

Stephanie Dassinger
100 West Broadway, Suite 250
P.O. Box 2798
Bismarck, ND 58502-2798
701.223.6585
sdassinger@crowleyfleck.com



September 19, 2014

Mr. Darrell Nitschke
Executive Director
North Dakota Public Service Commission
600 E. Boulevard Ave., Dept. 408
Bismarck, ND 58505-0480

Dear Mr. Nitschke:

In re: Blue Jay Wireless, LLC
Our File No. 15-693-001

Enclosed for filing please find the original and seven copies of Application of Blue Jay Wireless, LLC for Designation as an Eligible Telecommunications Carrier for the Purpose of Offering Lifeline Service on a Wireless Basis.

Sincerely,

CROWLEY FLECK PLLP

Stephanie Dassinger

bw
Enc.

cc: via email:
Joshua T. Guyan
Dawn R. Damschen

**BEFORE THE
NORTH DAKOTA PUBLIC SERVICE COMMISSION**

Application of Blue Jay Wireless, LLC)
For Designation as an Eligible)
Telecommunications Carrier for the) **Docket No.** _____
Purpose of Offering Lifeline Service)
on a Wireless Basis)

APPLICATION OF BLUE JAY WIRELESS, LLC

Blue Jay Wireless, LLC (“Blue Jay” or the “Company”), by its counsel, respectfully submits this Application for Designation as an Eligible Telecommunications Carrier (“ETC”) pursuant to Section 214(e)(2) of the Communications Act of 1934, as amended (the “Act”), Section 54.201 *et seq.* of the Rules of the Federal Communications Commission (“FCC”) and N.D. Cent. Code § 49-21-01.7(12). Blue Jay requests that the North Dakota Public Service Commission (“Commission”) grant it designation as a wireless ETC in North Dakota for the purpose of receiving federal universal service Lifeline support throughout its service area in North Dakota.

As discussed in more detail below, Blue Jay meets the statutory and regulatory requirements for designation as an ETC and is able and prepared to offer Lifeline-supported services throughout its service area in North Dakota. Granting ETC status to Blue Jay will benefit the public interest by making the Company’s services available to a broad range of low-income consumers. Because the availability of Blue Jay’s services so clearly serves the interests of North Dakota consumers, Blue Jay respectfully requests that the Commission grant this Application expeditiously. Blue Jay provides the following information in support of this Application.

I. OVERVIEW OF APPLICANT AND SERVICE OFFERINGS.

Blue Jay is a Texas limited liability company with principal offices at 5010 Addison Circle, Addison, TX 75001. The Company is registered with the North Dakota Secretary of State as a foreign limited liability company operating in North Dakota, effective September 18, 2013. Blue Jay's North Dakota wireless registration was submitted on May 13, 2014 and the Company is in the process of procuring a Telecommunications Reseller's Bond to operate as a prepaid wireless reseller. The Company will provide a copy of the bond once it is available. Blue Jay does not provide service to customers in North Dakota at present. A copy of Blue Jay's Certificate of Formation as a Limited Liability Company in Texas is attached as **Exhibit E** and a copy of its Certificate of Good Standing to do business in North Dakota is attached as **Exhibit F**.

Blue Jay has been granted ETC designation in Arizona, Colorado, Hawaii, Kentucky, Michigan, Minnesota, Missouri, Nevada, Oklahoma, Pennsylvania, Puerto Rico, Rhode Island, South Carolina, Texas, Utah, and Wisconsin. Additionally, the Company has applications pending for ETC designation in the following states: California, New Mexico, South Dakota and Washington. Moreover, Blue Jay is awaiting designation as an ETC by the FCC in the states of Alabama, Connecticut, Delaware, Florida, New Hampshire, New York, North Carolina, Tennessee, and Virginia, as well as the District of Columbia.¹ Further, the Company is preparing to file petitions for ETC designation in additional states. None of Blue Jay's petitions for ETC designation have been denied.

Blue Jay is currently offering Lifeline and non-Lifeline services in Arizona, Colorado, Hawaii, Kentucky, Michigan, Minnesota, Missouri, Nevada, Oklahoma, Puerto Rico,

¹ Blue Jay also plans to add Maine to its Federal ETC petition.

South Carolina, Texas, Utah and Wisconsin. Blue Jay has also received authority to provide Lifeline and non-Lifeline services in Rhode Island and Pennsylvania and plans to roll-out operations in the near term. The Company will also provide this common carrier service in North Dakota. Blue Jay will provide domestic (and potentially international) voice and data services, primarily to low-income consumers. As a reseller of wireless services, Blue Jay will purchase wireless network infrastructure and wireless transmission facilities from Sprint, T-Mobile and Verizon Wireless on a wholesale basis and resell these services to its customers.² Blue Jay will provide affordable prepaid mobile phone service, including calling and text messaging, along with user-friendly new handsets and high quality customer service. Blue Jay's products and plans will be specially geared toward serving lower income communities, and its service models and pricing plans will reflect this mission. The Company will not require service contracts from its customers and it will always ensure competitively low pricing for its services and products. By providing affordable service, Blue Jay can reach out to those who are often ignored by traditional carriers.

Blue Jay will manage all aspects of the customer experience, including setting service pricing, handset selection, marketing materials, and live customer service. The Company's prepaid, budget-friendly pricing will give many low-income consumers the option of having basic mobile phone service without the burden of hidden costs, varying monthly charges, or contractual commitments. Customers will be able to customize their mobile phone service to suit their needs with Blue Jay's pay-as-you-go rechargeable mobile phone plans.

² Blue Jay will purchase the services of Sprint, T-Mobile and Verizon Wireless through Mobile Virtual Network Enabler ("MVNE") intermediaries such as Telecom Service Bureau, Inc., Prepaid Wireless Group, and Natel Networks, LLC.

Blue Jay's customer base will be low-income consumers and the majority are unlikely to have phone service of any kind prior to enrollment. Blue Jay's customers will depend on and benefit greatly from Blue Jay's inexpensive and flexible pricing plans. Blue Jay will not impose credit checks nor will it require any deposits or contractual commitments. Most of Blue Jay's customers likely will turn to the Company because they cannot afford the post-paid services provided by traditional wireless carriers. Blue Jay will affirmatively reach out to the low-income sector of the consumer base to offer attractive and affordable communications options. As such, Blue Jay will contribute to the expansion of mobile wireless services for low-income consumers and intends to seek ETC designation in additional states and territories so that it may continue to expand the service options for these consumers.

II. BLUE JAY SATISFIES THE FCC'S REQUIREMENTS FOR ETC DESIGNATION.

Section 214(e)(2) of the Act provides that, upon request and consistent with the public interest, convenience and necessity, the Commission may designate more than one common carrier as an ETC in areas served by a rural telephone company and shall do so with respect to all other areas, provided that the requesting carrier (i) offers services that are supported by federal universal service support mechanisms and (ii) advertises the availability of such services.³ FCC rules impose additional requirements on a carrier requesting ETC designation. As demonstrated below, Blue Jay satisfies each of these requirements.

1. Blue Jay Will Operate as a Common Carrier.

Blue Jay will operate as a common carrier as defined in 47 U.S.C. § 153(11) in North Dakota and thus is eligible for designation as an ETC. The FCC has consistently held that providers of wireless services are to be treated as common carriers for regulatory purposes.

³ 47 U.S.C. §214(e)(2); *see also* 47 C.F.R. § 54.201(d).

Moreover, Blue Jay is a CMRS provider. Section 332(c)(1)(A) of the Act states that CMRS providers will be regulated as common carriers.⁴

2. Blue Jay Will Provide the Services Designated for Lifeline Support.

The FCC has determined that “voice telephony services” shall be supported by the federal USF program.⁵ Eligible voice telephony services must provide:

- voice grade access to the public switched network;
- local usage;
- access to emergency services; and
- toll limitation for qualifying low-income consumers.

Upon receiving the requested designation as an ETC, Blue Jay will provide each of these required services throughout its service area, as described in more detail below. Indeed, Blue Jay will provide all of these services in North Dakota. Blue Jay’s Lifeline service offerings will be provided pursuant to the Company’s established rates, as provided in this Application, and its terms and conditions of service, which are available at Blue Jay’s website at <http://www.bluejaywireless.com/terms/>. Blue Jay will offer Lifeline subscribers attractive voice telephony service plans. The Company’s Lifeline subscribers will be eligible to receive the same service plans that Blue Jay generally will make available to the public, but at a discounted rate.

A. Means of providing Lifeline service.

The Company will provide service via resale of underlying carrier services provided by Verizon Wireless, T-Mobile, and Sprint. Section 214(e)(1)(A) of the Act provides that an ETC must provide services “using its own facilities or a combination of its own facilities and resale of another carrier’s services.”⁶ Pursuant to the FCC’s *Lifeline Reform Order*,

⁴ See 47 U.S.C. § 332(c)(1)(A).

⁵ 47 C.F.R. § 54.101(a).

⁶ 47 U.S.C. § 214(e)(1)(A).

however, resellers are granted blanket forbearance from this facilities requirement, subject to conditions, in connection with limited ETC designation to participate in the Lifeline program.⁷ The FCC conditioned blanket forbearance on the reseller's compliance with certain ETC obligations, including providing 911 and E911 service regardless of activation status and prepaid minutes available, providing E911-compliant handsets, and replacing E911 non-compliant handsets at no charge to the Lifeline customer.⁸ In addition, the reseller must adhere to an FCC-approved compliance plan that includes specific information about the reseller's service offerings and that outlines the measures that the reseller will take to implement the obligations established in the *Lifeline Reform Order*.⁹

Blue Jay commits to compliance with all of these conditions. To this end, on May 11, 2012, Blue Jay submitted to the FCC a compliance plan that meets the requirements of the *Lifeline Reform Order*. Subsequently, the Company submitted revised versions in response to discussions with FCC Staff. On December 26, 2012, the FCC Wireline Competition Bureau approved the Blue Jay compliance plan as most recently revised.¹⁰ A copy of this plan ("Compliance Plan") is appended as **Exhibit A**. A copy of the FCC Public Notice approving the Company's Compliance Plan and the associated Erratum is appended as **Exhibit B**.¹¹ As a result of the FCC's approval of its Compliance Plan, Blue Jay is not required to meet the "own facilities" requirement of Section 214(e)(1)(A). Consequently, the Company's proposal to

⁷ See *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, 27 FCC Rcd 6656, ¶ 368 (2012) ("*Lifeline Reform Order*").

⁸ See *id.*, ¶ 373.

⁹ See *id.*, ¶ 368.

¹⁰ The most recent version was filed on December 19, 2012.

¹¹ The FCC notice approving Blue Jay's Compliance Plan misstated the date on which the Company made final revisions. An Erratum was issued to correct this error.

operate as an ETC in North Dakota using resold services is entirely compliant with FCC requirements.

Pursuant to its ETC designation, Blue Jay will provide supported services as follows.

B. Voice Grade Access.

The FCC has stated that voice-grade access consists of the ability for a user to make and receive telephone calls within a specified bandwidth.¹² Blue Jay will provide this service via resale of Verizon Wireless, T-Mobile, and Sprint mobile services to low-income customers in its service area.

C. Local Usage.

The Company will offer two basic Lifeline service packages throughout its service area in North Dakota, except to any “eligible resident of tribal lands”¹³ located in the designated service area. In addition, Blue Jay will offer two plans that are only available to eligible residents of tribal lands. The Company’s four Lifeline plans are listed below.

- **125 anytime prepaid minutes per month**, with rollover, and with text messaging assessed at a rate of one (1) minute per text message for sending and one (1) minute per text message for receiving text messages. This plan is free of charge to the customer and applicable fees and taxes are paid by Blue Jay.
- **250 anytime prepaid minutes per month**, without rollover, and with text messaging assessed at a rate of one (1) minute per text message for sending and one (1) minute per text message for receiving text messages. This plan is free of charge to the customer and applicable fees and taxes are paid by Blue Jay.
- **Tribal Resident Lifeline Unlimited Plan.** Each month the customer will receive unlimited anytime voice minutes for \$5.00 per month plus fees and taxes. Text messaging will not be available with the unlimited talk plan. There are no

¹² See *Federal-State Joint Board on Universal Service*, CC Docket No. 96-45, First Report and Order, 12 FCC Rcd 8776, 8810-11 (1997).

¹³ See 47 C.F.R. § 54.400.

rollover minutes with this plan as minutes are unlimited. This plan will only be available to eligible residents of tribal lands.

- **Tribal Resident Lifeline 1000 Plan.** Each month the customer will receive 1,000 anytime voice minutes or 1,000 text messages per month. This plan is free of charge to the customer and applicable fees and taxes are paid by Blue Jay. Text messaging will be assessed at a rate of 1 minute per text message for sending and 1 minute per text message for receiving text messages. There are no rollover minutes with this plan. Unused minutes will expire each month on the service expiration date. This plan will only be available to eligible residents of tribal lands.

All plans will include nationwide domestic long-distance at no extra per-minute charge, as well as caller ID, voice mail, call waiting and three-way calling.

With these plans, customer service (611) and emergency (911) calls will be free, regardless of service activation or availability of minutes, and will not count against the customer's airtime. Directory assistance calls (411) will be free; however, they will count as airtime minutes of usage. Lifeline customers can purchase additional bundles of minutes for as low as \$0.04/minute depending on the minute package purchased. For example, customers can purchase a 200-minute package for \$10.00 or a 500-minute package for \$20.00. Airtime "top-up" minutes will be available for purchase at the Company's retail locations and on its website.

In addition to free voice services, customers can select either a free wireless handset or purchase an upgraded phone, such as a smartphone. For those customers choosing to upgrade to a smartphone, data can be added to any phone plan starting at \$0.10 per megabyte – a price that can be reduced on a "per megabyte" basis when the customer purchases multiple megabytes of data. In this manner, the Company will enable low-income customers to add affordable data usage to their free voice/text minutes, thereby supporting greater smartphone utilization, consistent with the Commission's goal of promoting broadband access to all Americans. Additional information regarding the Company's plans, rates and services can be found on its website, <http://www.bluejaywireless.com>.

D. Access to emergency services.

The Company will provide access to emergency services provided by local government or public safety officials, including 911 and E911 where available. As noted, calls to 911 emergency services will always be free and will be available regardless of service activation status or availability of minutes. In addition, Blue Jay will comply with any FCC or Commission requirements regarding customer access to 911 and E911 services as well as the provision of E911-compatible handsets, specifically including those obligations imposed as part of the FCC's forbearance grant conditions.

E. Toll limitation for qualifying low-income consumers.

In its initial operations, Blue Jay will not provide toll limitation service ("TLS"). Like most wireless carriers, Blue Jay does not differentiate domestic long distance usage from local usage and all usage is paid for in advance. Pursuant to the *Lifeline Reform Order*, subscribers to such "all-distance" services are not considered to have voluntarily elected to receive TLS.¹⁴ If, in the future, Blue Jay should offer a Lifeline service that differentiates between local usage and long distance usage, the Company commits to provide TLS to customers of that service.

F. Service area.

Sections 214(e)(2) and 214(e)(5) of the Act provide that ETC designations shall be made for a "service area," defined as a geographic area established by the state commission. The Company seeks certification to operate as an ETC in the geographic service areas

¹⁴ See *Lifeline Reform Order*, ¶ 230.

throughout North Dakota where its underlying carriers, Sprint, T-Mobile, and Verizon Wireless, provide coverage.¹⁵ A list of Blue Jay's proposed service areas is attached hereto as **Exhibit C**.

3. Blue Jay Will Advertise its Lifeline Service Offerings.

Blue Jay will advertise the availability of its services and charges in a manner reasonably designed to reach Lifeline-eligible consumers, as required by Sections 54.201(d)(2) and 54.405(b) of the FCC Rules¹⁶ and N.D. Admin. Code § 69-09-05-12(6). The Company intends to advertise its Lifeline services using media of general distribution.¹⁷ Moreover, Blue Jay will expand its advertising efforts as necessary to ensure that Lifeline-eligible customers are aware of the Company's service offerings.¹⁸

In addition, Blue Jay will comply with the FCC's revised rules regarding information to be included in marketing materials, including FCC revised rule section 54.405(c). Specifically, Blue Jay's marketing materials will state, in easily understood language, that: (i) the service is a Lifeline service; (ii) Lifeline is a government assistance program; (iii) the service may not be transferred to someone else; (iv) consumers must meet certain eligibility requirements before enrolling in the Lifeline program; (v) the Lifeline program permits only one Lifeline discount per household; (vi) documentation is necessary for enrollment; and (vii) Blue Jay is the provider of the services. Moreover, Blue Jay's Lifeline application/certification form¹⁹

¹⁵ Consistent with FCC holdings, there is no need for a "creamskimming" analysis in connection with Blue Jay's Petition because the Company is seeking ETC designation only for purposes of receiving federal low-income support. *See, e.g., Virgin Mobile USA, L.P.*, Order, 24 FCC Rcd 3381, ¶ 39 n. 101 (2009).

¹⁶ 47 C.F.R. §§ 54.201(d)(2), 54.405(b).

¹⁷ *See* 47 U.S.C. § 214(e)(1)(B) and 47 C.F.R. § 54.201(d)(2).

¹⁸ *See* 47 C.F.R. § 54.405(b).

¹⁹ *See 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, Erratum, ¶ 63 (rel. May 16, 2012).

will state that Lifeline is a federal benefit and that consumers who willfully make a false statement in order to obtain the Lifeline benefit can be punished by fine or imprisonment or can be barred from the program. Blue Jay's Compliance Plan contains an example of the type of advertising materials that Blue Jay intends to use in ETC applications in the various states.

N.D. Admin. Code § 69-09-05-12(6)(a) requires a full description of available services in the ETC's official telephone directory. However, Blue Jay, as a wireless resale carrier, does not have an official telephone directory. Accordingly, Blue Jay requests a permanent waiver from this requirement pursuant to N.D. Admin. Code § 69-09-05-12(2)(c)-(d).

4. Blue Jay Complies with the FCC's Additional Obligations for ETCs.

A. Blue Jay certifies that it will comply with the applicable FCC service requirements.

Per the requirements of 47 C.F.R. § 54.202(a)(1)(i), Blue Jay certifies that it will comply with the service requirements applicable to the low-income support it receives as a result of designation as an ETC for the purposes of receiving Lifeline.

B. Blue Jay has the ability to remain functional in emergency situations.²⁰

Pursuant to N.D. Admin. Code § 69-09-05-12(3)(c), Blue Jay's Lifeline services will remain functional in emergency situations. As discussed herein, Blue Jay will utilize the extensive and well-established Sprint, T-Mobile, and Verizon Wireless networks and facilities to provide Blue Jay's mobile services. The Company believes that the Sprint, T-Mobile, and Verizon Wireless networks are capable of managing traffic spikes that may occur during emergency situations and can reroute traffic in the event of damaged facilities. Blue Jay also understands that each carrier has sufficient back-up power to ensure functionality if its external

²⁰ See, e.g., 47 C.F.R. § 54.202(a)(2).

power supply is unavailable. Indeed, all of the companies have certified to the FCC that their networks function in emergency situations.²¹ Sprint, T-Mobile, and Verizon Wireless will provide the same functionality to Blue Jay and Blue Jay's customers as these carriers provide to themselves and their own customers.

C. Blue Jay will satisfy applicable consumer protection and service quality standards.

The FCC's rules and N.D. Admin. Code §§ 69-09-05-12(3)(a),(d) require that an applicant for designation as an ETC demonstrate that it satisfies applicable consumer protection and service quality standards. The FCC has stated that a wireless carrier's commitment to comply with the Cellular Telecommunications and Internet Association's Consumer Code for Wireless Service ("CTIA Consumer Code") will satisfy this requirement. Blue Jay commits to comply with the CTIA Consumer Code to ensure that the Company offers its subscribers the highest level of protection and quality service.²²

Blue Jay's pledge to provide quality service and to comply with the CTIA Consumer Code evidences Blue Jay's commitment to satisfy all of the consumer protection and service quality standards applicable to Lifeline services. The Company will make every effort to resolve expeditiously complaints received by the Commission and will designate a specific contact person to work with Commission staff to resolve any complaints or other compliance issues.

²¹ See, e.g., *Sprint Nextel Corporation Verified Filing in Compliance with 47 C.F.R. § 54.209*, CC Docket No. 96-45, at 6 (filed Sept. 30, 2011); *Alltel Communications, LLC d/b/a Verizon Wireless 2011 Eligible Telecommunications Carrier Certification and Annual Report for the State of Georgia / Study Area Code (SAC) 229004*, WC Docket No. 09-197, at 7-9 (filed Sept. 30, 2011); *T-Mobile USA, Inc. Eligible Telecommunications Carrier Annual Report and Certifications*, CC Docket 96-45, 09-197, at 6-7 (filed Sept. 30, 2011).

²² See, e.g., 47 C.F.R. § 54.202(a)(3).

D. Blue Jay is financially and technically capable of providing Lifeline services in compliance with the FCC's rules.

The FCC's rules, as revised,²³ require ETC applicants to demonstrate financial and technical capability to comply with the FCC's Lifeline service requirements.²⁴ Among the factors to be considered are: a carrier's prior offering of service to non-Lifeline subscribers, the length of time the carrier has been in business, whether the carrier relies exclusively on Lifeline reimbursement to operate, whether the carrier receives revenues from other sources, and whether the carrier has been the subject of an enforcement action or ETC revocation proceeding.

Through its affiliates, Blue Jay has provided marketing services, including those directed to low-income customers, since 2004. One of the Company's affiliates, Splash Media, LP, is among the largest providers of full-service social media marketing services in the world. Splash Media has substantial revenues with long-term profitability, is in good standing with all of its vendors and has been providing customers with services for a combined total of nine (9) years. Another affiliate, Link Distributors, LLC, was a leading distributor of wireless handsets and Lifeline enrollment for ETCs, but is no longer doing business as the corporate focus has shifted to Lifeline enrollment through Blue Jay as an ETC. As a core part of its marketing strategy, Blue Jay will be actively marketing to non-Lifeline customers, targeting the prepaid, credit-challenged and under-banked sector. The Company began offering non-Lifeline service in Texas in September 2012 and has also initiated Lifeline operations there. Blue Jay is currently offering Lifeline and non-Lifeline services in Arizona, Colorado, Hawaii, Kentucky, Michigan, Minnesota, Missouri, Nevada, Oklahoma, Puerto Rico, South Carolina, Texas, Utah and Wisconsin. The Company will roll out these services in additional states where Blue Jay has

²³ See, e.g., revised 47 C.F.R. § 54.202(a)(4).

²⁴ *Lifeline Reform Order*, ¶¶ 387-388 (revising 47 C.F.R. § 54.202(a)(4)).

been designated as an ETC as expeditiously as possible. Consequently, Blue Jay will not be relying exclusively on Lifeline reimbursement for the Company's operating revenues. Blue Jay also has access to other financial resources including substantial cash reserves from its owners. The Company has not been subject to enforcement sanctions or ETC revocation proceedings in any state.

Blue Jay's chief officers have substantial experience in telecommunications industry and corporate finance. A summary of the chief officers' biographies is included herein as **Exhibit D**.

