

ACD Telecom has been a facility-based competitive local exchange carrier licensed in Michigan since January 19, 2000.

If YES, and if the Applicant is a switch based provider, please provide an attachment that includes the following information regarding each switch: (i) switch type, (ii) address, (iii) CLLI code, (iv) location of remotes or POIs, and (v) any tandems to which the switch is homed.

3. Does Applicant lease equipment and/or facilities? _____ YES NO

If YES, please provide a brief description of the facilities the Applicant leases and the entity or entities from which such equipment or facilities are leased.

If YES, please explain what services will be provided with these facilities and where the Applicant will utilize these leased facilities.

If YES, please include evidence that Applicant possesses the necessary technical resources to maintain and operate said facilities.

4. Does Applicant resell services? _____ YES NO

If YES, please provide a brief description of the entity or entities from which wholesale service is purchased.

If YES, please explain what services will be provided through resale and where the Applicant will provide resold services.

5. Does the Applicant provide its own repair service?

YES _____ NO

If NO, please provide the name of the entity or entities providing repair service for the Applicant.

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

YES _____ NO

If NO, please provide the hours of assistance.

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

Not applicable.

8. If Applicant intends to provide Public Pay Telephone service, please explain the method the Applicant will used to comply with Section 771.330 of the ICC's rules.

Note: See <http://www.ilga.gov/commission/jcar/admincode/083/08300771sections.html> for the ICC's Pay Telephone Service Provider rules.

Not applicable.

V. WAIVERS (To be completed by All Applicants except Cellular Radio/Wireless Applicants)

Note: If Applicant is seeking any waivers or variances of Commission rules and regulations in this proceeding, then, other than when explained below, please attach an explanation of why the Applicant is seeking any waiver or variance.

Local Exchange Service authority applicants under Sections 13-401, 13-404 and/or 13-405 generally seek waivers of Part 710, Section 735.180 of Part 735 and Part 250. Additionally, a waiver from Parts 730.115 and 732.60 may be requested for those applicants that will only be providing data services.

Interexchange Service authority applicants under Sections 13-401, 13-403 and 13-404 generally request waivers of Parts 710, 735 and 250 of Title 83 of the Illinois Administrative Code

Public Pay Telephone Service authority applicants under Sections 13-401, 13-403, 13-404, and/or 13-405 generally request waivers of Parts 710, 735 and 250 of Title 83 of the Illinois Administrative Code

Local Exchange Service Please indicate which waivers Applicant is requesting.

- Part 710 Uniform System of Accounts for Telecommunications Carriers
 - Part 735.180 Directories (within Part 735 Procedures Governing the Establishment of Credit, Billing, Deposits, Termination of Service and Issuance of Telephone Directories for Local Exchange Telecommunications Carriers in the State of Illinois)
 - Part 730.115 and 732.60 Service Quality and Customer Credit Quarterly Reporting -- Waiver is available for carriers providing Data Services only. (ref. 13-517c)
 - Part 250 Public Utility Books and Accounts (maintaining books and records out of state)
 - Others (Please indicate which additional waivers Applicant is requesting and explain why Applicant is requesting each waiver/variance)
-
-

Interexchange Service Please indicate which waivers Applicant is requesting.

- Part 710 Uniform System of Accounts for Telecommunications Carriers
- Part 735 Procedures Governing the Establishment of Credit, Billing, Deposits, Termination of Service and Issuance of Telephone Directories for Local Exchange Telecommunications Carriers in the State of Illinois

Part 250 Public Utility Books and Accounts (maintaining books and records out of state)

Others (Please indicate which additional waivers Applicant is requesting and explain why Applicant is requesting each waiver/variance)

Local and Interexchange Public Pay Telephone Service Please indicate which waivers Applicant is requesting.

Part 710 Uniform System of Accounts for Telecommunications Carriers

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

Part 250 Public Utility Books and Accounts (maintaining books and records out of state)

Others (Please indicate which additional waivers Applicant is requesting and explain why Applicant is requesting each waiver/variance)

1. If the Applicant is requesting a waiver of Part 710, what circumstances warrant a departure from the prescribed Uniform System of Accounts ("USOA")?

Applicant currently keeps its books and records in accordance with Generally Accepted Accounting Principles (GAAP) in all states that it provides services. To maintain a separate set of books in accordance with Part 710 would place an undue economic burden upon the Company.

2. If the Applicant is requesting a waiver of Part 710, then will records be maintained in accordance with Generally Accepted Accounting Principles ("GAAP")?

YES NO

3. If the Applicant is requesting a waiver of Part 710, then will applicants accounting system provide an equivalent portrayal of operating results and financial condition as the USOA?

YES NO

4. If the Applicant is requesting a waiver of Part 710, then will applicant maintain its records in sufficient detail to facilitate the calculation of all applicable taxes and surcharges?

YES NO

5. If the Applicant is requesting a waiver of Part 710, then does the accounting system currently in

use by Applicant provide sufficiently detailed data for the preparation of Illinois Gross Receipts Tax returns?

YES NO

If YES, What specific accounts or sub-accounts provide this data?

Applicant's financial system includes project, location, and customer codes. This account system allows Applicant to specifically identify the data to supply all necessary reports.

6. If the Applicant is requesting a waiver of Part 710, then will the Applicant provide annual audited statements when required or requested subsequent to granting of the waiver?

YES NO

Note: See <http://www.icc.illinois.gov/forms/results.aspx?st=3&t=2> for Annual Reports instructions for detail.

7. If the Applicant is requesting a waiver of Part 710, does the Applicant understand that the requested waiver of Part 710 will not excuse it from compliance with future Commission rules or amendments to Part 710 otherwise applicable to the Company?

