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September 3, 2009

VIA OVERNIGHT DELIVERY

Florida Public Service Commission
Ann Cole, Commission Clerk
2540 Shumard Oak Blvd.
Gunter Building
Tallahassee, Florida 32399-0850

RECEIVED--FPSC
09 SEP -4 PM 1:59
COMMISSION
CLERK
090440-TV

Check received with filing and forwarded
to Fiscal for deposit. Fiscal to forward
deposit information to Records.

Re: Rosebud Telephone, LLC

Initials of person who forwarded check:

To whom it may concern:

Enclosed please find on original and two (2) copies of the Application for Authority to provide Local Exchange Telecommunications Service within the State of Florida filed on behalf of Rosebud Telephone, LLC.

Also enclosed please find a check in the amount of \$400.00 payable to the Florida Public Service Commission to cover the cost of filing these documents.

Please return a stamped copy of the extra copy of this letter in the enclosed self-addressed prepaid envelope.

If you have any questions regarding this matter, please contact me at (512) 708-8700.

- COM _____
- ECR _____
- GCL _____
- OPC _____
- RCF 1 _____
- SSC _____
- SGA _____
- ADM _____
- CLK Grant _____

Very truly yours,

Mark Foster
Mark Foster

09 SEP -4 AM 10:34
DISTRIBUTION CENTER

DOCUMENT NUMBER-DATE

09242 SEP-4 8

FPSC-COMMISSION CLERK

FLORIDA PUBLIC SERVICE COMMISSION
DIVISION OF REGULATORY COMPLIANCE

APPLICATION FORM
for
AUTHORITY TO PROVIDE COMPETITIVE LOCAL EXCHANGE
TELECOMMUNICATIONS COMPANY SERVICE
WITHIN THE STATE OF FLORIDA

Instructions

- A. This form is used as an application for an original certificate and for approval of sale, assignment or transfer of an existing certificate. In the case of a sale, assignment or transfer, the information provided shall be for the purchaser, assignee or transferee (See Page 8).
- B. Print or type all responses to each item requested in the application. If an item is not applicable, please explain.
- C. Use a separate sheet for each answer which will not fit the allotted space.
- D. Once completed, submit the original and one copy of this form along with a non-refundable application fee of **\$400.00** to:

**Florida Public Service Commission
Office of Commission Clerk
2540 Shumard Oak Blvd.
Tallahassee, Florida 32399-0850
(850) 413-6770**

- E. A filing fee of **\$400.00** is required for the sale, assignment or transfer of an existing certificate to another company (Chapter 25-24.815, F.A.C.).
- F. If you have questions about completing the form, contact:

**Florida Public Service Commission
Division of Regulatory Compliance
2540 Shumard Oak Blvd.
Tallahassee, Florida 32399-0850
(850) 413-6600**

DOCUMENT NUMBER - DATE

09242 SEP-4 8

FPSC-COMMISSION CLERK

1. This is an application for (check one):

Original certificate (new company).

Approval of transfer of existing certificate: Example, a non-certificated company purchases an existing company and desires to retain the original certificate of authority rather than apply for a new certificate.

Approval of assignment of existing Certificate: Example, a certificated company purchases an existing company and desires to retain the existing certificate of authority and tariff.

2. Name of company: **Rosebud Telephone, LLC**

3. Name under which applicant will do business (fictitious name, etc.):

Rosebud Telephone, LLC

4. Official mailing address:

Street/Post Office Box: **501 W. Main Street**

City: **Rosebud**

State: **Texas**

Zip: **76570**

5. Florida address:

Street/Post Office Box:

City:

State:

Zip:

6. Structure of organization:

- | | | | |
|-------------------------------------|----------------------------------|--------------------------|---------------------|
| <input type="checkbox"/> | Individual | <input type="checkbox"/> | Corporation |
| <input type="checkbox"/> | Foreign Corporation | <input type="checkbox"/> | Foreign Partnership |
| <input type="checkbox"/> | General Partnership | <input type="checkbox"/> | Limited Partnership |
| <input checked="" type="checkbox"/> | Other, Limited Liability Company | | |

7. **If individual**, provide:

Name:
Title:
Street/Post Office Box:
City:
State:
Zip:
Telephone No.:
Fax No.:
E-Mail Address:
Website Address:

8. **If incorporated in Florida**, provide proof of authority to operate in Florida. The Florida Secretary of State corporate registration number is:

9. **If foreign corporation**, provide proof of authority to operate in Florida. The Florida Secretary of State corporate registration number is: **M09000002926**

10. **If using fictitious name (d/b/a)**, provide proof of compliance with fictitious name statute (Chapter 865.09, FS) to operate in Florida. The Florida Secretary of State fictitious name registration number is:

11. **If a limited liability partnership**, please proof of registration to operate in Florida. The Florida Secretary of State registration number is:

12. **If a partnership**, provide name, title and address of all partners and a copy of the partnership agreement.