E. Blue Jay will comply with FCC requirements for certification and verification.

Blue Jay is aware of the FCC's current requirements regarding certification and verification of a customer's qualification for Lifeline service and has implemented procedures to ensure these requirements are met. As described in Blue Jay's Compliance Plan, the Company has set in place detailed and comprehensive procedures to address customer certification and verification requirements as well as requirements concerning de-enrollment and duplication of service. These procedures comply with the FCC's recently-revised customer certification and verification requirements and, in fact, go beyond those requirements.²⁵ Blue Jay also will comply with both the FCC's annual certification and reporting requirements and the FCC's measures to prevent waste, fraud and abuse of Lifeline services.²⁶ In particular, Section I.E. of Blue Jay's Compliance Plan discusses steps that the Company will take to ensure activation of service and to implement de-enrollment in the event of inactivity for a period of 60 days.

²⁵ See 47 C.F.R. § 54.410.

²⁶ See 47 C.F.R. §§ 54.416, 54.422; See also *Telecommunications Carriers Eligible for Universal Service Support; Virgin Mobile USA, L.P. Petition for Designation as an Eligible Telecommunications Carrier in the State of Alabama, et al.*, 25 FCC Rcd 17797, ¶ 24 (2010).

Additionally, Blue Jay will incorporate North Dakota Department of Human Services' Form 1059, Authorization for Release of Information 449-55-05, into its enrollment process in order to enable Blue Jay to provide the Commission with its customer list annually. The Form 1059 is currently being built into the CGM, LLC tablet enrollment application so that applicants can complete the Form 1059 at enrollment. Blue Jay expects that process to be complete by year-end 2014.

Initially, Blue Jay will enroll the vast majority of its Lifeline customers in-person at Blue Jay branded storefronts. Blue Jay plans to rollout storefronts throughout North Dakota located predominately in lower-income geographical areas. Blue Jay's marketing strategy will rely on two types of storefronts, Channel Partner storefronts and Blue Jay company locations.

Channel Partner storefronts will be locations where Blue Jay representatives provide distribution services onsite at an existing retail store partner location ("Channel Partner"). Some examples of existing Blue Jay Channel Partner store locations include Goodwill storefronts, check cashing storefronts and auto insurance storefront locations. A Blue Jay kiosk will be set up onsite at the Channel Partner location using approved Blue Jay marketing materials and a dedicated Blue Jay representative will be hired locally, trained by Blue Jay and assigned to the location. The kiosk would be branded as Blue Jay and be staffed by a Blue Jay representative to facilitate new orders. The representative will have a tablet device that is connected to CGM's application to facilitate enrollments. All applications for Lifeline discounts would be sent to Blue Jay's home office in Addison, Texas. Blue Jay employees at the home office would review each Lifeline application and verify qualification information in real-time, just like Blue Jay currently does for other in-person enrollments. If a customer completes an application and qualifies for Lifeline services, handsets will be available at the kiosk location for immediate

distribution. The kiosk would have set operating hours during which time it is available for enrollments. Blue Jay has a vast network of relationships with retailers with which Blue Jay partners for Channel Partner storefront locations.

Additionally, Blue Jay plans to establish company storefronts. These are locations where Blue Jay corporate or authorized distributors enter into lease agreements for Blue Jay branded stores. Blue Jay storefronts have Blue Jay LED signage clearly visible from the street and have a consistent look and feel throughout the network of locations. An average storefront will employ three to four employees hired locally for full time staffing plus a regional manager for each region.

Through the various storefront locations, Blue Jay customers can provision new service, pick up their phone and subsequently make cash payments to add additional funds thus providing for a higher level of customer service. In addition to the company's storefront presence, Blue Jay has established relationships with a broad payment center network, such as Dollar General, Walgreens, Ace Cash Express and MoneyGram. Subscribers will be able to pay their bills or buy additional minutes or data plans at these businesses. Similar to its current product offering in other states and in addition to its Lifeline services, Blue Jay will also offer a competitive selection of inexpensive non-Lifeline prepaid wireless voice and data services to subscribers in North Dakota.

G. Blue Jay will comply with Commission and FCC requirements for fees, charges, and reports.

Blue Jay will comply with all applicable Commission and FCC requirements with respect to fees, charges, and reports. The Company will not collect service deposits for its plans and will not charge a number-portability fee for Lifeline accounts.²⁷

²⁷ See 47 C.F.R. § 54.401(c), (e).

Blue Jay will timely pay all applicable federal, state, and local regulatory fees, including universal service and E911 fees. Furthermore, Blue Jay will comply with the FCC's annual reporting requirements for ETCs as set forth in Section 54.422 of the FCC's Rules.²⁸

H. Blue Jay will comply with FCC requirements on relinquishment of ETC designation.

If at some point in the future, Blue Jay seeks to relinquish its ETC designation, Blue Jay will comply with the requirements of 47 C.F.R. § 54.205.

III. DESIGNATED CONTACT INFORMATION.

The legal name, address and telephone number of the Company and its designated contact person is:

David Wareikis
Chief Executive Officer
Blue Jay Wireless, LLC
5010 Addison Circle
Addison, TX 75001
(972) 788-8860
Email: dwareikis@bluejaywireless.com

Correspondence and communication regarding this Application can be directed to the following counsel of record:

Stephanie Dassinger
Crowley Fleck PLLP
100 West Broadway, Suite 250
Bismarck, ND 58501
Tel: (701) 224-7544
Fax: (701) 222-4853
Email: sdassinger@crowleyfleck.com

And copies to:

John J. Heitmann
Joshua T. Guyan
Dawn R. Damschen

²⁸ See 47 C.F.R. § 54.422.

Kelley Drye & Warren LLP
3050 K Street, NW, Suite 400
Washington, D.C. 20007
Tel.: (202) 342-8400
Fax: (202) 342-8451
jguyan@kelleydrye.com

IV. GRANT OF THIS APPLICATION WILL SERVE THE PUBLIC INTEREST.

Designation of Blue Jay as an ETC for Lifeline purposes will further the Commission's universal service goals and thus benefit North Dakota consumers. Specifically, the Company will offer prepaid low cost wireless service to low-income consumers, thereby increasing consumer choice. In addition, increasing customer choice will spur wireless ETC providers to compete for eligible customers by providing the highest value (*e.g.*, higher quality handsets, superior customer service). Further, grant of the Application will provide consumers with access to high quality service and the benefits of a mobile service.²⁹ The mobility of the service will be particularly attractive to Lifeline-eligible consumers who may frequently change residences or work in migratory jobs. Wireless service offers a stable contact method where traditional landline service would be unavailable or not a viable option. Blue Jay's prepaid wireless service is an especially attractive option for low-income consumers because it alleviates customer concerns regarding hidden costs, varying monthly charges, and long term contract issues.

Many consumers in North Dakota are faced with making difficult choices about how to allocate and spend their limited resources. The ability to meet their communications needs while at the same time anticipating and controlling the associated costs is critical. Blue Jay's prepaid service offerings and rechargeable mobile phone plans will enable customers to

²⁹ As discussed above, Blue Jay will comply with the Consumer Code for Wireless Service of CTIA – The Wireless Association, and applicable North Dakota consumer protection and service quality standards.

tailor their wireless services to their needs and budgets. The prepaid nature of the service also will provide an alternative for “unbanked” consumers. Further, Blue Jay will not require credit checks, thereby providing an alternative for those low-income consumers unable to obtain credit for post-paid services provided by traditional carriers.

Blue Jay’s prepaid mobile calling service packages will provide low-income consumers in North Dakota with a generous number of anytime minutes at no cost (or low cost for the tribal plans with higher benefits) as well as 911 emergency calling. These “free” or low-cost minutes and services are an invaluable resource for cash-strapped consumers who may be seeking employment and need a means to contact potential employers. The packages are also useful for those consumers that need to stay in touch with children or other family members and ensure access to 911 emergency services when needed. Blue Jay’s services will provide consumers with a valuable alternative for obtaining telephone service. This competition, in turn, could spur other service providers to improve their service options.

Further, as discussed in detail above, Blue Jay also plans to market and distribute Lifeline service through a retail storefront presence in North Dakota. Blue Jay is working with its affiliate relationships to identify storefront locations that can be co-branded to sell Blue Jay wireless Lifeline service. These affiliates primarily serve low-income consumers or support businesses that do so and will provide Blue Jay with access to the low-income consumer market. These store locations will be staffed with locally employed Blue Jay employees that can assist with enrollment and provide customer service. Low-income consumers will see Blue Jay branded stores in their communities and will know that if they are eligible and enroll in a Lifeline service with Blue Jay, they can return to the local store with questions or customer

service issues. These affiliations differentiate Blue Jay's level of familiarity with, and access to, low-income consumers in North Dakota.

In addition to a storefront presence, Blue Jay will also conduct outreach to customers located within the authorized service areas. Blue Jay employs such outreach programs more commonly on less densely populated lower income geographical areas located throughout states to better facilitate awareness and enrollment for customers residing in harder to reach areas. Blue Jay representatives, or Field Agents, will work within the communities to set up events and street teams to better reach customers who are unaware or unable to enroll through more traditional methods. The Field Agents will work within the community to foster relationships with local community groups, government agencies and non-profit volunteer groups, such as the Rotary Club, Boys and Girls Clubs of America, The Impact Network, Goodwill, homeless shelters, outreach programs, United Way, Volunteers of America, Salvation Army and local churches. Blue Jay will leverage these relationships with a refined focus on the local community and organizations. Blue Jay Field Agents work with the communities to hold Lifeline enrollment events in low-income neighborhoods. The location types vary based on the community, but include local recreation centers, parking lots, open fields and civic centers. In advance of events, Blue Jay Field Agents obtain proper permits (where necessary) and permission from property owners.

Each market in which Blue Jay conducts business will have a local field office that will be staffed by a regional sales manager and several local sales managers. The primary purpose of this office is to establish and maintain good relationships with the community, the community leaders and to provide discount communications to those in need. Blue Jay management believes it is important to be present and keep apprised of community events where

it will be conducting business. In addition, this local field office will serve as a home-base for distribution teams whenever they need assistance or require additional supplies. Blue Jay's outreach Field Agents are strategically aligned with the Blue Jay storefront network to drive subscribers to storefront locations where possible to continue to provide a higher level of customer service.

With approval from the Native American communities, Blue Jay also plans to open storefront locations and provide outreach distribution services on Tribal lands. Blue Jay is committed to making a positive impact on tribal lands. Blue Jay's tribal liaison, Dr. Katherine Spilde, has vast and extensive relationships within the Native American community including tribes located in North Dakota. Dr. Spilde will spearhead Blue Jay's initial outreach efforts and initiate meetings with tribes. Blue Jay will also send a corporate representative (CEO or CFO) to meet with tribal leaders and councils. In similar fashion to its storefront and outreach model, Blue Jay plans to provide employment opportunities to tribal communities by hiring locally. Blue Jay will obtain all necessary permits and permission from tribal leaders prior to conducting events or establishing storefront locations on tribal lands. Regardless of the distribution method, all Blue Jay representatives complete Blue Jay compliance training.

V. CONCLUSION

Blue Jay respectfully requests that the Commission expeditiously issue an order designating the Company as an ETC in North Dakota throughout the service area specified above for the purpose of receiving federal support and reimbursement for provision of low-income communications services on a wireless basis to qualified low-income customers.

BLUE JAY WIRELESS, LLC

By 

John J. Heitmann
Joshua T. Guyan
Dawn R. Damschen
Kelley Drye & Warren LLP
3050 K Street, NW, Suite 400
Washington, D.C. 20007
Tel: 202-342-8400
Fax: 202-342-8451
Email: jguyan@kelleydrye.com

Stephanie Dassinger (#06774)
Crowley Fleck PLLP
100 West Broadway, Suite 250
Bismarck, ND 58501
Tel: (701) 224-7544
Fax: (701) 222-4853
Email:
sdassinger@crowleyfleck.com

Attorneys for Blue Jay Wireless, LLC

Date: September 19, 2014

Exhibit A

Blue Jay Wireless, LLC

FCC Compliance Plan

(filed May 11, 2012; revised August 14, 2012, November 30, 2012
and December 19, 2012; approved December 26, 2012)

KELLEY DRYE & WARREN LLP

A LIMITED LIABILITY PARTNERSHIP

WASHINGTON HARBOUR, SUITE 400

3050 K STREET, NW

WASHINGTON, D.C. 20007-5108

(202) 342-8400

NEW YORK, NY
LOS ANGELES, CA
CHICAGO, IL
STAMFORD, CT
PARSIPPANY, NJ

BRUSSELS, BELGIUM

AFFILIATE OFFICES
MUMBAI, INDIA

FACSIMILE

(202) 342-8451

www.kelleydrye.com

DIRECT LINE: (202) 342-8544

EMAIL: jheitmann@kelleydrye.com

December 19, 2012

VIA ECFS

Marlene H. Dortch, Secretary
Federal Communications Commission
445 12th Street, S.W.
Washington, DC 20554

Re: Blue Jay Wireless, LLC Revised Compliance Plan; WC Docket Nos. 09-197, 11-42

Dear Ms. Dortch:

On May 11, 2012, Blue Jay Wireless, LLC (“Blue Jay”) submitted its Compliance Plan outlining the measures it will take to implement the conditions imposed by the Commission in its *Lifeline Reform Order*.¹ On July 5, July 23, August 14 and November 30, Blue Jay revised its Compliance Plan to provide additional details and clarifications.

Blue Jay has further revised its Compliance Plan (p. 14) to clarify Blue Jay’s process for de-enrollment of customers that fail to respond to the annual eligibility verification. Nothing else in the Compliance Plan has been changed.

Blue Jay hereby re-submits its complete Compliance Plan with the above revision. Based on the minor nature of this change, Blue Jay reiterates its request for expeditious approval of its Compliance Plan.

¹ See *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 (Feb. 6, 2012).

KELLEY DRYE & WARREN LLP

Marlene H. Dortch, Secretary
December 19, 2012
Page Two

This letter and revised Compliance Plan are being filed electronically for inclusion in the public record of the above-referenced proceedings. Please feel free to contact the undersigned with any questions.

Respectfully submitted,



John J. Heitmann
Joshua T. Guyan

Counsel to Blue Jay Wireless, LLC

cc: Kim Scardino
Jonathan Lechter
Divya Shenoy
Garnet Hanly

**BEFORE THE
FEDERAL COMMUNICATIONS COMMISSION
Washington, D.C. 20554**

In the Matter of	
Telecommunications Carriers Eligible to Receive Universal Service Support	WC Docket No. 09-197
Lifeline and Link Up Reform and Modernization	WC Docket No. 11-42
Blue Jay Wireless, LLC	

BLUE JAY WIRELESS, LLC COMPLIANCE PLAN

Blue Jay Wireless, LLC (“Blue Jay” or the “Company”),¹ through its undersigned counsel, hereby respectfully submits and requests expeditious treatment of its Compliance Plan outlining the measures it will take to implement the conditions imposed by the Commission in its *Lifeline Reform Order*.²

¹ The Company hereby also reports its corporate and trade names, identifiers, and its holding company, operating companies and affiliates as: Link Distributors, LLC (affiliate), Cardinal Wireless Distributors, LLC (affiliate), Timber Creek Wireless Fund I, LLC (affiliate), Splash Media, LP (affiliate), Agency Matrix, LLC (affiliate), Drivers Insurance Group, LLC (affiliate), Cobalt Real estate Services, LLC (affiliate), P.C. Processing, Inc. (affiliate), Team Systems, LLC (affiliate), LeadStart, LLC (affiliate), CenCal Holdings, LLC (affiliate), Timber Creek Capital, LP (affiliate), Timber Creek Ranch, LP (affiliate) and Ajax Partners II, LLC (affiliate).

² See *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 (Feb. 6, 2012) (“*Lifeline Reform Order*”). The Company herein submits the information required by the Compliance Plan Public Notice. See *Wireline Competition Bureau Provides Guidance for the Submission of Compliance Plans Pursuant to the Lifeline Reform Order*, WC Docket Nos. 09-197, 11-42, Public Notice, DA 12-314 (rel. Feb. 29, 2012).

The Company commends the Commission's commitment to a nationwide communications system that promotes the safety and welfare of all Americans, including Lifeline customers. The Company will comply with 911 requirements as described below and it is submitting this Compliance Plan in order to qualify for blanket forbearance from the facilities requirement of section 214(e)(1)(A) of the Communications Act and participate as an eligible telecommunications carrier ("ETC") in the Lifeline program.³

The Company will comply fully with all conditions set forth in the *Lifeline Reform Order*, as well as with the Commission's Lifeline rules and policies more generally.⁴ This Compliance Plan describes the specific measures that the Company intends to implement to achieve these objectives. Specifically, this Compliance Plan: (1) describes the specific measures that the Company will take to implement the obligations contained in the *Lifeline Reform Order*, including the procedures the Company will follow in enrolling a subscriber in Lifeline and submitting for reimbursement for that subscriber from the Low-Income Fund, materials related to initial and ongoing certifications and sample marketing materials; and (2) provides a detailed description of how the Company will offer Lifeline services, the geographic areas in which it will offer services, and a detailed description of the Company's Lifeline service plan offerings.

³ See *Lifeline Reform Order*, ¶ 368. Although the Company qualifies for and seeks to avail itself of the Commission's grant of forbearance from the facilities requirement of section 214(e)(1)(A) for purposes of the federal Lifeline program, the Company reserves the right to demonstrate to a state public utilities commission that it provides service using its own facilities in a state for purposes of state universal service funding under state program rules and requirements. The Company will follow the requirements of the Commission's Lifeline rules and this Compliance Plan in all states in which it provides Lifeline service and receives reimbursements from the federal Low-Income Fund, including in any state where the public utilities commission determines that Blue Jay provides service using its own facilities for purposes of a state universal service program.

⁴ In addition, this Compliance Plan is consistent with the compliance plan filed by Global Connection Inc. of America. See Global Connection of America Inc. Compliance Plan, WC Docket Nos. 09-197, 11-42 (Apr. 30, 2012). The Global Connection compliance plan was approved on May 25, 2012. See Public Notice, DA 12-828.

ACCESS TO 911 AND E911 SERVICES⁵

Pursuant to the *Lifeline Reform Order*, forbearance is conditioned upon the Company: (1) providing its Lifeline subscribers with 911 and E911 access, regardless of activation status and availability of minutes; and (2) 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.⁶ The Company will comply with these conditions on the first day that it begins providing service.

The Company will provide its Lifeline customers with access to 911 and E911 services immediately upon activation of service. The Commission and consumers are hereby assured that all Company customers will have available access to emergency calling services at the time that Lifeline service is initiated, and that such 911 and E911 access will be available from Company handsets, even if the account associated with the handset has no minutes remaining.

The Company will use Sprint Nextel and Verizon Wireless its underlying wireless network providers/carriers through a Mobile Virtual Network Enabler (MVNE) intermediary – Natel Networks, LLC (“Natel Networks”). Sprint Nextel and Verizon Wireless will route 911 calls from the Company’s customers in the same manner as 911 calls from their own retail customers. To the extent that these underlying wireless network providers/carriers are certified in a given PSAP territory, this 911 capability will function the same for the Company. The Company will also enable 911 emergency calling services for all properly activated handsets regardless of whether the account associated with the handset is active or suspended. Finally, the Company will transmit all 911 calls initiated from any of its handsets even if the account associated with the handset has no remaining minutes.

⁵ See Compliance Plan Public Notice at 3.

⁶ See *Lifeline Reform Order*, ¶ 373.

E911-Compliant Handsets. The Company will ensure that all handsets used in connection with the Lifeline service offering are E911-compliant. All of the Company's phones will be E911-capable handsets. The Company will use phones from suppliers that have been through a stringent certification process to ensure that the handset models used meet all 911 and E911 requirements. As a result, any new customer that qualifies for and enrolls in the Lifeline program is assured of receiving a 911/E911-compliant handset as well, free of charge.

COMPLIANCE PLAN

I. PROCEDURES TO ENROLL A SUBSCRIBER IN LIFELINE⁷

A. Policy

The Company will comply with the uniform eligibility criteria established in new section 54.409 of the Commission's rules, as well as any additional certification and verification requirements for Lifeline eligibility in states where the Company is designated as an ETC.

Therefore, all subscribers will be required to demonstrate eligibility based at least on: (1) household income at or below 135% of the Federal Poverty Guidelines for a household of that size; or (2) the household's participation in one of the federal assistance programs listed in new sections 54.409(a)(2) or 54.409(a)(3) of the Commission's rules. In addition, through the certification requirements described below, the Company will confirm that the subscriber is not already receiving a Lifeline service and no one else in the subscriber's household is subscribed to a Lifeline service.

⁷ See Compliance Plan Public Notice at 3.

B. Eligibility Determination

Blue Jay will qualify and enroll Lifeline customers through five primary input channels including: 1) Internet/Web Form Transaction, 2) Store and Field Form Transaction, 3) Toll-Free Facsimile Form Transaction, 4) USPS Mail Form Transaction and 5) Voice/IVR Form Transaction. Regardless of which channel the customer uses to apply for service, each customer will receive the same disclosures, be required to supply the same information and make the same certifications via Blue Jay's standard application/certification form (discussed further below and provided in Exhibit A).

Initially Blue Jay will enroll the vast majority of its Lifeline customers in-person at Blue Jay branded storefronts. Through its affiliation with Drivers Insurance Group, LLC, which sells state minimum required car insurance to predominantly low-income consumers, Blue Jay has access to 1,000 storefronts nationwide that can be co-branded to sell Blue Jay wireless Lifeline service. By using permanent storefront locations Blue Jay customers will always know where they can go to ask questions, get replacement equipment (*e.g.*, batteries and chargers) and purchase additional services or upgrades.

As part of its enrollment process, Blue Jay will route all enrollment documentation through a common validation backbone that will perform five relevant verification checks in real-time before approving qualifying subscribers for Lifeline service. These five checks are: 1) Service Availability Verification (validates the availability of service to qualifying subscribers through a database of approved Blue Jay service areas); 2) Service Address Verification (validates the service address of qualifying subscribers through USPS and/or Melissa databases); 3) Non-Duplicate Subscriber Verification (confirms internal non-duplicate status of qualifying subscribers by a combination of name, address, telephone number, date of birth and last four

digits of Social Security number); 4) Identity Verification (validates the identity of qualifying subscribers through viewing government-issued identification or Lexis Nexis); and 5) Eligibility Verification (where available, validates the eligibility of qualifying subscribers through state-specific and program-specific Internet databases). In the event that such web services are unavailable or the qualifying subscriber shows proof of eligibility via physical documentation, Blue Jay will note the type of documentation presented; the timestamp of presentation; the Blue Jay employee, agent or representative (“Company personnel”) to whom the documentation was presented; and the deletion timestamp (for documentation that was physically received by Blue Jay). When available, Blue Jay will validate the eligibility and non-duplication of qualifying subscribers through the national database.

The manner in which the sales will be made will be slightly different, but the obligations imposed by the new rules will be addressed directly by Blue Jay. All employees will be thoroughly trained on the enrollment process to ensure all five relevant verification checks are made before approving qualified subscribers for Lifeline service.

If the Company cannot determine a prospective subscriber’s eligibility for Lifeline by accessing income databases or program eligibility databases, Company personnel will review documentation establishing eligibility pursuant to the Lifeline rules.⁸ All personnel who interact with current or prospective customers will be trained to assist Lifeline applicants in determining whether they are eligible to participate based on the federal and state-specific income-based and/or program-based criteria. These personnel will be trained to answer questions about Lifeline eligibility, and will review required documentation to determine whether it satisfies the *Lifeline Reform Order* and state-specific eligibility requirements using state-specific checklists.