YES NO

VI. TELEPHONE ASSISTANCE PROGRAMS (To be completed by Local Exchange Service Applicants)

1. Has the Applicant signed and returned the ITAC Membership Application and Agreement to Commission Staff?

YES NO

Note: See <http://www.icc.illinois.gov/telecommunications/Certification.aspx> for application forms.

2. Will the Applicant's billing system be able to distinguish between resale and facilities based service for the collection of the ITAC line charge?

YES NO

3. Has the Applicant signed and returned the Universal Telephone Access Corporation (UTAC) - Membership Application to Commission Staff?

YES NO

Note: See <http://www.icc.illinois.gov/telecommunications/Certification.aspx> for application forms.

4. Will the Applicant solicit, collect, and remit the voluntary contributions from its telephone subscribers to support the Telephone Assistance Programs?

YES NO

5. Does the Applicant realize that it will not be able to receive any of the federal reimbursements for the Lifeline and Link-Up Programs if it is not an eligible carrier?

YES NO

6. Does the Applicant plan on filing to become an Eligible Telecommunications Carrier?

YES NO

VII. 911 SERVICE (To be completed by Local Exchange Service Applicants)

1. Will the Applicant ensure that 911 traffic is handled in accordance with the 83 Illinois Administrative Code Part 725 and the Emergency Telephone System Act?

YES NO

Note: See <http://www.icc.illinois.gov/911/> for links to the Emergency Telephone System Act and other 911 related rules and regulations.

2. Who will be responsible for building and maintaining the 911 database for your local exchange customers?

Applicant will cooperate with the appropriate 9-1-1 System Provider for its local exchange customers to ensure that the 9-1-1 database is properly built and maintained.

3. How often will the Applicant update the 911 database with customer information?

Applicant will update the 911 database with customer information daily.

4. Please explain the procedures the Applicant will use to collect 911 surcharges and transmit them to the local 911 systems.

Applicant will collect and transmit any applicable 9-1-1 surcharges in a manner compliant with procedures specified in 50 ILCS 750/15.3.

VIII. PREPAID SERVICE (To be completed by Local Exchange Service Applicants that Provide Prepaid Service)

1. Will customers have the ability to sign up with any long distance company they choose?

YES NO

2. Will customers have the ability to use dial around long distance companies?

YES NO

3. Will customers have access to the Illinois Relay Service?

_____ YES _____ NO
4. Will customers be able to make 1-800 calls for free?

_____ YES _____ NO

5. Will the Applicant offer operator services?

_____ YES _____ NO

6. Please describe how applicant plans to collect the monthly fee to be paid in advance.

7. Will customers' monthly bills show a breakdown of services, features, surcharges, taxes, etc.?

_____ YES _____ NO

8. Will customers pay an installation fee?

_____ YES _____ NO

If YES, will payment arrangements be offered for the installation fee?

_____ YES _____ NO

9. Will telephone service be in the Applicant's name or the customer's name?

_____ YES _____ NO

If YES, please describe how information will appear in data bases, such as 9-1-1, directory assistance, etc.?

10. Will applicant offer prepaid service as a monthly service or as a usage service?

_____ Monthly _____ Usage

11. Will applicant provide a warning when the remaining value of service is about to cease?

_____ YES _____ NO

If YES, is the customer given more than one notice of the remaining value of service?

_____ YES _____ NO

If YES, how much advance notice is given to the customer of the remaining value of service?

12. If the customer is in the middle of a call will they be disconnected when the remaining value of service has expired?

_____ YES _____ NO

If YES, are customers made aware of potentially being disconnected during a call when the remaining value of service expires?

_____ YES _____ NO

13. When does the timing of a call start? _____

14. If the person called does not answer, is any time deducted from the customer's account?

_____ YES _____ NO

15. Will there be any other instances in which the Company would disconnect a customer, other than running out of prepaid time?

_____ YES _____ NO

If YES, please explain. _____

16. When a customer runs out of time is their phone immediately disconnected or on suspension?

_____ YES _____ NO

If YES, will they still be able to receive calls?

_____ YES _____ NO

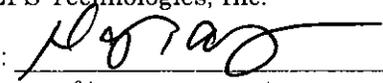
17. Are the Applicant's services available to TTY callers?

_____ YES _____ NO

18. How will the Applicant handle a complaint from a customer who disputes the amount of time used or remaining?

19. The Public Utilities Act requires a local calling area that has no time or duration charges. How will the Applicant define each customer's untimed local calling area?

KEPS Technologies, Inc.

By:  1/13/2015

By one of its attorneys

Gary L. Field

gfield@fieldlawgroup.com

Hai Jiang

hjiang@fieldlawgroup.com

Field Law Group, PLLC

4084 Okemos Rd, Suite B

Okemos, MI 4886

Tel: (517) 913-5100

Fax: (517) 913-3471

VERIFICATION

This application shall be verified under oath.

OATH

State of Michigan)
) ss
County of Ingham)

Kevin C. Schoen makes oath and says that he is CEO of KEPS Technologies, Inc.

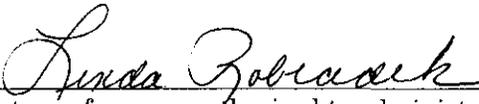
that he has examined the foregoing application and that to the best of his knowledge, information, and belief, all statements of fact contained in the said application are true, and the said application is a correct statement of the business and affairs of the above-named applicant in respect to each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



(Signature of affiant)

Subscribed and sworn to before me, a Notary Public/ Linda Kobradch
(Title of person authorized to administer oaths)

in the State and County above named, this 7 day of Jan. 2015



(Signature of person authorized to administer oath)