Name:
Title:
Street/Post Office Box:
City:
State:
Zip:
Telephone No.:
Fax No.:
E-Mail Address:
Website Address:

13. **If a foreign limited partnership**, provide proof of compliance with the foreign limited partnership statute (Chapter 620.169, FS), if applicable. The Florida registration number is:

14. Provide **F.E.I. Number**(if applicable): **75-2721340**

15. Who will serve as liaison to the Commission in regard to the following?

(a) The application:

Name: **Mark Foster**
Title: **Attorney**
Street name & number: **702 Rio Grande St**
Post office box:
City: **Austin**
State: **TX**
Zip: **78701**
Telephone No.: **512 708 8700**
Fax No.: **512 697 0058**
E-Mail Address: **mark@mfoosterlaw.com**
Website Address: **www.mfoosterlaw.com**

(b) Official point of contact for the ongoing operations of the company:

Name: **Mary Ann Mitchell**
Title: **Vice President**
Street name & number: **501 W. Main Street**
Post office box: **597**
City: **Rosebud**
State: **TX**
Zip: **76570**
Telephone No.: **254-583-2700**
Fax No.: **254-583-2027**
E-Mail Address: **maryannmitchell@valornet.com**
Website Address:

(c) Complaints/Inquiries from customers:

Name: **Mary Ann Mitchell**
Title: **Vice President**
Street/Post Office Box: **PO Box 597**
City: **Rosebud**
State: **TX**
Zip: **76570**
Telephone No.: **254-583-2700**
Fax No.: **254-583-2027**
E-Mail Address: **maryannmitchell@valornet.com**
Website Address:

16. List the states in which the applicant:

(a) has operated as a Competitive Local Exchange Telecommunications Company.

Texas

(b) has applications pending to be certificated as a Competitive Local Exchange Telecommunications Company.

California, New York

(c) is certificated to operate as a Competitive Local Exchange Telecommunications Company.

Texas

(d) has been denied authority to operate as a Competitive Local Exchange Telecommunications Company and the circumstances involved.

none, not applicable

(e) has had regulatory penalties imposed for violations of telecommunications statutes and the circumstances involved.

none, not applicable

(f) has been involved in civil court proceedings with an interexchange carrier, local exchange company or other telecommunications entity, and the circumstances involved.

none, not applicable

17. Indicate if any of the officers, directors, or any of the ten largest stockholders have previously been:

(a) adjudged bankrupt, mentally incompetent (and not had his or her competency restored), or found guilty of any felony or of any crime, or whether such actions may result from pending proceedings. If so, provide explanation.

no

(b) granted or denied a competitive local exchange certificate in the State of Florida (this includes active and canceled competitive local exchange certificates). If yes, provide explanation and list the certificate holder and certificate number.

no

(c) an officer, director, partner or stockholder in any other Florida certificated or registered telephone company. If yes, give name of company and relationship. If no longer associated with company, give reason why not.

no

18. Submit the following:

(a) Managerial capability: resumes of employees/officers of the company that would indicate sufficient managerial experiences of each.

Please see Attachment 1 Following

(b) Technical capability: resumes of employees/officers of the company that would indicate sufficient technical experiences or indicate what company has been contracted to conduct technical maintenance.

Please see Attachment 1 Following

(c) Financial Capability: applicant's audited financial statements for the most recent three (3) years. If the applicant does not have audited financial statements, it shall so be stated. Unaudited financial statements should be signed by the applicant's chief executive officer and chief financial officer affirming that the financial statements are true and correct and should include:

1. the balance sheet,
2. income statement, and
3. statement of retained earnings.

Applicant is a privately held corporation that maintains that its financial information is proprietary and confidential. The information contained in the financial statements is commercially sensitive, non-public information which is internally generated and not available to Applicant's competitors, and the disclosure of such information could place Applicant at a significant competitive disadvantage if it is made available to such competitors. A copy of Applicant's financial information demonstrating its financial qualifications, labeled Attachment 2 hereto, is provided under seal.

THIS PAGE MUST BE COMPLETED AND SIGNED

REGULATORY ASSESSMENT FEE: I understand that all telephone companies must pay a regulatory assessment fee. Regardless of the gross operating revenue of a company, a minimum annual assessment fee, as defined by the Commission, is required.

RECEIPT AND UNDERSTANDING OF RULES: I acknowledge receipt and understanding of the Florida Public Service Commission's rules and orders relating to the provisioning of competitive local exchange telecommunications company (CLEC) service in Florida.