⁸ See *Lifeline Reform Order*, ¶ 100; section 54.410(b)(1)(i)(B), 54.410(c)(1)(i)(B).

Proof of Eligibility. Company personnel will be trained on acceptable documentation required to establish income-based and program-based eligibility.⁹ Acceptable documentation of program eligibility includes: (1) the current or prior year's statement of benefits from a qualifying state, federal or Tribal program; (2) a notice letter of participation in a qualifying state, federal or Tribal program; (3) program participation documents (*e.g.*, the consumer's Supplemental Nutrition Assistance Program (SNAP) electronic benefit transfer card or Medicaid participation card (or copy thereof)); or (4) another official document evidencing the consumer's participation in a qualifying state, federal or Tribal program.¹⁰

Acceptable documentation of income eligibility includes the prior year's state, federal, or Tribal tax return; current income statement from an employer or paycheck stub; a Social Security statement of benefits; a Veterans Administration statement of benefits; a retirement/pension statement of benefits; an Unemployment/Workmen's Compensation statement of benefits; federal or Tribal notice letter of participation in General Assistance; or a divorce decree, child support award, or other official document containing income information for at least three consecutive months' time.¹¹

Company personnel will examine this documentation for each Lifeline applicant, and will record the type of documentation used to satisfy the income- or program-based criteria by checking the appropriate box on the application form.¹² In addition, Company personnel will fill in, where available, the last four digits of an account or other identifying number on the proof document, the date of the proof document and the expiration of the proof document. The

⁹ See *Lifeline Reform Order*, ¶ 101. See also USAC Guidance available at <http://www.usac.org/li/telecom-carriers/step06/default.aspx>.

¹⁰ *Id.* and section 54.410(c)(1)(i)(B).

¹¹ See *Lifeline Reform Order*, ¶101; section 54.410.(b)(1)(i)(B).

¹² See *Lifeline Reform Order*, ¶101; sections 54.410(b)(1)(iii), 54.410(c)(1)(iii).

Company will not retain a copy of this documentation, except where state rules require such retention.¹³ For customers enrolled via the Internet, Toll-Free Facsimile, USPS Mail, or Voice/IVR, the customer will be required to fax or e-mail proof of eligibility documentation to the Company. Proof will be reviewed by Company personnel prior to service activation and then deleted. Where the Company personnel conclude that proffered documentation is insufficient to establish such eligibility, the Company will deny the associated application and inform the applicant of the reason for such rejection. In the event that Company personnel cannot ascertain whether documentation of a specific type is sufficient to establish an applicant's eligibility, the matter will be escalated to supervisory personnel at the Company's corporate headquarters.¹⁴ In addition, a Blue Jay employee will be responsible for overseeing and finalizing every Lifeline enrollment prior to including that customer on an FCC Form 497 for reimbursement.

Further, Blue Jay will not enroll customers at retail locations where Blue Jay does not have an agency agreement with the retailer. Blue Jay will require an agent retailer to have any employees involved in the enrollment process go through the standard Blue Jay training process, same as it would for any other agent. By establishing agency relationships with all of its Company personnel, including future retail outlets, Blue Jay meets the "deal directly" requirement adopted in the TracFone Forbearance Order.¹⁵

The Commission determined in the *Lifeline Reform Order* that ETCs may permit agents or representatives to review documentation of consumer program eligibility for Lifeline because "the Commission has consistently found that '[l]icensees and other Commission regulatees are

¹³ See *Lifeline Reform Order*, ¶101; sections 54.410(b)(1)(ii), 54.410(c)(1)(ii).

¹⁴ See *id.*

¹⁵ See Petition of TracFone Wireless, Inc. for Forbearance from 47 U.S.C. § 214(e)(1)(A) and 47 C.F.R. § 54.201(i), CC Docket no. 96-45, Order, FCC 05-165, ¶19 (2005).

responsible for the acts and omissions of their employees and independent contractors.”¹⁶

Because Blue Jay is responsible for the actions of all of its employees and agents, including those enrolling customers in any Blue Jay owned or affiliated retail locations, and a Blue Jay employee will be responsible for overseeing and finalizing every Lifeline enrollment prior to including that customer on an FCC Form 497 for reimbursement, the Company will always “deal directly” with its customers to certify and verify the customer’s Lifeline eligibility.

De-Enrollment for Ineligibility. If the Company has a reasonable basis to believe that one of its Lifeline subscribers no longer meets the eligibility criteria, the Company will notify the subscriber of impending termination in writing and in compliance with any state dispute resolution procedures applicable to Lifeline termination, and give the subscriber 30 days to demonstrate continued eligibility.¹⁷ A demonstration of eligibility must comply with the annual verification procedures below and found in new rule section 54.410(f), including the submission of a certification form. If a customer contacts the Company and states that he or she is not eligible for Lifeline or wishes to de-enroll for any reason, the Company will de-enroll the customer within five business days. Customers can make this request by calling the Company's customer service number and will not be required to submit any documents.

C. Subscriber Certifications for Enrollment

The Company will implement certification policies and procedures that enable consumers to demonstrate their eligibility for Lifeline assistance to Company personnel as detailed in the *Lifeline Reform Order*, together with any additional state certification requirements.¹⁸ The

¹⁶ *Lifeline Reform Order*, ¶ 110.

¹⁷ *See Lifeline Reform Order*, ¶ 143; section 54.405(e)(1).

¹⁸ *Lifeline Reform Order*, ¶ 61; section 54.410(a).

Company shares the Commission's concern about abuse of the Lifeline program and is thus committed to the safeguards stated herein, with the belief that these procedures will prevent the Company's customers from engaging in such abuse of the program, inadvertently or intentionally. Every applicant will be required to complete an application/certification form containing disclosures, and collecting certain information and certifications as discussed below.¹⁹ Applicants that seek to enroll based on income eligibility will be referred to a worksheet showing the Federal Poverty Guidelines by household size.²⁰ Applicants that do not complete the form in person will be required to return the signed application/certification to the Company by mail, facsimile, electronic mail or other electronic transmission. In addition, Company personnel will verbally explain the certifications to consumers when they are enrolling in person or over the phone.²¹

Disclosures. The Company's application and certification forms will include the following disclosures: (1) Lifeline is a federal benefit and willfully making false statements to obtain the benefit can result in fines, imprisonment, de-enrollment or being barred from the program; (2) only one Lifeline service is available per household; (3) a household is defined, for purposes of the Lifeline program, as any individual or group of individuals who live together at the same address and share income and expenses; (4) a household is not permitted to receive Lifeline benefits from multiple providers; (5) violation of the one-per-household limitation constitutes a violation of the Commission's rules and will result in the applicant's de-enrollment

¹⁹ See Model Application/Certification Form, included as Exhibit A. See Compliance Plan Public Notice at 3.

²⁰ See Income Eligibility Worksheet, included as Exhibit B.

²¹ See *Lifeline Reform Order*, ¶ 123.

from the program; and (6) Lifeline is a non-transferable benefit and the applicant may not transfer his or her benefit to any other person.²²

Applications and certification forms will also state that: (1) the service is a Lifeline service, (2) Lifeline is a government assistance program, and (3) only eligible consumers may enroll in the program.²³

In addition, the Company will notify the applicant that the prepaid service must be personally activated by the subscriber and the service will be deactivated and the subscriber de-enrolled if the subscriber does not use the service for 60 days.²⁴

Information Collection. The Company will also collect the following information from the applicant in the application/certification form: (1) the applicant's full name; (2) the applicant's full residential address (P.O. Box is not sufficient²⁵); (3) whether the applicant's residential address is permanent or temporary; (4) the applicant's billing address, if different from the applicant's residential address; (5) the applicant's date of birth; (6) the last four digits of the applicant's Social Security number (or the applicant's Tribal identification number, if the subscriber is a member of a Tribal nation and does not have a Social Security number); (7) if the applicant is seeking to qualify for Lifeline under the program-based criteria, the name of the qualifying assistance program from which the applicant, his or her dependents, or his or her household receives benefits; and (8) if the applicant is seeking to qualify for Lifeline under the income-based criterion, the number of individuals in his or her household.²⁶

²² See *id.*, ¶ 121; section 54.410(d)(1).

²³ See section 54.405(c).

²⁴ See *Lifeline Reform Order*, ¶ 257.

²⁵ See *Lifeline Reform Order*, ¶ 87.

²⁶ See section 54.410(d)(2).

Applicant Certification. Consistent with new rule section 54.410(d)(3), the Company will require the applicant to certify, under penalty of perjury, in writing or by electronic signature or interactive voice response recording,²⁷ the following: (1) the applicant meets the income-based or program-based eligibility criteria for receiving Lifeline; (2) the applicant will notify the Company within 30 days if for any reason he or she no longer satisfies the criteria for receiving Lifeline including, as relevant, if the applicant no longer meets the income-based or program-based criteria for receiving Lifeline support, the applicant is receiving more than one Lifeline benefit, or another member of the applicant's household is receiving a Lifeline benefit; (3) if the applicant is seeking to qualify for Lifeline as an eligible resident of Tribal lands, he or she lives on Tribal lands; (4) if the applicant moves to a new address, he or she will provide that new address to the Company within 30 days; (5) if the applicant provided a temporary residential address to the Company, the applicant will be required to verify his or her temporary residential address every 90 days; (6) the applicant's household will receive only one Lifeline service and, to the best of the applicant's knowledge, the applicant's household is not already receiving a Lifeline service; (7) the information contained in the applicant's certification form is true and correct to the best of the applicant's knowledge; (8) the applicant acknowledges that providing false or fraudulent information to receive Lifeline benefits is punishable by law; and (9) the applicant acknowledges that the applicant may be required to re-certify his or her continued eligibility for Lifeline at any time, and the applicant's failure to re-certify as to the applicant's continued eligibility will result in de-enrollment and the termination of the applicant's Lifeline benefits pursuant to the de-enrollment policy included below and in the Commission's rules.

²⁷ See *Lifeline Reform Order*. ¶¶ 168-69; section 54.419.

In addition, the applicant will be required to authorize the Company to access any records required to verify the applicant's statements on the application/certification form and to confirm the applicant's eligibility for the Company Lifeline credit. The applicant must also authorize the Company to release any records required for the administration of the Company Lifeline credit program, including to USAC to be used in a Lifeline program database.²⁸

D. Annual Verification Procedures

The Company will annually re-certify all subscribers by querying the appropriate eligibility databases or obtaining a signed certification from each subscriber consistent with the certification requirements above and new section 54.410(d) of the Commission's rules. This certification will include a confirmation that the applicant's household will receive only one Lifeline service and, to the best of the subscriber's knowledge, the subscriber's household is receiving no more than one Lifeline service.²⁹ Further, the verification materials will inform the subscriber that he or she is being contacted to re-certify his or her continuing eligibility for Lifeline and if the subscriber fails to respond, he or she will be de-enrolled in the program.³⁰

2012 Verification. Blue Jay does not currently have any Lifeline customers. In the (unlikely) event that the Company has any Lifeline subscribers as of June 1, 2012, the Company will re-certify the eligibility of each of its existing subscribers as of June 1, 2012 on a rolling basis by the end of 2012 and report the results to USAC by January 31, 2013.³¹ The Company

²⁸ See Section 54.404(b)(9). The application/certification form will also describe the information that will be transmitted, that the information is being transmitted to USAC to ensure the proper administration of the Lifeline program and that failure to provide consent will result in the applicant being denied the Lifeline service. *See id.*

²⁹ *See Lifeline Reform Order*, ¶ 120.

³⁰ *See id.*, ¶ 145.

³¹ *See id.*, ¶ 130.

will contact its subscribers via text message to their Lifeline supported telephone, or by mail, phone, email or other Internet communication. The notice will explain the actions the customer must take to retain Lifeline benefits, when Lifeline benefits may be terminated, and how to contact the Company.

Verification De-Enrollment. The Company will de-enroll subscribers that do not respond to the annual verification or fail to provide the required certification.³² The Company will send a single written notice explaining that failure to respond to the re-certification request within 30 days will result in the subscriber's de-enrollment from the Lifeline program. If the subscriber does not respond within the 30 days, the Company will de-enroll the subscriber within five business days.

E. Activation and Non-Usage

The Company will not consider a prepaid subscriber activated, and will not seek reimbursement for Lifeline for that subscriber, until the subscriber activates the Company's prepaid service by completing an outbound call. An outbound call must be made in order for the service to be activated and for Blue Jay to seek Lifeline reimbursement for that customer. For phones sold in-person, the customer must complete an outbound call in front of the representative upon taking possession of the phone in order to complete the enrollment process. In the event phones are mailed to the customer's address, the customer must dial an activation code which will connect them to a customer service representative. The customer then has to provide the customer service representative with identification information and confirm Lifeline service was ordered.

³² See *id.*, ¶ 142; section 54.54.405(e)(4).

In addition, after service activation, the Company will provide a de-enrollment notice to subscribers that have not used their service for 60 days. After 60 days of non-use, the Company will provide notice to the subscriber that failure to use the Lifeline service within a 30-day notice period will result in de-enrollment.³³ Subscribers can “use” the service by: (1) completing an outbound call; (2) purchasing minutes from the Company to add to the subscriber’s plan; (3) answering an incoming call from a party other than the Company; or (4) responding to a direct contact from the Company and confirming that the subscriber wants to continue receiving the service.³⁴

If the subscriber does not respond to the notice, the subscriber will be de-enrolled and the Company will not request further Lifeline reimbursement for the subscriber. The Company will report annually to the Commission the number of subscribers de-enrolled for non-usage by month.³⁵

F. Additional Measures to Prevent Waste, Fraud and Abuse

To supplement its verification and certification procedures, and to better ensure that customers understand the Lifeline service restrictions with respect to duplicates, the Company will implement measures and procedures to prevent duplicate Lifeline benefits being awarded to the same household. These measures entail additional emphasis in written disclosures as well as live due diligence.

In addition to checking the database when it becomes available, Company personnel will emphasize the “one Lifeline phone per household” restriction in their direct sales contacts with

³³ See *Lifeline Reform Order*, ¶ 257; section 54.405(e)(3).

³⁴ See *Lifeline Reform Order*, ¶ 261; section 54.407(c)(2).

³⁵ See *Lifeline Reform Order*, ¶ 257; section 54.405(e)(3).

potential customers. Training materials will include a discussion of the limitation to one Lifeline phone per household, and the need to ensure that the customer is informed of this restriction. All Company personnel interacting with existing and potential Lifeline customers will undergo training regarding the eligibility and certification requirements in the *Lifeline Reform Order* and this Compliance Plan.

Blue Jay Company personnel that will interact with existing and potential Lifeline customers will be required to complete a rigorous training program upon commencing employment and prior to performing other duties for the Company. During this program, Company personnel are thoroughly trained on compliance practices, policies and procedures including, among other areas, a thorough training on the enrollment process. For example, Company personnel that will perform customer enrollment are trained on how to use the Company's office support systems, to read aloud the appropriate disclosures to prospective customers such as the "one-per-household" and activation and non-usage requirement disclosures, request additional documentation proving identity and address verification and what constitutes proof of eligibility, among other important practices.

Company personnel are also trained to display Blue Jay approved marketing materials and banners and wear Blue Jay branded t-shirts with name badges and pictures when performing in-person enrollment. Blue Jay will have a designated employee compliance training manager who is accessible to Company personnel for questions after training. Company personnel are also trained what to do in the event they suspect fraud or any violation. The Company has a whistleblower policy for Company personnel to immediately report any violation of compliance policies and procedures. If Company personnel violates any of the Company's or program's compliance policies and procedures, the terms and conditions of his or her employee or vendor

agreement, or engages in any illegal, fraudulent, deceptive, or unethical business conduct, Blue Jay will invoke immediate disciplinary action and may contact appropriate authorities.

Database. When the National Lifeline Accountability Database (“National Database”) becomes available, the Company will comply with the requirements of new rule section 54.404. The Company will query the National Database to determine whether a prospective subscriber is currently receiving a Lifeline service from another ETC and whether anyone else living at the prospective subscriber’s residential address is currently receiving Lifeline service.³⁶

One-Per-Household. The Company will implement the requirements of the *Lifeline Reform Order* to ensure that it provides only one Lifeline benefit per household³⁷ through the use of its application and certification forms discussed above, database checks and its marketing materials discussed below. Upon receiving an application for the Company’s Lifeline service, the Company will search its own internal records to ensure that it does not already provide Lifeline-supported service to someone at the same residential address.³⁸ If so, and the applicant lives at an address with multiple households, the Company will require the applicant to complete

³⁶ See *Lifeline Reform Order*, ¶ 203. Company will also transmit to the National Database the information required for each new and existing Lifeline subscriber. See *Lifeline Reform Order*, ¶¶ 189-195; section 54.404(b)(6). Further, Company will update each subscriber’s information in the National Database within ten business days of any change, except for de-enrollment, which will be transmitted within one business day. See section 54.404(b)(8),(10).

³⁷ A “household” is any individual or group of individuals who are living together at the same address as one economic unit. A household may include related and unrelated persons. An “economic unit” consists of all adult individuals contributing to and sharing in the income and expenses of a household. An adult is any person eighteen years or older. If an adult has no or minimal income, and lives with someone who provides financial support to him/her, both people shall be considered part of the same household. Children under the age of eighteen living with their parents or guardians are considered to be part of the same household as their parents or guardians. See *Lifeline Reform Order*, ¶ 74; section 54.400(h).

³⁸ See *Lifeline Reform Order*, ¶ 78.

and submit a written USAC document containing the following: (1) an explanation of the Commission's one-per-household rule; (2) a check box that an applicant can mark to indicate that he or she lives at an address occupied by multiple households; (3) a space for the applicant to certify that he or she shares an address with other adults who do not contribute income to the applicant's household and share in the household's expenses or benefit from the applicant's income, pursuant to the Commission's definition; and (4) the penalty for a consumer's failure to make the required one-per-household certification (*i.e.*, de-enrollment).³⁹ Further, if a subscriber provides a temporary address on his or her application/certification form collected as described above, the Company will verify with the subscriber every 90 days that the subscriber continues to rely on that address.⁴⁰

In addition, Company personnel will inform each Lifeline applicant that he or she may be receiving Lifeline support under another name, and facilitate the applicant's understanding of what constitutes "Lifeline-supported services," and ability to determine whether he or she is already benefiting from Lifeline support, by informing the consumer that all Lifeline services may not be currently marketed under the name Lifeline. Blue Jay will also ask each customer whether they are receiving Lifeline service from one of the other major Lifeline providers in the state (*e.g.*, SafeLink, Assurance). Finally, at the time of enrollment, Blue Jay will check each applicant against a pooled duplicates database established by CGM, LLC.

Marketing Materials. Within the deadline provided in the *Lifeline Reform Order*, the Company will include the following information regarding its Lifeline service on all marketing materials describing the service: (1) it is a Lifeline service, (2) Lifeline is a government

³⁹ *Id.* The USAC worksheet is available at <http://www.usac.org/li/tools/news/default.aspx#582>.

⁴⁰ *See Lifeline Reform Order*, ¶ 89.

assistance program, (3) the service is non-transferable, (4) only eligible consumers may enroll in the program, (5) the program is limited to one discount per household; (6) that documentation is necessary for enrollment; (7) Blue Jay's name (the ETC); and (8) the Company's application/certification form will state that consumers who willfully make a false statement in order to obtain the Lifeline benefit can be punished by fine or imprisonment or can be barred from the program.⁴¹ These statements will be included in all print, audio video and web materials (including social networking media) used to describe or enroll customers in the Company's Lifeline service offering, as well as the Company's application forms and certification forms.⁴² This specifically includes the Company's website (www.bluejaywireless.com) and outdoor signage.⁴³ A sample of the Company's marketing materials is included as Exhibit C.

G. Company Reimbursements From the Fund

To ensure that the Company does not seek reimbursement from the Fund without a subscriber's consent, the Company will certify, as part of each reimbursement request, that it is in compliance with all of the Commission's Lifeline rules and, to the extent required, has obtained valid certification and verification forms from each of the subscribers for whom it is seeking reimbursement.⁴⁴ Further, the Company will submit its FCC Forms 497 to the eighth day of each month in order to be reimbursed the same month.⁴⁵

⁴¹ See *Lifeline Reform Order*, ¶ 275; section 54.405(c).

⁴² *Id.*

⁴³ *Id.*

⁴⁴ See *Lifeline Reform Order*, ¶ 128; section 54.407(d).

⁴⁵ See *Lifeline Reform Order*, ¶¶ 302-306.

In addition, the Company will keep accurate records as directed by USAC⁴⁶ and as required by new section 54.417 of the Commission's rules. For example, Blue Jay will keep the following records for each subscriber's individual Lifeline account, among other records, if applicable and as permitted: 1) date that Blue Jay queried the duplicates database; 2) date and information that Blue Jay transmitted to the duplicates database; 3) date of transmission of updated customer information to database; 4) date and database upon which the ETC determined income-based eligibility where available; 5) date and documentation/data source used to determine income-based eligibility if no database was available to determine subscriber eligibility;⁴⁷ 6) date, database, and program on which ETC determined subscriber eligibility; 7) date and records detailing the documentation a subscriber provided to demonstrate Lifeline eligibility; 8) state Lifeline administrator documentation of customer eligibility, and subscriber's certification of eligibility; 9) date of customer service activation; 10) application/certification and annual re-certification forms for each subscriber associated with a date and time of signature; and 11) date of transmission of customer de-enrollment to database.

H. Annual Company Certifications

The Company will submit an annual certification to USAC, signed by a Company officer under penalty of perjury, that the Company: (1) has policies and procedures in place to review consumers' documentation of income- and program-based eligibility and ensure that its Lifeline subscribers are eligible to receive Lifeline services;⁴⁸ (2) is in compliance with all federal

⁴⁶ See section 54.407(e).

⁴⁷ Such documentation includes the documentation listed in Section I.B. *supra*.

⁴⁸ See *Lifeline Reform Order*, ¶ 126; section 54.416(a)(1).

Lifeline certification procedures;⁴⁹ and (3) has obtained a valid certification form for each subscriber for whom the carrier seeks Lifeline reimbursement.⁵⁰

In addition, the Company will provide the results of its annual re-certifications/verifications on an annual basis to the Commission, USAC, the applicable state commission and the relevant Tribal governments (for subscribers residing on Tribal lands).⁵¹ Further, as discussed above, the Company will report annually to the Commission the number of subscribers de-enrolled for non-usage by month.⁵²

The Company will also annually report to the Commission, USAC, and relevant state commissions and the relevant authority in a U.S. territory or Tribal government as appropriate,⁵³ the company name, names of the company's holding company, operating companies and affiliates, and any branding (such as a "dba" or brand designation) as well as relevant universal service identifiers for each entity by Study Area Code.⁵⁴ The Company will report annually information regarding the terms and conditions of its Lifeline plans for voice telephony service offered specifically for low-income consumers during the previous year, including the number of minutes provided and whether there are additional charges to the consumer for service, including minutes of use and/or toll calls.⁵⁵ Finally, the Company will annually provide detailed information regarding service outages in the previous year, the number of complaints received and certification of compliance with applicable service quality standards and consumer

⁴⁹ See *Lifeline Reform Order*, ¶ 127; section 54.416(a)(2).

⁵⁰ See section 54.416(a)(3).

⁵¹ See *Lifeline Reform Order*, ¶¶ 132,148; section 54.416(b).

⁵² See *Lifeline Reform Order*, ¶ 257; section 54.405(e)(3).

⁵³ See section 54.422(c).

⁵⁴ See *Lifeline Reform Order*, ¶¶ 296, 390; section 54.422(a).

⁵⁵ See *Lifeline Reform Order*, ¶ 390; section 54.422(b)(5).

protection rules, as well as a certification that the Company is able to function in emergency situations.⁵⁶

I. Cooperation with State and Federal Regulators

The Company has cooperated and will continue to cooperate with federal and state regulators to prevent waste, fraud and abuse. More specifically, the Company will:

- Make available, upon request, state-specific subscriber data, including the names and addresses of Lifeline subscribers, to USAC and to each state public utilities commission where the Company operates for the purpose of determining whether an existing Lifeline subscriber receives Lifeline service from another carrier;⁵⁷
- Assist the Commission, USAC, state commissions, and other ETCs in resolving instances of duplicative enrollment by Lifeline subscribers, including by providing to USAC and/or any state commission, upon request, the necessary information to detect and resolve duplicative Lifeline claims;
- Promptly investigate any notification that it receives from the Commission, USAC, or a state commission to the effect that one of its customers already receives Lifeline services from another carrier; and
- Immediately de-enroll any subscriber whom the Company has a reasonable basis to believe⁵⁸ is receiving Lifeline-supported service from another ETC or is no longer eligible – whether or not such information is provided by the Commission, USAC, or a state commission.

II. Description of Lifeline Service Offerings⁵⁹

The Company will offer its Lifeline service in the states where it is designated as an ETC⁶⁰ and throughout the coverage area of the Sprint Nextel and Verizon Wireless footprints.

⁵⁶ See *Lifeline Reform Order*, ¶ 389; section 54.422(b)(1)-(4).

⁵⁷ The Company anticipates that the need to provide such information will sunset following the implementation of the national duplicates database.

⁵⁸ See section 54.405(e)(1).

⁵⁹ See Compliance Plan Public Notice at 3.

⁶⁰ The Company is not yet designated as an ETC in any states, but it filed a petition for ETC designation in Alabama, Connecticut, Delaware, the District of Columbia, Florida, New Hampshire, New York, North Carolina, Tennessee and Virginia with the Commission on

Blue Jay purchases wireless minutes from an intermediary, Natel Networks, which purchases wholesale minutes from Sprint Nextel and Verizon Wireless. Blue Jay's Lifeline offering will provide all non-Tribal customers with the option to choose a plan with 250 anytime prepaid minutes per month at no charge. Tribal customers will all have the option to choose an unlimited plan. 611 customer service and 911 emergency calls will all be free, regardless of service activation or availability of minutes, and will not count against the customer's airtime. All plans will include domestic long-distance at no extra per minute charge. Directory assistance calls (411) will be free, however, they will count as airtime minutes of usage. Lifeline customers can purchase additional bundles of minutes for as low as \$0.05/minute depending on the minute package purchased. For example, customers can purchase a 200 minute package for \$10.00. Airtime "top-up" minutes will be available for purchase at the Company's retail locations and on its website.

The Company will offer two basic Lifeline service packages throughout all of its service territories, except for Tribal areas where the Company will offer two plans that are only available to Tribal residents. The Company's basic Lifeline programs are listed below.

Lifeline Free Plan 125. Each month the customer will receive 125 free anytime voice minutes. Text messaging will be assessed at a rate of 1 minute per text message for sending and 1 minute per text message for receiving text messages. Unused minutes will rollover from month to month. This plan will be available in all states where the Company offers service except in Tribal areas.

Lifeline Free Plan 250. Each month the customer will receive 250 free anytime voice minutes. Text messaging will be assessed at a rate of 1 minute per text message for sending and

May 21, 2012, and applications for ETC designation in Oklahoma, Arizona and Colorado. The Company intends to prepare additional petitions and file where permitted.

1 minute per text message for receiving text messages. There are no rollover minutes with this plan. Unused minutes will expire each month on the service expiration date. This plan will be available in all states where the Company offers service except in Tribal areas.⁶¹

Tribal Resident Lifeline Unlimited Plan. Each month the customer will receive unlimited anytime voice minutes for \$5.00 per month plus fees and taxes. Text messaging will not be available with the unlimited talk plan. There are no rollover minutes with this plan as minutes are unlimited. This plan will only be available to Tribal residents.

Tribal Resident Lifeline 1000 Plan. Each month the customer will receive 1,000 anytime voice minutes or 1,000 text messages for \$1.00 per month plus fees and taxes. Text messaging will be assessed at a rate of 1 minute per text message for sending and 1 minute per text message for receiving text messages. There are no rollover minutes with this plan. Unused minutes will expire each month on the service expiration date. This plan will only be available to Tribal residents.

Additionally, customers can select either a free wireless handset or purchase an upgraded phone, such as a smartphone. For those customers choosing to upgrade to a smartphone, data can be added to any phone plan starting at \$1.25 per megabyte – a price that can be reduced on a “per megabyte” basis when the customer purchases multiple megabytes of data. The Company will also allow low-income customers to add affordable data usage to their free voice/text minutes thereby supporting greater smartphone utilization, consistent with the Commission’s goal of promoting broadband access to all Americans. Additional information regarding the Company’s plans, rates and services can be found on its website www.bluejaywireless.com.

⁶¹ Lifeline customers can add \$5.00 per month to get 500 total anytime minutes or \$20.00 per month to get 1,000 total anytime minutes plus 1,000 texts.

Although Blue Jay is not yet providing service to either Lifeline or non-Lifeline customers, Blue Jay plans to begin providing prepaid wireless service to non-Lifeline customers within 45 days. Blue Jay has access to an extensive network of potential customers through partnerships with its Drivers Insurance Group, LLC affiliate, which will provide storefront locations for the sale of Blue Jay Lifeline and non-Lifeline wireless service. Blue Jay has also established relationships with BeQuick, CGM, LLC and other vendors that will be necessary to enroll Lifeline customers and process applications and reimbursements. However, once its compliance plan is approved, Blue Jay will likely need at least 60 days to further train its employees, put up branding and signage in its storefronts, and implement its various systems before it will be able to begin processing Lifeline applications and enrolling customers for service.

At the same time, Blue Jay must receive ETC designations from various state public utility commissions or the FCC, and in many states such as Texas, Blue Jay cannot file its ETC applications until its Compliance Plan is approved. Therefore, Blue Jay expects that it will be several months after its Compliance Plan is approved before it can begin providing Lifeline service.

III. Demonstration of Financial and Technical Capabilities and Certifications Required for ETC Designation⁶²

Financial and Technical Capabilities. Revised Commission rule 54.202(a)(4), 47 C.F.R. 54.202(a)(4), requires carriers petitioning for ETC designation to demonstrate financial and technical capability to comply with the Commission's Lifeline service requirements.⁶³ The Compliance Plan Public Notice requires that carriers' compliance plan include this

⁶² See Compliance Plan Public Notice at 3.

⁶³ See *Lifeline Reform Order*, ¶¶ 387-388 (revising Commission rule 54.202(a)(4)).

demonstration. Among the factors the Commission will consider are: a carrier's prior offering of service to non-Lifeline subscribers, the length of time the carrier has been in business, whether the carrier relies exclusively on Lifeline reimbursement to operate, whether the carrier receives revenues from other sources and whether the carrier has been the subject of an enforcement action or ETC revocation proceeding in any state.

Through its affiliates, Blue Jay has provided marketing services including to low-income customers since 2004. One of the Company's affiliates, Splash Media, LP, is among the largest providers of full-service social media marketing services in the world. Another affiliate, Link Distributors, LLC, is a leading distributor of wireless handsets and Lifeline enrollment for ETCs. Both businesses have substantial revenues with a long-term profitability, are in good standing with all of their vendors and have been providing customers with services for a combined nine years. As a core part of its marketing strategy, Blue Jay will be actively marketing to non-Lifeline customers targeting the prepaid, credit challenged and underbanked sector, and, consequently, will not be relying exclusively on Lifeline reimbursement for the Company's operating revenues. Blue Jay plans to begin providing non-Lifeline service within 45 days. Blue Jay also has access to other financial resources including substantial cash reserves from its owners. The Company has not been subject to enforcement sanctions or ETC revocation proceedings in any state.

Service Requirements Applicable to Company's Support. The Compliance Plan Public Notice requires carriers to include "certifications required under newly amended section 54.202 of the Commission's rules."⁶⁴ The Company certifies that it will comply with the service

⁶⁴ Compliance Plan Public Notice at 3.

requirements applicable to the support the Company receives.⁶⁵ The Company will provide all of the telecommunications service supported by the Lifeline program and will make the services available to all qualified consumers throughout the states in which it is designated as an ETC. The Company's services will include voice telephony services that provide voice grade access to the public switched network or its functional equivalent. Further, the Company's service offerings will provide its customers with a set number of minutes of use for local service at no charge to the customer. The Company's proposed Lifeline offerings include packages in Section II *supra* that can be used for local and domestic toll service.

The Company also will provide access to emergency services provided by local government or public safety officials, including 911 and E911 where available and will comply with any Commission requirements regarding E911-compatible handsets. As discussed above, the Company will comply with the Commission's forbearance grant conditions relating to the provision of 911 and E911 services and handsets.

Finally, the Company will not provide toll limitation service ("TLS"). Blue Jay, like most wireless carriers, does not differentiate domestic long distance toll usage from local usage and all usage is paid for in advance. Pursuant to the *Lifeline Reform Order*, subscribers to such services are not considered to have voluntarily elected to receive TLS.⁶⁶

IV. Conclusion

Blue Jay submits that its Compliance Plan fully satisfies the conditions set forth in the Commission's *Lifeline Reform Order*, the Compliance Plan Public Notice and the Lifeline rules.

⁶⁵ 47 C.F.R. § 54.202(a)(1).

⁶⁶ See *Lifeline Reform Order*, ¶ 230.

Accordingly, the Company respectfully requests that the Commission expeditiously approve its Compliance Plan.

Respectfully submitted,



John J. Heitmann
Joshua T. Guyan
Kelley Drye & Warren LLP
3050 K Street, NW
Suite 400
Washington, D.C. 20007
(202) 342-8544

Counsel to Blue Jay Wireless, LLC

December 19, 2012

EXHIBIT A



Blue Jay Wireless, LLC

[State] Wireless Lifeline Service Application and Certification (Tribal)

Mail or fax form completed and signed form to:

5010 Addison Circle Addison, TX 75001

Fax XXX-XXX-XXXX / Customer Service: X-XXX-XXX-XXXX

A complete and signed Lifeline Service Application and Certification ("Certification") is required to enroll you in Blue Jay Wireless, LLC's ("the Company's") Lifeline service program in your state. This Certification is only for the purpose of verifying your eligibility for Lifeline service and will not be used for any other purpose. Service requests will not be processed until this Form has been received and verified by Company.

One Lifeline service per household disclosures: Lifeline is a government assistance program and willfully making false statements to obtain a Lifeline benefit can result in fines, imprisonment, de-enrollment or being barred from the program. Lifeline benefits are limited to a single line of service per household. A household is defined, for purposes of the Lifeline program, as any individual or group of individuals who live together at the same address and share income and expenses. A household may not receive multiple Lifeline discounts. You may apply your Lifeline discount to either one landline or one wireless number, but you cannot have the discount on both and you cannot receive Lifeline benefits from multiple providers. Note that not all Lifeline services are currently marketed under the name Lifeline. Lifeline is a non-transferable benefit and you may not transfer your benefit to any other person, including another eligible low-income consumer. Violation of the one-per-household limitation constitutes a violation of the Federal Communications Commission's rules and will result in your de-enrollment from the program, and potentially prosecution by the United States Government.

I hereby certify that I have read and understood the disclosures listed above and that, to the best of my knowledge, my household is not already receiving a Lifeline service benefit.

Customer eligibility certification: I hereby certify that I participate in at least one of the following programs (check one):

- | | |
|---|--|
| <input type="checkbox"/> Supplemental Nutrition Assistance Program (SNAP) | <input type="checkbox"/> Food Distribution Program on Indian Reservations (FDPIR) |
| <input type="checkbox"/> Section 8 Federal Public Housing Assistance (FPHA) | <input type="checkbox"/> Bureau of Indian Affairs General Assistance (BIA) |
| <input type="checkbox"/> Medicaid (not Medicare) | <input type="checkbox"/> Tribally Administered TANF (TATNF) |
| <input type="checkbox"/> Supplemental Security Income (SSI) | <input type="checkbox"/> Head Start (meeting income qualifying standards) (Tribal) |
| <input type="checkbox"/> Temporary Assistance for Needy Families (TANF) | |
| <input type="checkbox"/> Low Income Home Energy Assistance Program (LIHEAP) | |
| <input type="checkbox"/> National School Lunch Program's free lunch program | |

OR, I hereby certify that I qualify for Lifeline pursuant to income eligibility:

- Income at or below 135% of Federal Poverty Guidelines

Tribal eligibility:

- I hereby certify that I reside on Federally-recognized Tribal lands.

Customer Application Information:

First Name: _____ Middle Name: _____ Last Name: _____
Date of Birth: Month: ___ Day: ___ Year: _____ Last Four Digits of Social Security Number (or Tribal ID Number): _____
If Qualifying for Lifeline by Income, number of Individuals in Household: _____
Home Telephone Number (if available): _____

Residential Address (P.O. Box NOT sufficient)

Number: _____ Apt: _____ Street _____ City _____

State: _____ Zip Code: _____

Address is (choose one): Permanent Temporary

Billing Address (if different from Residential Address) (P.O. Box IS sufficient)

Number: _____ Apt: _____ Street _____ City _____

State: _____ Zip Code: _____

Multiple households sharing and address:

- I hereby certify that I reside at an address occupied by multiple households, including adults who do not contribute income to my household and/or share in my household's expenses, and I will complete a separate additional form.

Activation and usage requirement disclosures: This service is a prepaid service and you must personally activate it by calling **IVR call-in number**. To keep your account active, you must use your Lifeline service at least once during any 60 day period by completing an outbound call, purchasing additional minutes from Company, answering an in-bound call from someone other than Company, or by responding to a direct contact from Company confirming that you want to continue receiving Lifeline service from Company. If your service goes unused for 60 days, you will no longer be eligible for Lifeline benefits and your service will be suspended (allowing only 611 and 911 calls and calls to the Company's customer care center) subject to a 30 day cure period during which you may use the service (as described above) or contact the Company to confirm that you want to continue receiving Lifeline service from Company.

I hereby certify that I have read and understood the disclosures listed above regarding activation and usage requirements.

Authorizations:

I hereby authorize the Company to access any records required to verify my statements on this form and to confirm my eligibility for the Lifeline program. I also authorize the Company to release any records required for the administration of the Lifeline program (name, telephone number, address, date of birth, last 4 digits of SSN or Tribal ID, amount of support being sought, means of qualification for support, and dates of service initiation and termination), including to the Universal Service Administrative Company, to be used in a Lifeline database and to ensure the proper administration of the Lifeline Program. Failure to consent will result in denial of service.

Additional certifications: I hereby certify, under penalty of perjury, that (check each box):

- I meet the income-based or program-based eligibility criteria for receiving Lifeline service and have provided documentation of eligibility if required
- I will notify the Company within 30 days if for any reason I no longer satisfy the criteria for receiving Lifeline including, as relevant, if I no longer meet the income-based or program-based eligibility criteria, I begin receiving more than one Lifeline benefit, or another member of my household is receiving a Lifeline benefit. I understand that I may be subject to penalties if I fail to follow this requirement
- I am not listed as a dependent on another person's tax return (unless over the age of 60)
- The address listed below is my primary residence, not a second home or business
- If I move to a new address, I will provide that new address to the Company within 30 days
- If I provided a temporary residential address to the Company, I will verify my temporary residential address every 90 days
- I acknowledge that providing false or fraudulent information to receive Lifeline benefits is punishable by law
- I acknowledge that I may be required to re-certify my continued eligibility for Lifeline at any time, and my failure to re-certify as to my continued eligibility within 30 days will result in de-enrollment and the termination of my Lifeline benefits
- The information contained in this certification form is true and correct to the best of my knowledge

Applicant's Signature: _____ **Date:** _____

For Agent Use Only (check the appropriate boxes for the proof of eligibility viewed and provide information requested; do not copy or retain documentation):

Documents Acceptable Proof for Income-Eligibility (check 1):

- The prior year's state, federal, or Tribal tax return,
- Current income statement from an employer or paycheck stub,
- A Social Security statement of benefits,
- A Veterans Administration statement of benefits,
- A retirement/pension statement of benefits,
- An Unemployment/Workmen's Compensation statement of benefits,
- Federal or Tribal notice letter of participation in General Assistance, or
- A divorce decree, child support award, or other official document containing income information for at least three months time.

List B - Choose 1:

- Program participation card/document
- Prior year's statement of benefits
- Notice letter of participation
- Other official document evidencing participation _____

Last 4 digits of Document from List B _____

Date of Proof Document: ____/____/____

Expiration Date of Proof Document: ____/____/____

Documents Acceptable Proof for Program-Eligibility (choose 1 from each list A and B below):

List A - Choose 1

- Supplemental Nutrition Assistance Program (SNAP)
- Medicaid
- Section 8 Federal Public Housing Assistance (FPHA)
- Supplemental Security Income (SSI)
- Temporary Assistance for Needy Families (TANF)
- Low Income Home Energy Assistance Program (LIHEAP)
- National School Lunch Program's free lunch program
- Food Distribution Program on Indian Reservations (FDPIR)
- Bureau of Indian Affairs General Assistance (BIA)
- Tribally Administered TANF (TATNF)
- Head Start (meeting income qualifying standards)

Applicant Account Number	Rep/Agent Signature



Blue Jay Wireless, LLC
[State] Wireless Lifeline Service Application and Certification

Mail or fax form completed and signed form to:
5010 Addison Circle Addison, TX 75001
Fax XXX-XXX-XXXX / Customer Service: X-XXX-XXX-XXXX

A complete and signed Lifeline Service Application and Certification ("Certification") is required to enroll you in Blue Jay Wireless, LLC's ("the Company's") Lifeline service program in your state. This Certification is only for the purpose of verifying your eligibility for Lifeline service and will not be used for any other purpose. Service requests will not be processed until this Form has been received and verified by Company.

One Lifeline service per household disclosures: Lifeline is a government assistance program and willfully making false statements to obtain a Lifeline benefit can result in fines, imprisonment, de-enrollment or being barred from the program. Lifeline benefits are limited to a single line of service per household. A household is defined, for purposes of the Lifeline program, as any individual or group of individuals who live together at the same address and share income and expenses. A household may not receive multiple Lifeline discounts. You may apply your Lifeline discount to either one landline or one wireless number, but you cannot have the discount on both and you cannot receive Lifeline benefits from multiple providers. Note that not all Lifeline services are currently marketed under the name Lifeline. Lifeline is a non-transferable benefit and you may not transfer your benefit to any other person, including another eligible low-income consumer. Violation of the one-per-household limitation constitutes a violation of the Federal Communications Commission's rules and will result in your de-enrollment from the program, and potentially prosecution by the United States Government.

I hereby certify that I have read and understood the disclosures listed above and that, to the best of my knowledge, my household is not already receiving a Lifeline service benefit.

Customer eligibility certification: I hereby certify that I participate in at least one of the following programs (check one):

- | | |
|---|---|
| <input type="checkbox"/> Supplemental Nutrition Assistance Program (SNAP) | <input type="checkbox"/> Temporary Assistance for Needy Families (TANF) |
| <input type="checkbox"/> Section 8 Federal Public Housing Assistance (FPHA) | <input type="checkbox"/> Low Income Home Energy Assistance Program (LIHEAP) |
| <input type="checkbox"/> Medicaid (not Medicare) | <input type="checkbox"/> National School Lunch Program's free lunch program |
| <input type="checkbox"/> Supplemental Security Income (SSI) | |

OR, I hereby certify that I qualify for Lifeline pursuant to income eligibility:

- Income at or below 135% of Federal Poverty Guidelines

Customer Application Information:

First Name: _____ Middle Name: _____ Last Name: _____

Date of Birth: Month: ___ Day: ___ Year: _____ Last Four Digits of Social Security Number: _____

If Qualifying for Lifeline by Income, number of Individuals in Household: _____

Home Telephone Number (if available): _____

Residential Address (P.O. Box NOT sufficient)

Number: _____ Apt: _____ Street _____ City _____

State: _____ Zip Code: _____

Address is (choose one): Permanent Temporary

Billing Address (if different from Residential Address) (P.O. Box IS sufficient)

Number: _____ Apt: _____ Street _____ City _____

State: _____ Zip Code: _____

Multiple households sharing and address:

- I hereby certify that I reside at an address occupied by multiple households, including adults who do not contribute income to my household and/or share in my household's expenses, and I will complete a separate additional form.

Activation and usage requirement disclosures: This service is a prepaid service and you must personally activate it by calling [IVR call-in number]. To keep your account active, you must use your Lifeline service at least once during any 60 day period by completing an outbound call, purchasing additional minutes from Company, answering an in-bound call from someone other than Company, or by responding to a direct contact from Company confirming that you want to continue receiving Lifeline service from Company. If your service goes unused for 60 days, you will no longer be eligible for Lifeline benefits and your service will be

suspended (allowing only 611 and 911 calls and calls to the Company's customer care center) subject to a 30 day cure period during which you may use the service (as described above) or contact the Company to confirm that you want to continue receiving Lifeline service from Company.

I hereby certify that I have read and understood the disclosures listed above regarding activation and usage requirements.

Authorizations:

I hereby authorize the Company to access any records required to verify my statements on this form and to confirm my eligibility for the Lifeline program. I also authorize the Company to release any records required for the administration of the Lifeline program (name, telephone number, address, date of birth, last 4 digits of SSN, amount of support being sought, means of qualification for support, and dates of service initiation and termination), including to the Universal Service Administrative Company, to be used in a Lifeline database and to ensure the proper administration of the Lifeline Program. Failure to consent will result in denial of service.

Additional certifications: I hereby certify, under penalty of perjury, that (check each box):

- I meet the income-based or program-based eligibility criteria for receiving Lifeline service and have provided documentation of eligibility if required
- I will notify the Company within 30 days if for any reason I no longer satisfy the criteria for receiving Lifeline including, as relevant, if I no longer meet the income-based or program-based eligibility criteria, I begin receiving more than one Lifeline benefit, or another member of my household is receiving a Lifeline benefit. I understand that I may be subject to penalties if I fail to follow this requirement
- I am not listed as a dependent on another person's tax return (unless over the age of 60)
- The address listed below is my primary residence, not a second home or business
- If I move to a new address, I will provide that new address to the Company within 30 days
- If I provided a temporary residential address to the Company, I will verify my temporary residential address every 90 days
- I acknowledge that providing false or fraudulent information to receive Lifeline benefits is punishable by law
- I acknowledge that I may be required to re-certify my continued eligibility for Lifeline at any time, and my failure to re-certify as to my continued eligibility within 30 days will result in de-enrollment and the termination of my Lifeline benefits
- The information contained in this certification form is true and correct to the best of my knowledge

Applicant's Signature: _____ **Date:** _____

For Agent Use Only (check the appropriate boxes for the proof of eligibility viewed and provide information requested; do not copy or retain documentation):

Documents Acceptable Proof for Income-Eligibility (check 1):

- The prior year's state or federal tax return,
- Current income statement from an employer or paycheck stub,
- A Social Security statement of benefits,
- A Veterans Administration statement of benefits,
- A retirement/pension statement of benefits,
- An Unemployment/Workmen's Compensation statement of benefits,
- Federal notice letter of participation in General Assistance, or
- A divorce decree, child support award, or other official document containing income information for at least three months time.