APPLICANT ACKNOWLEDGEMENT: By my signature below, I, the undersigned officer, attest to the accuracy of the information contained in this application and attached documents and that the applicant has the technical expertise, managerial ability, and financial capability to provide competitive local exchange telecommunications company service in the State of Florida. I have read the foregoing and declare that, to the best of my knowledge and belief, the information is true and correct. I attest that I have the authority to sign on behalf of my company and agree to comply, now and in the future, with all applicable Commission rules and orders.

Further, I am aware that, pursuant to Chapter 837.06, Florida Statutes, "**Whoever knowingly makes a false statement in writing with the intent to mislead a public servant in the performance of his official duty shall be guilty of a misdemeanor of the second degree, punishable as provided in s. 775.082 and s. 775.083.**"

Company Owner or Officer

Print Name: Mary Ann Mitchell
Title: Vice President
Telephone No.: 254-583-2700
E-Mail Address: maryannmitchell@valornet.com

Signature: Mary Ann Mitchell

Date: 8-20-2009

ATTACHMENT 1

Managerial Capability and Technical Capability

Applicant Rosebud Telephone, LLC has provided telecommunications services to residential and business clientele in Texas continuously since 1999. Applicant currently provides local exchange services to over 6,000 lines in Texas. Applicant currently employs two officers who have been responsible for all daily and long term operations of the company since 2004. Their brief biographies follow below.

Applicant has provided and intends to continue providing local exchange services via the wholesale acquisition of facilities-based local exchange company networks rather than constructing new network facilities. In that capacity, operation and maintenance of the underlying network is cared for through Applicant's contractual agreements with such facilities-based local exchange carriers and performed by employees and contractors of those facilities-based carriers, such as ATT and Verizon. Applicant's technical capability is therefore augmented by such carriers' personnel, in addition to that which is set forth below.

Mary Ann Mitchell, Vice President

Mary Ann Mitchell is a co-founder and Vice President of Rosebud Telephone, LLC

Rosebud Telephone, LLC was launched in 1999 with an emphasis on providing high quality and cost efficient telecommunications products and services to small business subscribers, in particular pay telephone operators.

Mary Ann Mitchell has served in an executive capacity for successful competitive telecommunications providers for over 16 years. During this time she oversaw the business and technical operations for providers of telephone equipment, long distance services, and local services. Her direct responsibilities have included oversight of Administration, Operations, Finance, Accounts Receivable, and Billing and Collection services. She has supervised wholesale contract administration and interconnection agreements, and has participated in every level of strategic planning associated with her employers over the past 16 years. Mary Ann's employers have experienced strong growth and profitability during her tenure, including at her most recent post with Rosebud Telephone, LLC, which currently serves over 7,000 lines throughout the state of Texas with local dial tone and long distance services. Mary Ann came to Rosebud in 1993 and today is a shareholder and serves as Vice President.

Prior to entering telecommunications in 1993, Mary Ann had a successful 26 year career in commercial banking, where she served in an executive capacity, and in progressively responsible positions within health care administration.

H. Gregory Taylor, Vice President

Greg Taylor is a co-founder and Vice President of Rosebud Telephone, LLC.

Rosebud Telephone, LLC was launched in 1999 with an emphasis on providing high quality and cost efficient telecommunications products and services to small business subscribers, in particular pay telephone operators.

Mr. Taylor serves today as Vice President of Rosebud Telephone, and has been in this position since 2004. Mr. Taylor has extensive experience in the telecommunications industry, including owning and operating a pay telephone network throughout Texas, and serving in an executive capacity with Rosebud Telephone, LLC from 2004 to today. Mr. Taylor joined Rosebud in 2004 and promptly transformed it into a successful competitive local exchange carrier. Mr. Taylor has executive responsibility for Sales, Marketing, Operations and Strategic Planning for Rosebud, and remains instrumental in planning and executing the Company expansion strategy.

Greg has negotiated wholesale carrier agreements on behalf of Rosebud Telephone, LLC with its underlying local and long distance providers. He fulfills the role of customer advocated internally, having maintained in close communication with the company's major clients. He is also a recognized industry expert, having served for several years as Board Member and President of the Texas Payphone Association.

Prior to joining Rosebud in 2004, Greg owned and operated a private pay telephone network throughout Texas from 1992 until 2004. This company expanded beyond private pay telephones to provide and maintain other end user premise equipment including automated banking machines and transaction processing equipment. Prior to this, Greg served as Vice President of Service Operations then Vice President over all Operations for a major engineered pump manufacturer in Texas beginning in 1982.

ATTACHMENT 2

Financial Statements (Sealed)

Confidential