List B - Choose 1:

- Program participation card/document
- Prior year's statement of benefits
- Notice letter of participation
- Other official document evidencing participation _____

Last 4 digits of Document from List B _____

Date of Proof Document: ____/____/____

Expiration Date of Proof Document: ____/____/____

Documents Acceptable Proof for Program-Eligibility (choose 1 from each list A and B below):

List A - Choose 1

- Supplemental Nutrition Assistance Program (SNAP)
- Medicaid
- Section 8 Federal Public Housing Assistance (FPHA)
- Supplemental Security Income (SSI)
- Temporary Assistance for Needy Families (TANF)
- Low Income Home Energy Assistance Program (LIHEAP)
- National School Lunch Program's free lunch program

Applicant Account Number	Rep/Agent Signature

EXHIBIT B



Blue Jay Wireless, LLC Lifeline Service Application Income Eligibility Worksheet

Individuals in all states are able to enroll in the Lifeline program by demonstrating that their household's annual income is at or below 135% of the Federal Poverty Guidelines. This table should be used to determine whether a Lifeline applicant is eligible for Lifeline service based on the number of individuals in the applicant's household and the applicant's household annual income:

HOUSEHOLD SIZE	INCOME LEVEL
1	\$15,080
2	\$20,426
3	\$25,772
4	\$31,118
5	\$36,464
6	\$41,810
7	\$47,156
8	\$52,502
For each additional person	Add \$5,346

Applicants must list the number of individuals in the applicant's household on the Lifeline application form. Applicants seeking to qualify for Lifeline service based on their household income must present one of the following documents in order to prove eligibility:

- the prior year's state, federal, or Tribal tax return
- current income statement from an employer or paycheck stub
- a Social Security statement of benefits
- a Veterans Administration statement of benefits
- a retirement/pension statement of benefits
- an Unemployment/Workmen's Compensation statement of benefits
- Federal or Tribal notice letter of participation in General Assistance
- a divorce decree, child support award, or other official document containing income information for at least three months time

This is a Lifeline service provided by Blue Jay Wireless, LLC. Lifeline is a government assistance program. Only one Lifeline service is available per household. Households are not permitted to receive multiple Lifeline benefits whether they are from one or multiple companies, wireless or wireline. Proof of eligibility is required for enrollment and only eligible customers may enroll in Lifeline service. Consumers who willingly make false statements to obtain the benefit can be punished by fine or imprisonment or can be barred from the program. Lifeline is a non-transferable benefit. Lifeline customers may not transfer their benefits to any other person.

EXHIBIT C

250 FREE

Minutes Every Month!

500 & 1000 Minute Plans Also Available



**Must
qualify to
be eligible.**

- This is a Lifeline service provided by Blue Jay Wireless, LLC, which is an eligible telecommunications carrier.
- Lifeline is a government assistance program.
- Service is non-transferable.
- Only one Lifeline discount may be received per household.
- Only eligible consumers may enroll in the program.
- Consumers who willfully make a false statement in order to obtain the Lifeline benefit can be punished by fine or imprisonment or can be barred from the program.
- Customers must present proper documentation confirming eligibility for the Lifeline program through participation in Federal Public Housing Assistance, Food Stamps, Low-Income Home Energy Assistance Program (LIHEAP), Income below 135% of the Federal Poverty Guidelines, Medicaid, National School Lunch's Free Lunch Program, Supplemental Security Income (SSI), Temporary Assistance to Needy Families (TANF). Additional Program Based Eligibility criteria varies by state. Proof of eligibility includes an eligible program card or statement of benefits.

www.BlueJayWireless.com

Exhibit B

Blue Jay Wireless, LLC

FCC Public Notice (December 26, 2012)

FCC Erratum (January 2, 2013)



PUBLIC NOTICE

Federal Communications Commission
445 12th St., S.W.
Washington, D.C. 20554

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

DA 12-2063

Release Date: December 26, 2012

**WIRELINE COMPETITION BUREAU APPROVES THE COMPLIANCE PLANS OF
AIRVOICE WIRELESS, AMERIMEX COMMUNICATIONS, BLUE JAY WIRELESS,
MILLENNIUM 2000, NEXUS COMMUNICATIONS, PLATINUMTEL COMMUNICATIONS,
SAGE TELECOM, TELRITE AND TELSCAPE COMMUNICATIONS**

WC Docket Nos. 09-197 and 11-42

The Wireline Competition Bureau (Bureau) approves the compliance plans of nine carriers: AirVoice Wireless, LLC (AirVoice); AmeriMex Communications Corp. (AmeriMex); Blue Jay Wireless, LLC (Blue Jay); Millennium 2000, Inc. (Millennium 2000); Nexus Communications, Inc. (Nexus); PlatinumTel Communications, LLC (PlatinumTel); Sage Telecom, Inc. (Sage); Telrite Corporation (Telrite); and Telscape Communications, Inc. d/b/a Telscape Wireless (Telscape). The compliance plans were 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.¹

The Act provides that in order to be designated as an eligible telecommunications carrier (ETC) 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”² The Commission 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.³ As a result of these amendments, many Lifeline-only ETCs that previously met the facilities requirement by providing operator services, directory assistance or other previously supported services no longer meet the facilities requirement of the Act.⁴ In the *Lifeline Reform Order*, the Commission found that a grant of blanket forbearance of the facilities requirement,

¹ 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, 27 FCC Rcd 6656, 6816-17, paras. 379-380 (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.

² 47 U.S.C. § 214(e)(1)(A).

³ See *Lifeline Reform Order*, 27 FCC Rcd at 6678, para. 47; see also 47 C.F.R. § 54.101(a).

⁴ See *Lifeline Reform Order*, 27 FCC Rcd at 6812, para. 366, App. A; *Connect America Fund et al*, WC Docket 10-90, Order on Reconsideration, 26 FCC Rcd 17633, 17634-35, para. 4 (2011) (*USF/ICC Transformation Order on Reconsideration*). 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., Blanket Forbearance Compliance Plan, WC Docket Nos. 09-197 and 11-42, Q Link Wireless, LLC’s Third Amended Compliance Plan at 4 n. 2 (filed July 30, 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 sections 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.

subject to certain public safety and compliance obligations, is appropriate for carriers seeking to provide Lifeline-only service.⁵ 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 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*.⁶

The Bureau has reviewed the nine plans listed in the Appendix for compliance with the conditions of the *Lifeline Reform Order* and now approves those nine compliance plans.⁷

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 12th 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 12th Street, S.W., Room CY-B402, Washington, D.C. 20554, telephone: (202) 488-5300, fax: (202) 448-5563, or via email 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 or call the Consumer & Governmental Affairs Bureau at (202) 418-7400 or TTY (202) 418-0484.

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

- FCC -

⁵ See *Lifeline Reform Order*, 27 FCC Rcd at 6813-6817, paras. 368-381.

⁶ See *id.*, 27 FCC Rcd at 6814, 6819, paras. 373, 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).

⁷ 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*, 27 FCC Rcd at 6679-80, 6818-19, paras. 50, 387.

APPENDIX

Petitioner	Compliance Plans As Captioned by Petitioner	Date of Filing	Docket Numbers
AirVoice Wireless, LLC	AirVoice Wireless, LLC's Amended Compliance Plan	December 7, 2012	09-197; 11-42
AmeriMex Communications Corp.	AmeriMex Communications Corp. Revised Compliance Plan	December 6, 2012	09-197; 11-42
Blue Jay Wireless, LLC	Blue Jay Wireless, LLC Compliance Plan	November 30, 2012	09-197; 11-42
Millennium 2000 Inc.	Amended Compliance Plan of Millennium 2000 Inc.	December 18, 2012	09-197; 11-42
Nexus Communications, Inc.	Third Amended Compliance Plan of Nexus Communications, Inc.	December 4, 2012	09-197; 11-42
PlatinumTel Communications, LLC	PlatinumTel Communications LLC's Revised Compliance Plan	December 19, 2012	09-197; 11-42
Sage Telecom, Inc.	Revised Compliance Plan of Sage Telecom, Inc.	December 19, 2012	09-197; 11-42
Telrite Corporation	Telrite Corporation Compliance Plan	November 29, 2012	09-197; 11-42
Telscape Communications Inc. d/b/a Telscape Wireless	Revised Compliance Plan of Telscape Communications, Inc.	December 19, 2012	09-197; 11-42



PUBLIC NOTICE

Federal Communications Commission
445 12th St., S.W.
Washington, D.C. 20554

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

Released: January 2, 2013

ERRATUM

**WIRELINE COMPETITION BUREAU APPROVES THE COMPLIANCE PLANS OF
AIRVOICE WIRELESS, AMERIMEX COMMUNICATIONS, BLUE JAY WIRELESS,
MILLENNIUM 2000, NEXUS COMMUNICATIONS, PLATINUMTEL COMMUNICATIONS,
SAGE TELECOM, TELRITE AND TELSCAPE COMMUNICATIONS**

WC Docket Nos. 09-197 and 11-42

On December 26, 2012, the Wireline Competition Bureau released a *Public Notice*, DA 12-2063, in the above-captioned proceedings. This Erratum amends the Appendix of the *Public Notice* by correcting the filing dates listed for petitioners Blue Jay Wireless, LLC and Telrite Corporation to read as December 19, 2012 and filing date for petitioner Nexus Communications Inc. to read as December 6, 2012.

- FCC -

Exhibit C

Blue Jay Wireless, LLC

Proposed Service Areas

OCN_NAME	Rural Y/N	RC ABBRE	LOC NAME FULL
RED RIVER RURAL TEL ASSN - ND	Y	ABERCROMBI	ABERCROMBIE
POLAR COMMUNICATIONS MUTUAL AID CORP.	Y	ARTHUR	ARTHUR
INTER-COMMUNITY TELEPHONE COMPANY, LLC	Y	PAGE	AYR
RED RIVER RURAL TEL ASSN - ND	Y	WYNDMERE	BARNEY
INTER-COMMUNITY TELEPHONE COMPANY, LLC	Y	BUFFALO	BUFFALO
WOLVERTON TELEPHONE CO. - ND	Y	CHRISTINE	CHRISTINE
RED RIVER RURAL TEL ASSN - ND	Y	COLFAX	COLFAX
INTER-COMMUNITY TELEPHONE COMPANY, LLC	Y	NOME	LUCCA
MOORE & LIBERTY TELEPHONE CO.	Y	ENDERLIN	ENDERLIN
RED RIVER RURAL TEL ASSN - ND	Y	HANKINSON	SONORA
RED RIVER RURAL TEL ASSN - ND	Y	FAIRMOUNT	FAIRMOUNT
INTER-COMMUNITY TELEPHONE COMPANY, LLC	Y	NOME	FINGAL
INTER-COMMUNITY TELEPHONE COMPANY, LLC	Y	ALICE	ALICE
POLAR COMMUNICATIONS MUTUAL AID CORP.	Y	GALESBURG	GALESBURG
RED RIVER RURAL TEL ASSN - ND	Y	HANKINSON	HANKINSON
POLAR COMMUNICATIONS MUTUAL AID CORP.	Y	HUNTER	HUNTER
DICKEY RURAL TELEPHONE COOPERATIVE	Y	LITCHVILLE	HASTINGS
DICKEY RURAL TELEPHONE COOPERATIVE	Y	KATHRYN	KATHRYN
RED RIVER RURAL TEL ASSN - ND	Y	LIDGERWOOD	LIDGERWOOD
RED RIVER RURAL TEL ASSN - ND	Y	LIDGERWOOD	STILES
RED RIVER RURAL TEL ASSN - ND	Y	LIDGERWOOD	GENESE0
INTER-COMMUNITY TELEPHONE COMPANY, LLC	Y	HANNAFORD	LUVERNE
RED RIVER RURAL TEL ASSN - ND	Y	HANKINSON	MANTADOR
RED RIVER RURAL TEL ASSN - ND	Y	MOORETON	MOORETON
INTER-COMMUNITY TELEPHONE COMPANY, LLC	Y	PAGE	PAGE
INTER-COMMUNITY TELEPHONE COMPANY, LLC	Y	TOWER CITY	TOWER CITY
RED RIVER RURAL TEL ASSN - ND	Y	GREAT BEND	GREAT BEND
RED RIVER RURAL TEL ASSN - ND	Y	ABERCROMBI	GALCHUTT
WOLVERTON TELEPHONE CO. - ND	Y	WALCOTT	WALCOTT
INTER-COMMUNITY TELEPHONE COMPANY, LLC	Y	BUFFALO	EMBDEN
INTER-COMMUNITY TELEPHONE COMPANY, LLC	Y	BUFFALO	WHEATLAND
RED RIVER RURAL TEL ASSN - ND	Y	WYNDMERE	MOSELLE
RED RIVER RURAL TEL ASSN - ND	Y	WYNDMERE	WYNDMERE
POLAR COMMUNICATIONS MUTUAL AID CORP.	Y	GILBY	JOHNSTOWN
POLAR COMMUNICATIONS MUTUAL AID CORP.	Y	GILBY	HONEYFORD
POLAR COMMUNICATIONS MUTUAL AID CORP.	Y	GILBY	GILBY
POLAR COMMUNICATIONS MUTUAL AID CORP.	Y	INKSTER	ORR
POLAR COMMUNICATIONS MUTUAL AID CORP.	Y	INKSTER	INKSTER
POLAR COMMUNICATIONS MUTUAL AID CORP.	Y	INKSTER	INKSTER
POLAR COMMUNICATIONS MUTUAL AID CORP.	Y	INKSTER	ORR
POLAR COMMUNICATIONS MUTUAL AID CORP.	Y	NIAGARA	MCCANNA
POLAR COMMUNICATIONS MUTUAL AID CORP.	Y	NIAGARA	MCCANNA
POLAR COMMUNICATIONS MUTUAL AID CORP.	Y	NIAGARA	NIAGARA
POLAR COMMUNICATIONS MUTUAL AID CORP.	Y	NIAGARA	NIAGARA
DAKOTA CENTRAL TELECOMMUNICATIONS COOP.	Y	WINDSOR	ELDRIDGE
DICKEY RURAL COMMUNICATIONS, INC.	Y	LAMOURE	BERLIN
DICKEY RURAL COMMUNICATIONS, INC.	Y	LAMOURE	LAMOURE
DAKOTA CENTRAL TELECOM, INC.	Y	CARRINGTON	CARRINGTON
DAKOTA CENTRAL TELECOM, INC.	Y	CARRINGTON	MELVILLE
DAKOTA CENTRAL TELECOMMUNICATIONS COOP.	Y	SYKESTON	DOVER
DAKOTA CENTRAL TELECOMMUNICATIONS COOP.	Y	SYKESTON	BARLOW
DAKOTA CENTRAL TELECOM, INC.	Y	CARRINGTON	BORDULAC
DAKOTA CENTRAL TELECOMMUNICATIONS COOP.	Y	WINDSOR	CLEVELAND
DAKOTA CENTRAL TELECOMMUNICATIONS COOP.	Y	WINDSOR	WINDSOR
DICKEY RURAL COMMUNICATIONS, INC.	Y	LAMOURE	LAMOURE
DICKEY RURAL TELEPHONE COOPERATIVE	Y	DICKEY	DICKEY
DICKEY RURAL TELEPHONE COOPERATIVE	Y	MERRICOURT	MERRICOURT
DICKEY RURAL COMMUNICATIONS, INC.	Y	EDGELEY	EDGELEY
DICKEY RURAL COMMUNICATIONS, INC.	Y	ELLENDALE	MONANGO
DICKEY RURAL TELEPHONE COOPERATIVE	Y	GUELPH	SILVER LEAF
DICKEY RURAL TELEPHONE COOPERATIVE	Y	ELLENDALE	MONANGO

DICKEY RURAL TELEPHONE COOPERATIVE	Y	ELLEDALE	ELLEDALE
DICKEY RURAL COMMUNICATIONS, INC.	Y	ELLEDALE	ELLEDALE
DICKEY RURAL TELEPHONE COOPERATIVE	Y	FULLERTON	FULLERTON
DICKEY RURAL TELEPHONE COOPERATIVE	Y	JUD	JUD
DICKEY RURAL TELEPHONE COOPERATIVE	Y	JUD	NORTONVILLE
DAKOTA CENTRAL TELECOM, INC.	Y	COURTENAY	KENSAL
DICKEY RURAL COMMUNICATIONS, INC.	Y	KULM	KULM
DICKEY RURAL TELEPHONE COOPERATIVE	Y	LITCHVILLE	LITCHVILLE
DAKOTA CENTRAL TELECOMMUNICATIONS COOP.	Y	MEDINA	MEDINA
DAKOTA CENTRAL TELECOMMUNICATIONS COOP.	Y	YPSILANTI	MONTPELIER
DAKOTA CENTRAL TELECOMMUNICATIONS COOP.	Y	YPSILANTI	MILLARTON
DICKEY RURAL TELEPHONE COOPERATIVE	Y	DICKEY	ADRIAN
DAKOTA CENTRAL TELECOMMUNICATIONS COOP.	Y	EDMUNDS	EDMUNDS
DAKOTA CENTRAL TELECOMMUNICATIONS COOP.	Y	EDMUNDS	VASHTI
INTER-COMMUNITY TELEPHONE COMPANY, LLC	Y	SANBORN	ROGERS
INTER-COMMUNITY TELEPHONE COMPANY, LLC	Y	SANBORN	LEAL
INTER-COMMUNITY TELEPHONE COMPANY, LLC	Y	SANBORN	SANBORN
INTER-COMMUNITY TELEPHONE COMPANY, LLC	Y	SANBORN	ECKELSON
INTER-COMMUNITY TELEPHONE COMPANY, LLC	Y	SANBORN	URBANA
DAKOTA CENTRAL TELECOM, INC.	Y	STREETER	STREETER
BEK COMMUNICATIONS COOPERATIVE	Y	TAPPEN	TAPPEN
DAKOTA CENTRAL TELECOM, INC.	Y	COURTENAY	WIMBLETON
DAKOTA CENTRAL TELECOM, INC.	Y	COURTENAY	CLEMENTSVILLE
DAKOTA CENTRAL TELECOMMUNICATIONS COOP.	Y	WOODWORTH	WOODWORTH
DAKOTA CENTRAL TELECOMMUNICATIONS COOP.	Y	YPSILANTI	YPSILANTI
QWEST CORPORATION	N	GARDNER	ARGUSVILLE
QWEST CORPORATION	N	HILLSBORO	BLANCHARD
QWEST CORPORATION	N	CASSELTON	CASSELTON
QWEST CORPORATION	N	KINDRED	DAVENPORT
QWEST CORPORATION	N	GARDNER	GARDNER
QWEST CORPORATION	N	GARDNER	GRANDIN
QWEST CORPORATION	N	FARGO	PROSPER
QWEST CORPORATION	N	FARGO	PROSPER
QWEST CORPORATION	N	FARGO	HARWOOD
QWEST CORPORATION	N	FARGO	HARWOOD
QWEST CORPORATION	N	HILLSBORO	KELSO
QWEST CORPORATION	N	HILLSBORO	HILLSBORO
QWEST CORPORATION	N	FARGO	OXBOW
QWEST CORPORATION	N	FARGO	HORACE
QWEST CORPORATION	N	FARGO	HORACE
QWEST CORPORATION	N	FARGO	OXBOW
QWEST CORPORATION	N	HICKSON	HICKSON
QWEST CORPORATION	N	FARGO	WILD RICE
QWEST CORPORATION	N	FARGO	WILD RICE
QWEST CORPORATION	N	KINDRED	KINDRED
QWEST CORPORATION	N	FARGO	MAPLETON
QWEST CORPORATION	N	CASSELTON	DURBIN
QWEST CORPORATION	N	FARGO	MAPLETON
QWEST CORPORATION	N	CASSELTON	LYNCHBURG
QWEST CORPORATION	N	CASSELTON	ADDISON
QWEST CORPORATION	N	VALLEYCITY	ORISKA
QWEST CORPORATION	N	VALLEYCITY	VALLEY CITY
QWEST CORPORATION	N	VALLEYCITY	CUBA
QWEST CORPORATION	N	WAHPETON	WAHPETON
QWEST CORPORATION	N	WAHPETON	WAHPETON
QWEST CORPORATION	N	WAHPETON	DWIGHT
QWEST CORPORATION	N	WAHPETON	TYLER
QWEST CORPORATION	N	WAHPETON	WAHPETON
QWEST CORPORATION	N	FARGO	RIVERSIDE
QWEST CORPORATION	N	FARGO	WEST FARGO
QWEST CORPORATION	N	FARGO	WEST FARGO
QWEST CORPORATION	N	FARGO	RIVERSIDE

POLAR COMMUNICATIONS MUTUAL AID CORP.	Y	GALESBURG	CLIFFORD
DICKEY RURAL COMMUNICATIONS, INC.	Y	FORMAN	STRAUBVILLE
DICKEY RURAL COMMUNICATIONS, INC.	Y	FORMAN	COGSWELL
DICKEY RURAL COMMUNICATIONS, INC.	Y	FORMAN	BRAMPTON
RED RIVER RURAL TEL ASSN - ND	Y	COLFAX	COLFAX
INTER-COMMUNITY TELEPHONE COMPANY, LLC	Y	NOME	LUCCA
MOORE & LIBERTY TELEPHONE CO.	Y	ENDERLIN	ENDERLIN
INTER-COMMUNITY TELEPHONE COMPANY, LLC	Y	PAGE	ERIE
RED RIVER RURAL TEL ASSN - ND	Y	HANKINSON	SONORA
RED RIVER RURAL TEL ASSN - ND	Y	FAIRMOUNT	FAIRMOUNT
INTER-COMMUNITY TELEPHONE COMPANY, LLC	Y	NOME	FINGAL
INTER-COMMUNITY TELEPHONE COMPANY, LLC	Y	ALICE	ALICE
DICKEY RURAL COMMUNICATIONS, INC.	Y	FORMAN	FORMAN
DICKEY RURAL ACCESS, INC.	Y	LISBON	ENGLEVALE
DICKEY RURAL TELEPHONE COOPERATIVE	Y	FORTTRANSOM	FORT RANSOM
POLAR COMMUNICATIONS MUTUAL AID CORP.	Y	GALESBURG	GALESBURG
DICKEY RURAL ACCESS, INC.	Y	GWINNER	GWINNER
DICKEY RURAL TELEPHONE COOPERATIVE	Y	CRETE	CRETE
RED RIVER RURAL TEL ASSN - ND	Y	HANKINSON	HANKINSON
DICKEY RURAL COMMUNICATIONS, INC.	Y	FORMAN	HAVANA
INTER-COMMUNITY TELEPHONE COMPANY, LLC	Y	HOPE	HOPE
INTER-COMMUNITY TELEPHONE COMPANY, LLC	Y	HOPE	BLABON
INTER-COMMUNITY TELEPHONE COMPANY, LLC	Y	HOPE	COLGATE
POLAR COMMUNICATIONS MUTUAL AID CORP.	Y	HUNTER	HUNTER
DICKEY RURAL TELEPHONE COOPERATIVE	Y	LITCHVILLE	HASTINGS
DICKEY RURAL TELEPHONE COOPERATIVE	Y	KATHRYN	KATHRYN
RED RIVER RURAL TEL ASSN - ND	Y	LIDGERWOOD	LIDGERWOOD
RED RIVER RURAL TEL ASSN - ND	Y	LIDGERWOOD	STILES
RED RIVER RURAL TEL ASSN - ND	Y	LIDGERWOOD	GENESE0
DICKEY RURAL ACCESS, INC.	Y	LISBON	BUTTZVILLE
DICKEY RURAL ACCESS, INC.	Y	LISBON	ELLIOTT
DICKEY RURAL ACCESS, INC.	Y	LISBON	LISBON
INTER-COMMUNITY TELEPHONE COMPANY, LLC	Y	HANNAFORD	LUVERNE
RED RIVER RURAL TEL ASSN - ND	Y	WYNDMERE	MCLEOD
RED RIVER RURAL TEL ASSN - ND	Y	HANKINSON	MANTADOR
DICKEY RURAL TELEPHONE COOPERATIVE	Y	MILNOR	HOVING
DICKEY RURAL TELEPHONE COOPERATIVE	Y	MILNOR	DE LAMERE
DICKEY RURAL TELEPHONE COOPERATIVE	Y	MILNOR	MILNOR
RED RIVER RURAL TEL ASSN - ND	Y	MOORETON	MOORETON
INTER-COMMUNITY TELEPHONE COMPANY, LLC	Y	NOME	NOME
INTER-COMMUNITY TELEPHONE COMPANY, LLC	Y	NOME	EASTEDGE
INTER-COMMUNITY TELEPHONE COMPANY, LLC	Y	PAGE	PAGE
INTER-COMMUNITY TELEPHONE COMPANY, LLC	Y	HOPE	PILLSBURY
DICKEY RURAL COMMUNICATIONS, INC.	Y	FORMAN	RUTLAND
MOORE & LIBERTY TELEPHONE CO.	Y	SHELDON	SHELDON
MOORE & LIBERTY TELEPHONE CO.	Y	SHELDON	ANSELM
DICKEY RURAL ACCESS, INC.	Y	GWINNER	STIRUM
INTER-COMMUNITY TELEPHONE COMPANY, LLC	Y	TOWER CITY	TOWER CITY
RED RIVER RURAL TEL ASSN - ND	Y	GREAT BEND	GREAT BEND
RED RIVER RURAL TEL ASSN - ND	Y	ABERCROMBI	GALCHUTT
WOLVERTON TELEPHONE CO. - ND	Y	WALCOTT	WALCOTT
INTER-COMMUNITY TELEPHONE COMPANY, LLC	Y	BUFFALO	EMBDEN
INTER-COMMUNITY TELEPHONE COMPANY, LLC	Y	BUFFALO	WHEATLAND
RED RIVER RURAL TEL ASSN - ND	Y	WYNDMERE	MOSELLE
RED RIVER RURAL TEL ASSN - ND	Y	WYNDMERE	WYNDMERE
POLAR COMMUNICATIONS MUTUAL AID CORP.	Y	ADAMS	ADAMS
POLAR COMMUNICATIONS MUTUAL AID CORP.	Y	ANETA	ANETA
POLAR COMMUNICATIONS MUTUAL AID CORP.	Y	CAVALIER	BATHGATE
UNITED TELEPHONE MUTUAL AID CORP.	Y	WALHALLA	CONCRETE
POLAR COMMUNICATIONS MUTUAL AID CORP.	Y	CAVALIER	BACKOO
POLAR COMMUNICATIONS MUTUAL AID CORP.	Y	CAVALIER	CAVALIER
POLAR COMMUNICATIONS MUTUAL AID CORP.	Y	CAVALIER	CAVALIER AFS

POLAR COMMUNICATIONS MUTUAL AID CORP.	Y	CAVALIER	AKRA
POLAR COMMUNICATIONS MUTUAL AID CORP.	Y	CRYSTAL	CRYSTAL
POLAR COMMUNICATIONS MUTUAL AID CORP.	Y	DAHLEN	DAHLEN
POLAR COMMUNICATIONS MUTUAL AID CORP.	Y	DRAYTON	DRAYTON
POLAR COMMUNICATIONS MUTUAL AID CORP.	Y	DRAYTON	BOWSMONT
POLAR COMMUNICATIONS MUTUAL AID CORP.	Y	EDINBURG	EDINBURG
POLAR COMMUNICATIONS MUTUAL AID CORP.	Y	EDINBURG	GARDAR
POLAR COMMUNICATIONS MUTUAL AID CORP.	Y	FAIRDALE	FAIRDALE
GRIGGS COUNTY TELEPHONE CO.	Y	FINLEY	FINLEY
GRIGGS COUNTY TELEPHONE CO.	Y	FINLEY	PICKERT
GRIGGS COUNTY TELEPHONE CO.	Y	FINLEY	SHERBROOKE
POLAR COMMUNICATIONS MUTUAL AID CORP.	Y	FORDVILLE	FORDVILLE
POLAR COMMUNICATIONS MUTUAL AID CORP.	Y	FORDVILLE	CONWAY
POLAR COMMUNICATIONS MUTUAL AID CORP.	Y	GILBY	JOHNSTOWN
POLAR COMMUNICATIONS MUTUAL AID CORP.	Y	GILBY	HONEYFORD
POLAR COMMUNICATIONS MUTUAL AID CORP.	Y	GILBY	GILBY
POLAR COMMUNICATIONS MUTUAL AID CORP.	Y	ST THOMAS	GLASSTON
POLAR COMMUNICATIONS MUTUAL AID CORP.	Y	CAVALIER	HAMILTON
UNITED TELEPHONE MUTUAL AID CORP.	Y	WALES	HANNAH
POLAR COMMUNICATIONS MUTUAL AID CORP.	Y	CRYSTAL	HENSEL
POLAR COMMUNICATIONS MUTUAL AID CORP.	Y	HOOPLE	HOOPLE
POLAR COMMUNICATIONS MUTUAL AID CORP.	Y	INKSTER	ORR
POLAR COMMUNICATIONS MUTUAL AID CORP.	Y	INKSTER	INKSTER
POLAR COMMUNICATIONS MUTUAL AID CORP.	Y	INKSTER	INKSTER
POLAR COMMUNICATIONS MUTUAL AID CORP.	Y	INKSTER	ORR
UNITED TELEPHONE MUTUAL AID CORP.	Y	LANGDON	LANGDON
UNITED TELEPHONE MUTUAL AID CORP.	Y	LANGDON	MOUNT CARMEL
UNITED TELEPHONE MUTUAL AID CORP.	Y	LANGDON	DRESDEN
POLAR COMMUNICATIONS MUTUAL AID CORP.	Y	LANKIN	LANKIN
POLAR COMMUNICATIONS MUTUAL AID CORP.	Y	NIAGARA	MCCANNA
POLAR COMMUNICATIONS MUTUAL AID CORP.	Y	NIAGARA	MCCANNA
NORTH DAKOTA TELEPHONE CO.	Y	MCVILLE	MCVILLE
NORTH DAKOTA TELEPHONE CO.	Y	MCVILLE	KLOTEN
UNITED TELEPHONE MUTUAL AID CORP.	Y	LANGDON	MAIDA
POLAR COMMUNICATIONS MUTUAL AID CORP.	Y	MICHIGAN	MICHIGAN
POLAR COMMUNICATIONS MUTUAL AID CORP.	Y	MICHIGAN	WHITMAN
POLAR COMMUNICATIONS MUTUAL AID CORP.	Y	EDINBURG	UNION
UNITED TELEPHONE MUTUAL AID CORP.	Y	MILTON	MILTON
POLAR COMMUNICATIONS MUTUAL AID CORP.	Y	EDINBURG	MOUNTAIN
POLAR COMMUNICATIONS MUTUAL AID CORP.	Y	NECHE	NECHE
POLAR COMMUNICATIONS MUTUAL AID CORP.	Y	NIAGARA	NIAGARA
POLAR COMMUNICATIONS MUTUAL AID CORP.	Y	NIAGARA	NIAGARA
POLAR COMMUNICATIONS MUTUAL AID CORP.	Y	EDINBURG	UNION
UNITED TELEPHONE MUTUAL AID CORP.	Y	MILTON	OSNABROCK
POLAR COMMUNICATIONS MUTUAL AID CORP.	Y	PARK RIVER	PARK RIVER
POLAR COMMUNICATIONS MUTUAL AID CORP.	Y	DRAYTON	JOLIETTE
POLAR COMMUNICATIONS MUTUAL AID CORP.	Y	PEMBINA	PEMBINA
POLAR COMMUNICATIONS MUTUAL AID CORP.	Y	PETERSBURG	PETERSBURG
POLAR COMMUNICATIONS MUTUAL AID CORP.	Y	PARK RIVER	PISEK
POLAR COMMUNICATIONS MUTUAL AID CORP.	Y	ST THOMAS	SAINT THOMAS
GRIGGS COUNTY TELEPHONE CO.	Y	FINLEY	SHARON
UNITED TELEPHONE MUTUAL AID CORP.	Y	WALES	WALES
UNITED TELEPHONE MUTUAL AID CORP.	Y	WALHALLA	LEROY
UNITED TELEPHONE MUTUAL AID CORP.	Y	WALHALLA	WALHALLA
UNITED TELEPHONE MUTUAL AID CORP.	Y	WALHALLA	LEYDEN
NORTH DAKOTA TELEPHONE CO.	Y	CRARY	ROHRVILLE
NORTH DAKOTA TELEPHONE CO.	Y	DEVILSLAKE	DEVILS LAKE
NORTH DAKOTA TELEPHONE CO.	Y	PENN	RAMSEY
NORTH DAKOTA TELEPHONE CO.	Y	PENN	GRAND HARBOR
TURTLE MOUNTAIN COMMUNICATIONS	Y	BISBEE	AGATE
UNITED TELEPHONE MUTUAL AID CORP.	Y	LANGDON	LOMA
UNITED TELEPHONE MUTUAL AID CORP.	Y	MUNICH	ALSEN

NORTH DAKOTA TELEPHONE CO.	Y	BALTA	BALTA
TURTLE MOUNTAIN COMMUNICATIONS	Y	ROLLA	BELCOURT
TURTLE MOUNTAIN COMMUNICATIONS	Y	BISBEE	BISBEE
SRT COMMUNICATIONS, INC.	Y	METIGOSHE	METIGOSHE
TURTLE MOUNTAIN COMMUNICATIONS	Y	BOTTINEAU	BOTTINEAU
POLAR COMMUNICATIONS MUTUAL AID CORP.	Y	BROCKET	BROCKET
POLAR COMMUNICATIONS MUTUAL AID CORP.	Y	MICHIGAN	PELTO
UNITED TELEPHONE MUTUAL AID CORP.	Y	SARLES	CALVIN
NORTH DAKOTA TELEPHONE CO.	Y	CANDO	CANDO
NORTH DAKOTA TELEPHONE CO.	Y	CANDO	CONSIDINE
NORTH DAKOTA TELEPHONE CO.	Y	CANDO	MAZA
NORTH DAKOTA TELEPHONE CO.	Y	LEEDS	CHURCHS FERRY
NORTH DAKOTA TELEPHONE CO.	Y	CRARY	CRARY
NORTH DAKOTA TELEPHONE CO.	Y	CRARY	DOYON
NORTH DAKOTA TELEPHONE CO.	Y	CRARY	SOUTHAM
TURTLE MOUNTAIN COMMUNICATIONS	Y	DUNSEITH	DUNSEITH
POLAR COMMUNICATIONS MUTUAL AID CORP.	Y	EDMORE	DERRICK
POLAR COMMUNICATIONS MUTUAL AID CORP.	Y	EDMORE	EDMORE
UNITED TELEPHONE MUTUAL AID CORP.	Y	ROCK LAKE	EGELAND
UNITED TELEPHONE MUTUAL AID CORP.	Y	ROCK LAKE	OLMSTEAD
TURTLE MOUNTAIN COMMUNICATIONS	Y	BISBEE	ARNDT
NORTH DAKOTA TELEPHONE CO.	Y	ESMOND	ESMOND
NORTH DAKOTA TELEPHONE CO.	Y	ESMOND	FILLMORE
NORTH DAKOTA TELEPHONE CO.	Y	FORTTOTTEN	FORT TOTTEN
NORTH DAKOTA TELEPHONE CO.	Y	HAMPDEN	HAMPDEN
UNITED TELEPHONE MUTUAL AID CORP.	Y	ROCK LAKE	HANSBORO
NORTH DAKOTA TELEPHONE CO.	Y	HARVEY	HARVEY
NORTH DAKOTA TELEPHONE CO.	Y	HARVEY	WELLSBURG
NORTH DAKOTA TELEPHONE CO.	Y	HARVEY	SELZ
NORTH DAKOTA TELEPHONE CO.	Y	FESSENDEN	MANFRED
NORTH DAKOTA TELEPHONE CO.	Y	FESSENDEN	HAMBERG
NORTH DAKOTA TELEPHONE CO.	Y	FESSENDEN	HEIMDAL
NORTH DAKOTA TELEPHONE CO.	Y	KNOX	KNOX
POLAR COMMUNICATIONS MUTUAL AID CORP.	Y	LAKOTA	BARTLETT
POLAR COMMUNICATIONS MUTUAL AID CORP.	Y	LAKOTA	LAKOTA
POLAR COMMUNICATIONS MUTUAL AID CORP.	Y	LAKOTA	MAPES
POLAR COMMUNICATIONS MUTUAL AID CORP.	Y	BROCKET	LAWTON
NORTH DAKOTA TELEPHONE CO.	Y	LEEDS	NILES
NORTH DAKOTA TELEPHONE CO.	Y	LEEDS	HARLOW
NORTH DAKOTA TELEPHONE CO.	Y	LEEDS	LEEDS
NORTH DAKOTA TELEPHONE CO.	Y	ESMOND	HESPER
NORTH DAKOTA TELEPHONE CO.	Y	MADDOCK	MADDOCK
NORTH DAKOTA TELEPHONE CO.	Y	MADDOCK	FLORA
NORTH DAKOTA TELEPHONE CO.	Y	MINNEWAKAN	MINNEWAKAN
NORTH DAKOTA TELEPHONE CO.	Y	LEEDS	BRINSMADE
UNITED TELEPHONE MUTUAL AID CORP.	Y	MUNICH	MUNICH
UNITED TELEPHONE MUTUAL AID CORP.	Y	MUNICH	CALIO
UNITED TELEPHONE MUTUAL AID CORP.	Y	MUNICH	CLYDE
TURTLE MOUNTAIN COMMUNICATIONS	Y	BISBEE	MYLO
POLAR COMMUNICATIONS MUTUAL AID CORP.	Y	NEKOMA	NEKOMA
NORTH DAKOTA TELEPHONE CO.	Y	NEW ROCKFD	BRANTFORD
NORTH DAKOTA TELEPHONE CO.	Y	NEW ROCKFD	NEW ROCKFORD
NORTH DAKOTA TELEPHONE CO.	Y	NEW ROCKFD	BREMEN
NORTH DAKOTA TELEPHONE CO.	Y	NEW ROCKFD	MUNSTER
NORTH DAKOTA TELEPHONE CO.	Y	OBERON	OBERON
NORTH DAKOTA TELEPHONE CO.	Y	PEKIN	PEKIN
NORTH DAKOTA TELEPHONE CO.	Y	PENN	PENN
TURTLE MOUNTAIN COMMUNICATIONS	Y	BISBEE	PERTH
UNITED TELEPHONE MUTUAL AID CORP.	Y	ROCK LAKE	CROCUS
TURTLE MOUNTAIN COMMUNICATIONS	Y	ROLLA	ARMOURDALE
UNITED TELEPHONE MUTUAL AID CORP.	Y	ROCK LAKE	ROCK LAKE
TURTLE MOUNTAIN COMMUNICATIONS	Y	ROLETTE	ROLETTE

TURTLE MOUNTAIN COMMUNICATIONS	Y	ROLETTE	THORNE
TURTLE MOUNTAIN COMMUNICATIONS	Y	ROLETTE	NANSON
TURTLE MOUNTAIN COMMUNICATIONS	Y	ROLETTE	FONDA
TURTLE MOUNTAIN COMMUNICATIONS	Y	ROLLA	ROLLA
SRT COMMUNICATIONS, INC.	Y	METIGOSHE	KELVIN
NORTH DAKOTA TELEPHONE CO.	Y	BALTA	SILVA
NORTH DAKOTA TELEPHONE CO.	Y	RUGBY	RUGBY
NORTH DAKOTA TELEPHONE CO.	Y	BALTA	ORRIN
NORTH DAKOTA TELEPHONE CO.	Y	RUGBY	PLEASANT LAKE
TURTLE MOUNTAIN COMMUNICATIONS	Y	ROLLA	ST JOHN
UNITED TELEPHONE MUTUAL AID CORP.	Y	SARLES	SARLES
NORTH DAKOTA TELEPHONE CO.	Y	SHEYENNE	SHEYENNE
NORTH DAKOTA TELEPHONE CO.	Y	STARKWETHR	ST JOE
NORTH DAKOTA TELEPHONE CO.	Y	STARKWETHR	STARKWEATHER
NORTH DAKOTA TELEPHONE CO.	Y	WARWICK	TOKIO
NORTH DAKOTA TELEPHONE CO.	Y	TOLNA	TOLNA
NORTH DAKOTA TELEPHONE CO.	Y	TOLNA	HAMAR
NORTH DAKOTA TELEPHONE CO.	Y	WARWICK	WARWICK
NORTH DAKOTA TELEPHONE CO.	Y	WEBSTER	WEBSTER
NORTH DAKOTA TELEPHONE CO.	Y	WEBSTER	GARSKE
TURTLE MOUNTAIN COMMUNICATIONS	Y	WILLOWCITY	WILLOW CITY
TURTLE MOUNTAIN COMMUNICATIONS	Y	BOTTINEAU	OMEMEE
NORTH DAKOTA TELEPHONE CO.	Y	RUGBY	BARTON
TURTLE MOUNTAIN COMMUNICATIONS	Y	WILLOWCITY	OVERLY
NORTH DAKOTA TELEPHONE CO.	Y	KNOX	WOLFORD
MIDSTATE COMMUNICATIONS, INC.	Y	YORK	YORK
NORTH DAKOTA TELEPHONE CO.	Y	KNOX	BAKER
DAKOTA CENTRAL TELECOMMUNICATIONS COOP.	Y	WINDSOR	ELDRIDGE
DICKEY RURAL TELEPHONE COOPERATIVE	Y	VENTURIA	VENTURIA
DICKEY RURAL TELEPHONE COOPERATIVE	Y	NELVIK	NELVIK
DICKEY RURAL COMMUNICATIONS, INC.	Y	ASHLEY	ASHLEY
DICKEY RURAL COMMUNICATIONS, INC.	Y	LAMOURE	BERLIN
DICKEY RURAL COMMUNICATIONS, INC.	Y	LAMOURE	LAMOURE
GRIGGS COUNTY TELEPHONE CO.	Y	BINFORD	MOSE
GRIGGS COUNTY TELEPHONE CO.	Y	BINFORD	BINFORD
DAKOTA CENTRAL TELECOMMUNICATIONS COOP.	Y	SYKESTON	HEATON
DAKOTA CENTRAL TELECOMMUNICATIONS COOP.	Y	BOWDON	BOWDON
DAKOTA CENTRAL TELECOM, INC.	Y	CARRINGTON	CARRINGTON
DAKOTA CENTRAL TELECOM, INC.	Y	CARRINGTON	MELVILLE
DAKOTA CENTRAL TELECOMMUNICATIONS COOP.	Y	SYKESTON	DOVER
DAKOTA CENTRAL TELECOMMUNICATIONS COOP.	Y	SYKESTON	BARLOW
DAKOTA CENTRAL TELECOM, INC.	Y	CARRINGTON	BORDULAC
DAKOTA CENTRAL TELECOMMUNICATIONS COOP.	Y	SYKESTON	CATHAY
NORTH DAKOTA TELEPHONE CO.	Y	FESSENDEN	EMRICK
DAKOTA CENTRAL TELECOMMUNICATIONS COOP.	Y	BOWDON	CHASELEY
DAKOTA CENTRAL TELECOMMUNICATIONS COOP.	Y	WINDSOR	CLEVELAND
DAKOTA CENTRAL TELECOMMUNICATIONS COOP.	Y	WINDSOR	WINDSOR
GRIGGS COUNTY TELEPHONE CO.	Y	COOPERSTN	COOPERSTOWN
DAKOTA CENTRAL TELECOM, INC.	Y	COURTENAY	COURTENAY
BEK COMMUNICATIONS COOPERATIVE	Y	TAPPEN	DAWSON
INTER-COMMUNITY TELEPHONE COMPANY, LLC	Y	DAZEY	DAZEY
INTER-COMMUNITY TELEPHONE COMPANY, LLC	Y	DAZEY	SIBLEY
WEST RIVER TELECOMMUNICATIONS COOPERATIVE - ND	Y	GOODRICH	DENHOFF
DICKEY RURAL COMMUNICATIONS, INC.	Y	LAMOURE	LAMOURE
DICKEY RURAL TELEPHONE COOPERATIVE	Y	DICKEY	DICKEY
DICKEY RURAL TELEPHONE COOPERATIVE	Y	MERRICOURT	MERRICOURT
DICKEY RURAL COMMUNICATIONS, INC.	Y	EDGELEY	EDGELEY
DICKEY RURAL COMMUNICATIONS, INC.	Y	ELLENDALE	MONANGO
DICKEY RURAL TELEPHONE COOPERATIVE	Y	GUELPH	SILVER LEAF
DICKEY RURAL TELEPHONE COOPERATIVE	Y	ELLENDALE	MONANGO
DICKEY RURAL TELEPHONE COOPERATIVE	Y	ELLENDALE	ELLENDALE
DICKEY RURAL COMMUNICATIONS, INC.	Y	ELLENDALE	ELLENDALE

NORTH DAKOTA TELEPHONE CO.	Y	FESSENDEN	FESSENDEN
DICKEY RURAL TELEPHONE COOPERATIVE	Y	FORBES	FORBES
DICKEY RURAL TELEPHONE COOPERATIVE	Y	FREDONIA	FREDONIA
DICKEY RURAL TELEPHONE COOPERATIVE	Y	FULLERTON	FULLERTON
DAKOTA CENTRAL TELECOM, INC.	Y	GACKLE	GACKLE
GRIGGS COUNTY TELEPHONE CO.	Y	MCHENRY	JUANITA
GRIGGS COUNTY TELEPHONE CO.	Y	MCHENRY	GLENFIELD
WEST RIVER TELECOMMUNICATIONS COOPERATIVE - ND	Y	GOODRICH	GOODRICH
DAKOTA CENTRAL TELECOMMUNICATIONS COOP.	Y	GRACE CITY	GRACE CITY
INTER-COMMUNITY TELEPHONE COMPANY, LLC	Y	HANNAFORD	HANNAFORD
INTER-COMMUNITY TELEPHONE COMPANY, LLC	Y	HANNAFORD	KARNAK
INTER-COMMUNITY TELEPHONE COMPANY, LLC	Y	HANNAFORD	WALUM
INTER-COMMUNITY TELEPHONE COMPANY, LLC	Y	HANNAFORD	REVERE
DAKOTA CENTRAL TELECOMMUNICATIONS COOP.	Y	BOWDON	HURDSFIELD
GRIGGS COUNTY TELEPHONE CO.	Y	COOPERSTN	JESSIE
DICKEY RURAL TELEPHONE COOPERATIVE	Y	JUD	JUD
DICKEY RURAL TELEPHONE COOPERATIVE	Y	JUD	NORTONVILLE
DAKOTA CENTRAL TELECOM, INC.	Y	COURTENAY	KENSAL
DICKEY RURAL COMMUNICATIONS, INC.	Y	KULM	KULM
DICKEY RURAL COMMUNICATIONS, INC.	Y	LAMOURE	LAMOURE
DICKEY RURAL COMMUNICATIONS, INC.	Y	LAMOURE	GRAND RAPIDS
BEK COMMUNICATIONS COOPERATIVE	Y	LEHR	LEHR
DICKEY RURAL TELEPHONE COOPERATIVE	Y	LITCHVILLE	LITCHVILLE
WEST RIVER TELECOMMUNICATIONS COOPERATIVE - ND	Y	MCCLUSKY	MCCLUSKY
GRIGGS COUNTY TELEPHONE CO.	Y	MCHENRY	MCHENRY
DICKEY RURAL TELEPHONE COOPERATIVE	Y	MARION	MARION
DAKOTA CENTRAL TELECOMMUNICATIONS COOP.	Y	MEDINA	MEDINA
DAKOTA CENTRAL TELECOMMUNICATIONS COOP.	Y	YPSILANTI	MONTPELIER
DAKOTA CENTRAL TELECOMMUNICATIONS COOP.	Y	YPSILANTI	MILLARTON
DICKEY RURAL TELEPHONE COOPERATIVE	Y	DICKEY	ADRIAN
DICKEY RURAL TELEPHONE COOPERATIVE	Y	GUELPH	LUDDEN
DICKEY RURAL COMMUNICATIONS, INC.	Y	OAKES	OAKES
DICKEY RURAL TELEPHONE COOPERATIVE	Y	GUELPH	GUELPH
BEK COMMUNICATIONS COOPERATIVE	Y	PETTIBONE	PETTIBONE
DAKOTA CENTRAL TELECOMMUNICATIONS COOP.	Y	EDMUNDS	EDMUNDS
DAKOTA CENTRAL TELECOMMUNICATIONS COOP.	Y	EDMUNDS	VASHTI
BEK COMMUNICATIONS COOPERATIVE	Y	REGAN	REGAN
BEK COMMUNICATIONS COOPERATIVE	Y	ROBINSON	ROBINSON
BEK COMMUNICATIONS COOPERATIVE	Y	PETTIBONE	LAKE WILLIAMS
INTER-COMMUNITY TELEPHONE COMPANY, LLC	Y	SANBORN	ROGERS
INTER-COMMUNITY TELEPHONE COMPANY, LLC	Y	SANBORN	LEAL
INTER-COMMUNITY TELEPHONE COMPANY, LLC	Y	SANBORN	SANBORN
INTER-COMMUNITY TELEPHONE COMPANY, LLC	Y	SANBORN	ECKELSON
INTER-COMMUNITY TELEPHONE COMPANY, LLC	Y	SANBORN	URBANA
BEK COMMUNICATIONS COOPERATIVE	Y	STEELE	STEELE
DAKOTA CENTRAL TELECOM, INC.	Y	STREETER	STREETER
INTER-COMMUNITY TELEPHONE COMPANY, LLC	Y	HANNAFORD	SUTTON
DAKOTA CENTRAL TELECOMMUNICATIONS COOP.	Y	SYKESTON	SYKESTON
BEK COMMUNICATIONS COOPERATIVE	Y	TAPPEN	TAPPEN
BEK COMMUNICATIONS COOPERATIVE	Y	TUTTLE	TUTTLE
DICKEY RURAL TELEPHONE COOPERATIVE	Y	VERONA	VERONA
DAKOTA CENTRAL TELECOM, INC.	Y	COURTENAY	WIMBLEDON
DAKOTA CENTRAL TELECOM, INC.	Y	COURTENAY	CLEMENTSVILLE
BEK COMMUNICATIONS COOPERATIVE	Y	WING	ARENA
BEK COMMUNICATIONS COOPERATIVE	Y	WING	WING
BEK COMMUNICATIONS COOPERATIVE	Y	WISHEK	BURNSTAD
BEK COMMUNICATIONS COOPERATIVE	Y	WISHEK	WISHEK
DAKOTA CENTRAL TELECOMMUNICATIONS COOP.	Y	WOODWORTH	WOODWORTH
DAKOTA CENTRAL TELECOMMUNICATIONS COOP.	Y	YPSILANTI	YPSILANTI
WEST RIVER TELECOMMUNICATIONS COOPERATIVE - ND	Y	NEW SALEM	ALMONT
WEST RIVER TELECOMMUNICATIONS COOPERATIVE - ND	Y	BEULAH	BEULAH
BEK COMMUNICATIONS COOPERATIVE	Y	KINTYRE	BRADDOCK

WEST RIVER TELECOMMUNICATIONS COOPERATIVE - ND	Y	FORT YATES	CANNON BALL
WEST RIVER TELECOMMUNICATIONS COOPERATIVE - ND	Y	CARSON	BRISBANE
WEST RIVER TELECOMMUNICATIONS COOPERATIVE - ND	Y	CARSON	CARSON
WEST RIVER TELECOMMUNICATIONS COOPERATIVE - ND	Y	CARSON	LEITH
WEST RIVER TELECOMMUNICATIONS COOPERATIVE - ND	Y	CENTER	FORT CLARK
WEST RIVER TELECOMMUNICATIONS COOPERATIVE - ND	Y	CENTER	HENSLER
WEST RIVER TELECOMMUNICATIONS COOPERATIVE - ND	Y	CENTER	CENTER
WEST RIVER TELECOMMUNICATIONS COOPERATIVE - ND	Y	CENTER	SANGER
WEST RIVER TELECOMMUNICATIONS COOPERATIVE - ND	Y	UNDERWOOD	COLEHARBOR
BEK COMMUNICATIONS COOPERATIVE	Y	MCKENZIE	DRISCOLL
WEST RIVER TELECOMMUNICATIONS COOPERATIVE - ND	Y	ELGIN	ELGIN
WEST RIVER TELECOMMUNICATIONS COOPERATIVE - ND	Y	ELGIN	HEIL
WEST RIVER TELECOMMUNICATIONS COOPERATIVE - ND	Y	FLASHER	FREDA
WEST RIVER TELECOMMUNICATIONS COOPERATIVE - ND	Y	FLASHER	LARK
WEST RIVER TELECOMMUNICATIONS COOPERATIVE - ND	Y	FLASHER	FLASHER
WEST RIVER TELECOMMUNICATIONS COOPERATIVE - ND	Y	FORT YATES	FORT YATES
RESERVATION TELEPHONE COOPERATIVE	Y	EMMET	EMMET
RESERVATION TELEPHONE COOPERATIVE	Y	GARRISON	GARRISON
WEST RIVER TELECOMMUNICATIONS COOPERATIVE - ND	Y	GOLDEN VLY	GOLDEN VALLEY
BEK COMMUNICATIONS COOPERATIVE	Y	STRASBURG	WESTFIELD
BEK COMMUNICATIONS COOPERATIVE	Y	STRASBURG	HAGUE
BEK COMMUNICATIONS COOPERATIVE	Y	HAZELTON	HAZELTON
WEST RIVER TELECOMMUNICATIONS COOPERATIVE - ND	Y	HAZEN	HAZEN
WEST RIVER TELECOMMUNICATIONS COOPERATIVE - ND	Y	PICK CITY	PICK CITY
BEK COMMUNICATIONS COOPERATIVE	Y	KINTYRE	KINTYRE
BEK COMMUNICATIONS COOPERATIVE	Y	LINTON	TEMVIK
BEK COMMUNICATIONS COOPERATIVE	Y	LINTON	LINTON
WEST RIVER TELECOMMUNICATIONS COOPERATIVE - ND	Y	ST ANTHONY	ST ANTHONY
WEST RIVER TELECOMMUNICATIONS COOPERATIVE - ND	Y	MERCER	MERCER
BEK COMMUNICATIONS COOPERATIVE	Y	MCKENZIE	MOFFIT
BEK COMMUNICATIONS COOPERATIVE	Y	NAPOLEON	NAPOLEON
CONSOLIDATED TELCOM	Y	MOTT	BENTLEY
WEST RIVER TELECOMMUNICATIONS COOPERATIVE - ND	Y	ELGIN	NEW LEIPZIG
WEST RIVER TELECOMMUNICATIONS COOPERATIVE - ND	Y	NEW SALEM	NEW SALEM
WEST RIVER TELECOMMUNICATIONS COOPERATIVE - ND	Y	CENTER	HANNOVER
WEST RIVER TELECOMMUNICATIONS COOPERATIVE - ND	Y	NEW SALEM	JUDSON
WEST RIVER TELECOMMUNICATIONS COOPERATIVE - ND	Y	FLASHER	RALEIGH
WEST RIVER TELECOMMUNICATIONS COOPERATIVE - ND	Y	FLASHER	FREDA
WEST RIVER TELECOMMUNICATIONS COOPERATIVE - ND	Y	UNDERWOOD	RIVERDALE
WEST RIVER TELECOMMUNICATIONS COOPERATIVE - ND	Y	ST ANTHONY	ST ANTHONY
WEST RIVER TELECOMMUNICATIONS COOPERATIVE - ND	Y	SELFRIDGE	SELFRIDGE
WEST RIVER TELECOMMUNICATIONS COOPERATIVE - ND	Y	SELFRIDGE	SHIELDS
WEST RIVER TELECOMMUNICATIONS COOPERATIVE - ND	Y	ST ANTHONY	SOLEN
WEST RIVER TELECOMMUNICATIONS COOPERATIVE - ND	Y	ST ANTHONY	BREIEN
WEST RIVER TELECOMMUNICATIONS COOPERATIVE - ND	Y	STANTON	STANTON
BEK COMMUNICATIONS COOPERATIVE	Y	STERLING	STERLING
BEK COMMUNICATIONS COOPERATIVE	Y	MCKENZIE	MCKENZIE
BEK COMMUNICATIONS COOPERATIVE	Y	STRASBURG	STRASBURG
WEST RIVER TELECOMMUNICATIONS COOPERATIVE - ND	Y	TURTLELAKE	TURTLE LAKE
WEST RIVER TELECOMMUNICATIONS COOPERATIVE - ND	Y	UNDERWOOD	UNDERWOOD
WEST RIVER TELECOMMUNICATIONS COOPERATIVE - ND	Y	WASHBURN	WASHBURN
BEK COMMUNICATIONS COOPERATIVE	Y	WILTON	WILTON
WEST RIVER TELECOMMUNICATIONS COOPERATIVE - ND	Y	ZAP	ZAP
BEK COMMUNICATIONS COOPERATIVE	Y	ZEELAND	ZEELAND
CONSOLIDATED TELCOM	Y	DICKINSON	LEHIGH
CONSOLIDATED TELCOM	Y	DICKINSON	DICKINSON
CONSOLIDATED TELCOM	Y	DICKINSON	NEW HRADEC
CONSOLIDATED TELCOM	Y	DICKINSON	DICKINSON
CONSOLIDATED TELCOM	Y	AMIDON	AMIDON
MIDSTATE COMMUNICATIONS, INC.	Y	BEACH	TROTTERS
MIDSTATE COMMUNICATIONS, INC.	Y	BEACH	BEACH
CONSOLIDATED TELCOM	Y	LADD	LADD

CONSOLIDATED TELCOM	Y	BOWMAN	BUFFALO SPRINGS
CONSOLIDATED TELCOM	Y	BOWMAN	BOWMAN
CONSOLIDATED TELCOM	Y	DODGE	DODGE
CONSOLIDATED TELCOM	Y	DUNNCENTER	DUNN CENTER
CONSOLIDATED TELCOM	Y	DICKINSON	GLADSTONE
WEST RIVER TELECOMMUNICATIONS COOPERATIVE - ND	Y	GLEN ULLIN	GLEN ULLIN
MIDSTATE COMMUNICATIONS, INC.	Y	BEACH	GOLVA
CONSOLIDATED TELCOM	Y	HALLIDAY	WERNER
CONSOLIDATED TELCOM	Y	HALLIDAY	HALLIDAY
WEST RIVER TELECOMMUNICATIONS COOPERATIVE - ND	Y	HEBRON	HEBRON
CONSOLIDATED TELCOM	Y	REEDER	BUCYRUS
CONSOLIDATED TELCOM	Y	HETTINGER	HAYNES
CONSOLIDATED TELCOM	Y	HETTINGER	HETTINGER
CONSOLIDATED TELCOM	Y	KILLDEER	KILLDEER
CONSOLIDATED TELCOM	Y	DICKINSON	LEFOR
CONSOLIDATED TELCOM	Y	MANNING	MANNING
CONSOLIDATED TELCOM	Y	RHAME	MARMARTH
CONSOLIDATED TELCOM	Y	RICHARDTON	MARSHALL
MIDSTATE TELEPHONE CO.	Y	MEDORA	MEDORA
CONSOLIDATED TELCOM	Y	MOTT	MOTT
CONSOLIDATED TELCOM	Y	MOTT	BURT
CONSOLIDATED TELCOM	Y	NEWENGLAND	NEW ENGLAND
CONSOLIDATED TELCOM	Y	REEDER	REEDER
CONSOLIDATED TELCOM	Y	REGENT	REGENT
CONSOLIDATED TELCOM	Y	RHAME	RHAME
WEST RIVER TELECOMMUNICATIONS COOPERATIVE - ND	Y	HEBRON	ANTELOPE
CONSOLIDATED TELCOM	Y	RICHARDTON	RICHARDTON
CONSOLIDATED TELCOM	Y	SCRANTON	GASCOYNE
CONSOLIDATED TELCOM	Y	SCRANTON	SCRANTON
MIDSTATE COMMUNICATIONS, INC.	Y	BEACH	SENTINEL BUTTE
CONSOLIDATED TELCOM	Y	SOUTHHEART	SOUTH HEART
CONSOLIDATED TELCOM	Y	RICHARDTON	TAYLOR
SRT COMMUNICATIONS, INC.	Y	MINOT	MINOT
SRT COMMUNICATIONS, INC.	Y	SO PRAIRIE	SOUTH PRAIRIE
SRT COMMUNICATIONS, INC.	Y	MINOT	MINOT
SRT COMMUNICATIONS, INC.	Y	MINOT	MINOT
SRT COMMUNICATIONS, INC.	Y	MINOT AFB	MINOT AIR FORCE BASE
SRT COMMUNICATIONS, INC.	Y	MINOT	MINOT
SRT COMMUNICATIONS, INC.	Y	MINOT	MINOT
SRT COMMUNICATIONS, INC.	Y	MINOT AFB	MINOT AIR FORCE BASE
SRT COMMUNICATIONS, INC.	Y	MINOT	MINOT
NORTH DAKOTA TELEPHONE CO.	Y	DRAKE	AYLMER
NORTH DAKOTA TELEPHONE CO.	Y	DRAKE	ANAMOOSE
SRT COMMUNICATIONS, INC.	Y	ANTLER	ANTLER
NORTH DAKOTA TELEPHONE CO.	Y	DRAKE	BALFOUR
SRT COMMUNICATIONS, INC.	Y	UPHAM	BANTRY
RESERVATION TELEPHONE COOPERATIVE	Y	MAX	BENEDICT
SRT COMMUNICATIONS, INC.	Y	BERTHOLD	BLAISDELL
SRT COMMUNICATIONS, INC.	Y	CARPIO	FOXHOLM
SRT COMMUNICATIONS, INC.	Y	BERTHOLD	BERTHOLD
SRT COMMUNICATIONS, INC.	Y	BERTHOLD	TAGUS
NORTHWEST COMMUNICATIONS COOPERATIVE	Y	BOWBELLS	COTEAU
NORTHWEST COMMUNICATIONS COOPERATIVE	Y	BOWBELLS	BOWBELLS
SRT COMMUNICATIONS, INC.	Y	MINOT	BURLINGTON
SRT COMMUNICATIONS, INC.	Y	BUTTE	BUTTE
SRT COMMUNICATIONS, INC.	Y	BUTTE	KIEF
SRT COMMUNICATIONS, INC.	Y	CARPIO	CARPIO
SRT COMMUNICATIONS, INC.	Y	BERTHOLD	HARTLAND
NORTHWEST COMMUNICATIONS COOPERATIVE	Y	COLUMBUS	COLUMBUS
NORTHWEST COMMUNICATIONS COOPERATIVE	Y	COLUMBUS	LARSON
NORTHWEST COMMUNICATIONS COOPERATIVE	Y	COLUMBUS	KINCAID
NORTHWEST COMMUNICATIONS COOPERATIVE	Y	CROSBY	CROSBY

SRT COMMUNICATIONS, INC.	Y	DEERING	DEERING
SRT COMMUNICATIONS, INC.	Y	DES LACS	DES LACS
RESERVATION TELEPHONE COOPERATIVE	Y	SPENCER	COULEE
SRT COMMUNICATIONS, INC.	Y	DONNYBROOK	DONNYBROOK
RESERVATION TELEPHONE COOPERATIVE	Y	DOUGLAS	DOUGLAS
NORTH DAKOTA TELEPHONE CO.	Y	DRAKE	DRAKE
NORTH DAKOTA TELEPHONE CO.	Y	DRAKE	GUTHRIE
NORTHWEST COMMUNICATIONS COOPERATIVE	Y	FLAXTON	FLAXTON
NORTHWEST COMMUNICATIONS COOPERATIVE	Y	FLAXTON	NORTHGATE
SRT COMMUNICATIONS, INC.	Y	GLENBURN	GLENBURN
SRT COMMUNICATIONS, INC.	Y	GLENBURN	WOLSETH
SRT COMMUNICATIONS, INC.	Y	DEERING	SIMCOE
SRT COMMUNICATIONS, INC.	Y	DEERING	GRANVILLE
SRT COMMUNICATIONS, INC.	Y	KARLSRUHE	KARLSRUHE
RESERVATION TELEPHONE COOPERATIVE	Y	SPENCER	SPENCER
RESERVATION TELEPHONE COOPERATIVE	Y	KENMARE	KENMARE
RESERVATION TELEPHONE COOPERATIVE	Y	NORMA	NORMA
RESERVATION TELEPHONE COOPERATIVE	Y	SPENCER	NIOBE
RESERVATION TELEPHONE COOPERATIVE	Y	SPENCER	KENASTON
TURTLE MOUNTAIN COMMUNICATIONS	Y	BOTTINEAU	GARDENA
TURTLE MOUNTAIN COMMUNICATIONS	Y	KRAMER	KRAMER
SRT COMMUNICATIONS, INC.	Y	LANSFORD	LANSFORD
NORTHWEST COMMUNICATIONS COOPERATIVE	Y	LIGNITE	LIGNITE
NORTHWEST COMMUNICATIONS COOPERATIVE	Y	MCGREGOR	MCGREGOR
RESERVATION TELEPHONE COOPERATIVE	Y	MAKOTI	MAKOTI
RESERVATION TELEPHONE COOPERATIVE	Y	MANDAREE	MANDAREE
SRT COMMUNICATIONS, INC.	Y	MARTIN	MARTIN
RESERVATION TELEPHONE COOPERATIVE	Y	MAX	MAX
SRT COMMUNICATIONS, INC.	Y	MAXBASS	MAXBASS
TURTLE MOUNTAIN COMMUNICATIONS	Y	KRAMER	ECKMAN
SRT COMMUNICATIONS, INC.	Y	MOHALL	LORAIN
SRT COMMUNICATIONS, INC.	Y	MOHALL	MOHALL
SRT COMMUNICATIONS, INC.	Y	NEWBURG	RUSSELL
SRT COMMUNICATIONS, INC.	Y	NEWBURG	NEWBURG
RESERVATION TELEPHONE COOPERATIVE	Y	KEENE	CHARLSON
RESERVATION TELEPHONE COOPERATIVE	Y	NEW TOWN	NEW TOWN
NORTHWEST COMMUNICATIONS COOPERATIVE	Y	NOONAN	NOONAN
SRT COMMUNICATIONS, INC.	Y	DEERING	NORWICH
SRT COMMUNICATIONS, INC.	Y	MINOT	MINOT
MIDSTATE TELEPHONE CO.	Y	STANLEY	PALERMO
RESERVATION TELEPHONE COOPERATIVE	Y	PARSHALL	PARSHALL
RESERVATION TELEPHONE COOPERATIVE	Y	PLAZA	WABEK
RESERVATION TELEPHONE COOPERATIVE	Y	PLAZA	PLAZA
MIDSTATE TELEPHONE CO.	Y	PORTAL	PORTAL
NORTHWEST COMMUNICATIONS COOPERATIVE	Y	POWERSLAKE	POWERS LAKE
NORTHWEST COMMUNICATIONS COOPERATIVE	Y	POWERSLAKE	BATTLEVIEW
RESERVATION TELEPHONE COOPERATIVE	Y	ROSEGLEN	ROSEGLEN
RESERVATION TELEPHONE COOPERATIVE	Y	ROSS	ROSS
SRT COMMUNICATIONS, INC.	Y	BUTTE	RUSO
RESERVATION TELEPHONE COOPERATIVE	Y	RYDER	RYDER
RESERVATION TELEPHONE COOPERATIVE	Y	ROSEGLEN	RAUB
SRT COMMUNICATIONS, INC.	Y	SAWYER	SAWYER
SRT COMMUNICATIONS, INC.	Y	SHERWOOD	SHERWOOD
TURTLE MOUNTAIN COMMUNICATIONS	Y	SOURIS	SOURIS
TURTLE MOUNTAIN COMMUNICATIONS	Y	BOTTINEAU	CARBURY
TURTLE MOUNTAIN COMMUNICATIONS	Y	SOURIS	ROTH
SRT COMMUNICATIONS, INC.	Y	LANDA	LANDA
NORTHWEST COMMUNICATIONS COOPERATIVE	Y	POWERSLAKE	LUNDS VALLEY
NORTHWEST COMMUNICATIONS COOPERATIVE	Y	POWERSLAKE	LOSTWOOD
MIDSTATE TELEPHONE CO.	Y	STANLEY	STANLEY
MIDSTATE TELEPHONE CO.	Y	STANLEY	BELDEN
SRT COMMUNICATIONS, INC.	Y	MINOT	SURREY

SRT COMMUNICATIONS, INC.	Y	TOLLEY	TOLLEY
SRT COMMUNICATIONS, INC.	Y	TOWNER	BERWICK
SRT COMMUNICATIONS, INC.	Y	TOWNER	DENBIGH
SRT COMMUNICATIONS, INC.	Y	TOWNER	TOWNER
SRT COMMUNICATIONS, INC.	Y	UPHAM	UPHAM
SRT COMMUNICATIONS, INC.	Y	VELVA	VELVA
SRT COMMUNICATIONS, INC.	Y	KARLSRUHE	BERGEN
SRT COMMUNICATIONS, INC.	Y	KARLSRUHE	VERENDRYE
SRT COMMUNICATIONS, INC.	Y	VELVA	VOLTAIRE
SRT COMMUNICATIONS, INC.	Y	BUTTE	KONGSBERG
SRT COMMUNICATIONS, INC.	Y	WESTHOPE	WESTHOPE
RESERVATION TELEPHONE COOPERATIVE	Y	ROSS	WHITE EARTH
NORTHWEST COMMUNICATIONS COOPERATIVE	Y	WILDROSE	WILDROSE
NORTHWEST COMMUNICATIONS COOPERATIVE	Y	WILDROSE	HAMLET
MISSOURI VALLEY COMMUNICATIONS, INC.	Y	WILLISTON	BUFORD
NORTHWEST COMMUNICATIONS COOPERATIVE	Y	ROUNDPRARI	ROUND PRAIRIE
MISSOURI VALLEY COMMUNICATIONS, INC.	Y	WILLISTON	WILLISTON
MISSOURI VALLEY COMMUNICATIONS, INC.	Y	WILLISTON	BONETRAIL
MISSOURI VALLEY COMMUNICATIONS, INC.	Y	WILLISTON	WILLISTON
NORTHWEST COMMUNICATIONS COOPERATIVE	Y	ALAMO	ALAMO
NORTHWEST COMMUNICATIONS COOPERATIVE	Y	WILDROSE	CORINTH
NORTHWEST COMMUNICATIONS COOPERATIVE	Y	ALAMO	APPAM
NEMONT TELEPHONE COOPERATIVE, INC.	Y	AMBROSE	AMBROSE
NORTHWEST COMMUNICATIONS COOPERATIVE	Y	EPPING	EPPING
MISSOURI VALLEY COMMUNICATIONS, INC.	Y	WILLISTON	SPRING BROOK
NEMONT TELEPHONE COOPERATIVE, INC.	Y	FORTUNA	FORTUNA
NEMONT TELEPHONE COOPERATIVE, INC.	Y	AMBROSE	COLGAN
NORTHWEST COMMUNICATIONS COOPERATIVE	Y	GRENORA	GRENORA
NEMONT TELEPHONE COOPERATIVE, INC.	Y	FORTUNA	ALKABO
NORTHWEST COMMUNICATIONS COOPERATIVE	Y	RAY	WHEELOCK
NORTHWEST COMMUNICATIONS COOPERATIVE	Y	RAY	RAY
NORTHWEST COMMUNICATIONS COOPERATIVE	Y	TIOGA	TIOGA
NORTHWEST COMMUNICATIONS COOPERATIVE	Y	TIOGA	TEMPLE
MISSOURI VALLEY COMMUNICATIONS, INC.	Y	WILLISTON	TRENTON
NORTHWEST COMMUNICATIONS COOPERATIVE	Y	GRENORA	HANKS
NORTHWEST COMMUNICATIONS COOPERATIVE	Y	GRENORA	STADY
NORTHWEST COMMUNICATIONS COOPERATIVE	Y	MARMON	MARMON
NORTHWEST COMMUNICATIONS COOPERATIVE	Y	GRENORA	ZAHL
QWEST CORPORATION	N	CASSELTON	AMENIA
QWEST CORPORATION	N	GARDNER	ARGUSVILLE
QWEST CORPORATION	N	HILLSBORO	BLANCHARD
QWEST CORPORATION	N	CASSELTON	CASSELTON
QWEST CORPORATION	N	KINDRED	DAVENPORT
QWEST CORPORATION	N	GARDNER	GARDNER
QWEST CORPORATION	N	GARDNER	GRANDIN
QWEST CORPORATION	N	FARGO	PROSPER
QWEST CORPORATION	N	FARGO	PROSPER
QWEST CORPORATION	N	FARGO	HARWOOD
QWEST CORPORATION	N	FARGO	HARWOOD
QWEST CORPORATION	N	HILLSBORO	KELSO
QWEST CORPORATION	N	HILLSBORO	HILLSBORO
QWEST CORPORATION	N	FARGO	OXBOW
QWEST CORPORATION	N	FARGO	HORACE
QWEST CORPORATION	N	FARGO	HORACE
QWEST CORPORATION	N	FARGO	OXBOW
QWEST CORPORATION	N	HICKSON	HICKSON
QWEST CORPORATION	N	FARGO	WILD RICE
QWEST CORPORATION	N	FARGO	WILD RICE
QWEST CORPORATION	N	KINDRED	KINDRED
QWEST CORPORATION	N	LEONARD	WOODS
QWEST CORPORATION	N	LEONARD	LEONARD
QWEST CORPORATION	N	FARGO	MAPLETON

QWEST CORPORATION	N	DICKINSON	LEHIGH
QWEST CORPORATION	N	DICKINSON	DICKINSON
QWEST CORPORATION	N	DICKINSON	NEW HRADEC
QWEST CORPORATION	N	DICKINSON	DICKINSON
QWEST CORPORATION	N	BELFIELD	FRYBURG
QWEST CORPORATION	N	BELFIELD	BELFIELD
QWEST CORPORATION	N	BELFIELD	GORHAM
QWEST CORPORATION	N	BELFIELD	FAIRFIELD
QWEST CORPORATION	N	DICKINSON	GLADSTONE
QWEST CORPORATION	N	DICKINSON	LEFOR

Exhibit D

Blue Jay Wireless, LLC

Summary of Chief Officer Biographies

Telecommunications Experience

David Wareikis, President and CEO of Blue Jay, has fourteen years of professional experience advising, managing and creating telecommunications companies. For the past year, he has been integral to establishing and developing Blue Jay Wireless, LLC, a commercial mobile radio service provider. Previous positions include:

- Chief Financial Officer for Assist Wireless, LLC, a 100,000+ line wireless provider, based in Texas and operating in Oklahoma and several other states (1.5 years);
- Managing Director and Consultant with Timeless Capital, LLC, a Dallas-based company, serving as senior advisor to telecommunications companies, including wireline companies serving the Lifeline industry, providing financial and operational support and analysis for telecommunications businesses (2.3 years);
- Director and Vice President of Bluffview Capital, a Dallas-based company, in which capacity he acted as senior advisor to numerous media and telecommunications companies, including those focused on federal Universal Service Fund operations, providing financial and operational support and analysis for media and telecommunications businesses (6.3 years);
- Various positions within the investment banking division of Bank of America (called Banc of America) focusing on advising media and telecommunications industry companies (4.1 years).

Brian Steeg, Chief Financial officer of Blue Jay, has over ten years of experience working in the telecommunications industry. In the past year, he has been a key team member of the new company, ensuring that Blue Jay has the appropriate financial and accounting infrastructure to support its wireless operations and, in particular, its Lifeline services operations. Previous positions of significance include:

- Chief Financial Officer at New Talk, Inc., a prepaid wireline Lifeline ETC provider with annual revenues over \$20 million and more than 25,000 customers (3 years);
- Associate with Banc of America Corporation, responsible for portfolio management, coordination of financing transactions and general investment analysis and support for the media/telecom client base (5 years);
- Auditor with Arthur Andersen, LLP, including work with the firm's communications and technology clients (3 years).

DAVID A. WAREIKIS

5010 Addison Circle

Addison, TX 75001

(214) 448-4172

dwareikis@bluejaywireless.com

SUMMARY Mr. Wareikis, has 14 years of experience building, running and advising telecommunications companies. Most recently, Mr. Wareikis served as CFO and Co- Founder of Assist Wireless, a 100,000+ line wireless service provider based in Texas, and doing business in Oklahoma and several other states. Over the years, Mr. Wareikis has developed a strong expertise in capital markets, back office systems, automation, billing, call center solutions, provisioning, order processing, USAC Lifeline compliance, and telecommunications vendor relationship management. Mr. Wareikis has served as advisor to such names as Belo Corp., Cablevision, Charter Communications, Comcast, Conterra Ultra Broadband, New Talk, Inc. Rainbow Media Group, Radio One and Time Warner Entertainment among others.

EXPERIENCE BLUE JAY WIRELESS, LLC Addison, TX
04/12 - current *Co-Founder, Chief Executive Officer and President*

EXPERIENCE ASSIST WIRELESS, LLC Fort Worth, TX
10/10 - 04/12 *Co-Founder, Chief Financial Officer and Consultant*

- Implemented numerous improvements in company software, billing, and order entry systems including facilitating inventory tracking functionality.
- Managed daily budgeting for company and performed financial forecasts.
- Performed accounting auditing of carrier reconciliations and inventory.
- Facilitated provisioning with carriers and activation of over 100,000 lines on Sprint and Verizon networks.
- Assisted in the preparation, review and negotiation of agreements with key vendors.
- Directed numerous enhancements and customization of BeQuick Software systems.
- Assisted in the development, training and mentoring of the company's Chief Operating Officer, Cost Accountant and other staff and employees.
- Drafted executive summary memorandums and management presentations.

EXPERIENCE TIMELESS CAPITAL, LLC Dallas, TX
05/08 - 09/10 *Managing Director and Consultant*

- Served as senior advisor to telecommunications companies including wireline telecommunications businesses serving the Lifeline industry.
- Performed C-level financial and operational support for telecommunications business.
- Analyzed potential telecommunications acquisition opportunities.

BLUFFVIEW SECURITIES, LP & BLUFFVIEW CAPITAL, LP Dallas, TX
03/08 - 01/10 *Managing Director, Corporate and Investment Banking, Media and Telecommunications*

01/05 - 02/08 *Vice President, Corporate and Investment Banking, Media and Telecommunications*

07/03 - 12/04 *Senior Associate, Corporate and Investment Banking, Media and Telecommunications*

- Originated and executed several private debt and equity capital raises and mergers and acquisition transactions in the telecommunications industry.
- Created customized client and investor management database for firm.
- Worked closely with a wide variety of investor groups including private equity funds, hedge funds, family offices and various high net worth and accredited investors.

BARRIER ADVISORS, INC Dallas, TX

02/03 - 06/03 *Consultant, Restructuring and C-Level Operational Advisory Group*

- Performed analysis for key stakeholders to evaluate and implement options for troubled, distressed and under-performing companies.
- Analyzed liquidity and financing performance relative to 13-week cash flow forecasts.
- Evaluated the feasibility of distressed company business plans and prepared operating recommendations.

DAVID A. WAREIKIS

5010 Addison Circle

Addison, TX 75001

(214) 448-4172

dwareikis@bluejaywireless.com

BANC OF AMERICA SECURITIES LLC

Dallas, TX & New York City, NY

07/01 - 09/02 *Associate, Corporate and Investment Banking, Media and Telecommunications*

- Developed and maintained advanced financial models for pro forma analysis; merger consequences analysis; LBO analysis; accretion/dilution analysis; and comparable company, precedent transaction and valuation analysis.
- Prepared offering memorandums, organizational meeting and due diligence materials, roadshow and sales force presentations, and internal committee approval memos.
- Served as lead associate on execution of several media and telecommunications book managed capital markets transactions.
- Completed a six-month rotation through New York City office.
- Participated in a four-week training program in New York City.

07/98 - 06/01 *Analyst, Corporate and Investment Banking, Media and Telecommunications*

- Supported deal team origination and execution of capital markets and M&A transactions.
- Drafted offering memorandums, internal committee approval memos, due diligence materials, client overviews and descriptive memoranda.
- Conducted extensive research covering media and telecommunications industry trends.
- Developed and maintained comparable company and precedent transaction models.
- Performed extensive financial modeling and capital structure analysis.
- Participated in a six-week training program.

EDUCATION UNIVERSITY OF PENNSYLVANIA

Philadelphia, PA

Bachelor of Arts in Economics, 05/98

Crew Team, Heavyweight Rowing

DAVID A. WAREIKIS

5010 Addison Circle
Addison, TX 75001
(214) 448-4172
dwareikis@bluejaywireless.com

REFERENCES

Tom Carter (former colleague at Banc of America Securities)
Chief Financial Officer, Nexstar Broadcasting Group
5215 North O'Connor Boulevard, Suite 1400
Irving, TX 75039
(972) 373-8800 (office)

Jack Ferrell (former colleague at Banc of America Securities)
Portfolio Manager, Highland Capital Management
Two Galleria Tower
13455 Noel Road, Suite 1300
Dallas, TX 75240
(972) 628-4129 (office)

Ali Mirza (former colleague at Bluffview Capital)
Managing Director, Petro Capital Group
3838 Oak Lawn Avenue, Suite 1775
Dallas, TX 75219
(214) 661-7763 (office)

Jeremy Radtke (former colleague at Banc of America Securities)
Managing Director, Bank of America Merrill Lynch
One Bryant Park, 23rd Floor
New York, NY 10036
(646) 855-0877 (office)

Joseph Woods (colleague)
Principal, Timber Creek Capital
5010 Addison Circle
Addison, TX 75001
(214) 725-1994 (cell)

5985 Topaz Vista Place
Castle Rock, CO 80108
(720) 971 0502

Angela Husney

❖ PROFILE

Results-oriented Operations expert with over 20 years of call center, contact center management and extensive quality / project management experience in a position which directly supports a company's strategic initiatives while providing career growth. Dedicated and self-motivated with the ability to effectively manage vendors, employees and projects.

❖ STRENGTHS

- Perform research, analysis, design and implementation of business systems to meet current and future user requirements.
- Detailed experience in setting up functional business groups including billing integrity, asset management and financial reporting.
- Extensive experience in process definition, process mapping and business requirements development.
- Execution of standard control plans and process ownership to preserve process integrity.
- Manage vendor relationships from initial contract review through implementation and on-going compliance monitoring.
- Employee development and front line coaching with a focus on results.

❖ COMPUTER SKILLS

- Microsoft Office
 - Word
 - Excel
 - PowerPoint
 - Visio
 - Outlook
- Internet Applications
- Experience with multiple proprietary billing systems

❖ HIGHLIGHTS OF ACCOMPLISHMENTS

- Established multiple strong call center operations from initial staffing, process design, system implementation, training, motivation and continual evaluation and improvement at both strategic and tactical levels.
- Successful integration of BeQuick billing platform with major wireless providers including T-Mobile and Sprint.
- Envisioning future business risks, identifying areas of improvement, formulating business solutions, and developing processes that forge high efficiency and service excellence while establishing a management philosophy that promotes involvement and participation of all organizational levels.
- In-depth exposure to high-tech business strategies, product support and customer service solutions; recognized as a Product Champion, Process Advocate and Change Agent.
- Driving force in the success of multiple startup CLECs.
- Owner/Operator of a UPS Store franchise for 5 years.
- Project Management Certification.

❖ PROFESSIONAL EXPERIENCE

Blue Jay Wireless 2013 to Present
A leading prepaid wireless company based in Dallas Texas.

Vice President of Operations

- Maximize functionality of the OSS system.
- Manage 3rd party vendor BeQuick Software.
- Manage all aspects of billing, order management, customer relationship management, and call center automation.
- Maximize growth and profitability while leading and managing all company operations functions.
- Implementation of short- and long-term programs and processes to optimize work flow.
- Collaborate with other company departments and segments of management to establish and execute responsibilities.

PROFESSIONAL EXPERIENCE (con't)

BeQuick Software, Inc

2006 to 2013

Software company providing hosted BSS/OSS platform

Project Manager

- System analysis, deployment and training of BeQuick Software and Fusion OSS system
- Facilitate & document business process review sessions with internal and external clients
- Perform process/requirements gap analysis against critical requirements
- Lead functional design teams & user acceptance testing
- Complete application configuration / customization
- Facilitate user feedback / UAT sessions
- Managed implementation of Sprint and T-Mobile integrations
- Integration with multiple third party vendors to include payment gateways, print vendors and carriers

Liberty Bell Telecommunications, LLC

2003 to 2006

Startup competitive local phone company (CLEC) providing service in the Colorado Market

Director of Operations

- Grew revenue from \$0 to \$4.3 million per year within 3 years
- Initial development of operational structure, staffing and management including sales, IT, customer care, provisioning, billing and maintenance/repair departments
- Strategic development of billing system including implementation and migration of billing system which increased revenue and cost savings
- Managed initial implementation and on-going relationships of various vendors including billing, printing, multiple service providers, banking institutions, accounting and IT

Arrival Communications

2000 to 2002

*Facility based competitive local phone company (CLEC) providing service in the state of California
Denver office closed 2002.*

Director of Order Management

- Developed and implemented order management system for DSL and other telecom products.
- Created Tier 1 and Tier 2 DSL support teams. Developed organizational structure and training documentation and courses.
- Developed support mechanisms for various products including ISP (DNS, Website, dial-up) and Telecom (voice and data).

Qwest Communications, Inc

1998 to 2000

A provider of telecommunications products and services nationwide.

Manager of Provisioning, Consumer Markets

MCI Telecommunications, Inc

1994 to 1998

Nationwide provider of voice and data services.

Multi-location Manager

Continental Airlines

1986 to 1994

Airline Company

Flight Attendant

References available upon request

JEFF JOHNSON

1609 Red Cedar Drive, Wylie, TX 75098
(C) 214-587-8917 | jjohnson@bluejaywireless.com

OPERATIONS EXECUTIVE

Change Management | Business Development | Workforce Planning | Client Relations

Executive Profile:

Forward-thinking Ops Leader with 14+ years of experience driving process improvements. Exceptionally skilled at building, launching, and managing sales and customer service teams. Proven ability to oversee daily business performance and spearhead strategic growth initiatives. History of leveraging communication skills to articulate and gain staff buy-in to achieve shared goals. Talent for training and mentoring cross-functional personnel and working with C-level Executives. *Specific areas of expertise include:*

International Business | Project Management | Product Marketing | Negotiations | Joint Ventures
Sales Cycle Management | Event Planning | QC/QA | Cost Reduction | Vendor Relations | Recruiting
Needs Assessment | Social Media | Technical Support | Public Relations | Inventory Management

PROFESSIONAL EXPERIENCE

Blue Jay Wireless – Addison, TX

2012

Prepaid wireless company targeting the under-banked and credit-challenged consumer demographic.

Vice President of Sales & Customer Service

Hired to leverage extensive sales and training experience to facilitate management, training and development of sales and customer service staff.

- Directed development of compliance and customer service training videos, handbooks and materials.
- Created scorecard for grading of sales and customer service staff.
- Identify locations and train employees for store fronts.

Splash Media – Addison, TX

2011 to 2012

Social media marketing firm providing turnkey management solutions to companies nationwide.

Vice President of Fulfillment

Hired to manage staff responsible for client fulfillment. Implemented strategic plans ensuring management of client social media presence. Worked with clients to develop appropriate content and business plans. Established and monitored expectations and performance. Collaborated with C-level Executives. Mentored Social Media Managers.

- Created and introduced processes and procedures designed to improve workplace environment and generate turnaround in low morale.
- Initiated team structure for strengthening accounts with accountability and best practices.

Agency Matrix LLC – Addison, TX

2009 to 2011

Startup software company creating agency management software for insurance agents nationwide.

Chief Operating Officer

Selected to establish sales force and Customer Relationship Management (CRM) guidelines. Coordinated business development activities. Served as Project Manager for software development

projects. Communicated with companies to review download certifications, distribute leads, track commissions, and resolve customer issues. Participated in trade shows.

- Increased revenues from \$4K per month at time of hire to \$80K per month in 2 years.
- Secured business with more than 1000 insurance offices across 30 states.
- Implemented staff structure supporting customer accounts without excessive overhead or spending.
- Served as key player in negotiation of profitable sale to insurance provider/technology company.

Splash Media – Addison, TX

2007 to 2009

Media production company creating corporate IPTV channels and video training content for businesses.

Chief Operating Officer

Hired to construct staff structure in support of new business model and support existing Success Training Network. Hired sales force and monitored prospecting activities. Developed and introduced commission guidelines. Researched and auditioned programming talent. Authored and reviewed scripts and collateral marketing materials. Managed Customer Service and Technical Support teams.

- Launched xTrain training product targeting photography and graphics arts audiences.
- Guided customer and technical support operations to 100% service level.
- Organized and coordinated presence at large conventions & tradeshow nationwide including Photoshop Expo and MacWorld.

Wizetrade Group LLC – Addison, TX

2001 to 2007

Software technology firm developing programs tracking movements in financial markets.

Chief Operating Officer

Hired as Operations Manager and promoted from Vice President. Selected to improve support and workflow operations. Hired and managed sales and technical support staff. Conducted performance reviews. Negotiated vendor contracts. Prepared and monitored department budgets. Developed marketing messages for sales force. Supervised 6 Department Managers.

- Served as key player during company growth from startup to \$100M in annual revenues.
- Organized and coordinated major 3-day event with 2500+ attendees from around the world serving on Planning Committee, delivering presentations, and leading training workshops.
- Developed retention department contacting new clients and supporting them through first 30 days resulting in 15% improvement in monthly retention.
- Created, trained, and expanded customer service staff from 2 to 20+.
- Trained international office in policies and best practices.

Additional professional experience includes **Operations Manager** for PC Group Holdings and Underwriter and Local Recording Agent for Rodney D Young Insurance.

BRIAN STEEG

2990 Blackburn Street #3107

Dallas, TX 75204

Cell: (214) 280-4429

bsteeg@bluejaywireless.com

SUMMARY

Brian Steeg is an accomplished results-driven finance and accounting executive with over sixteen years of finance and accounting experience and over ten years of experience working in the telecommunications industry. Prior to joining Blue Jay Wireless, Mr. Steeg provided senior management support at a prepaid wireline Lifeline Eligible Telecommunications Carrier (ETC). Throughout his career, Mr. Steeg has originated, structured and executed various capital markets transactions, has served as a financial statement auditor for public and private enterprises and has served in management roles in a finance and accounting capacity for various enterprises. Core competencies include:

- * Strategic Financial Analysis and Planning
- * Budgeting and Forecasting
- * Market and Industry Analysis
- * Financial Reporting
- * Treasury and Risk Management
- * Capital Origination and Structuring

EXPERIENCE

BLUE JAY WIRELESS, LLC

Addison, TX

Chief Financial Officer

2012 – Present

- Perform strategic financial planning function for private-equity backed consumer wireless company.
- Conduct extensive research and market analysis to aid in identifying relevant competitive and regulatory parameters for development of proprietary business model.
- Develop organization accounting and finance infrastructure and implement accounting and compliance policies and procedures.
- Responsible for financial reporting function and coordinating and managing activities of accounting and finance departments and staff.
- Manage vendor relationships including reviewing and negotiating vendor contracts.
- Aid in the review and compilation of required regulatory filings.
- Developed internal budgets and financial forecasts.
- Responsible for information system infrastructure planning and implementation, including implementation of enterprise resource planning and customer relationship systems.

NEW TALK, INC.

Fort Worth, TX

Chief Financial Officer

2009 – 2012

- Performed senior management-level accounting and finance function for privately-held prepaid wireline Lifeline ETC provider with annual revenues of over \$20 million and over 25,000 customers.
- Responsible for preparing and submitting required regulatory filings including annual state level public utility commission and federal level Form 477, Form 497 and Form 499 reporting.
- Managed customer billing and collections.
- Executed market scope and regulatory analysis to study potential expansion opportunities.
- Led due diligence and financing team in attempt to acquire company with over 50,000 wireline customers.
- Responsible for internal and external financial reporting, month and year end financial close process and risk management activities.
- Managed treasury operations, cash and working capital, credit and collections.
- Created and enforced accounting and finance policies, procedures and internal controls.
- Developed and maintained capital budgets and financial projections.
- Reviewed pending state and federal legislation to determine potential effect on markets.

WEST LANDESBANK, AG

Houston, TX

Associate Director – Global Energy

2007 – 2009

- Originated, structured and executed senior debt financing for clients across a broad spectrum of energy industry sub-sectors.
- Provided structuring and execution support on transactions representing over \$1 billion in capital raised. Clients included both public and private enterprises.
- Structured a variety of debt transactions including: traditional corporate credit facilities, infrastructure and other construction financing, working capital lines, asset based lending (including reserve based loans for E&P borrowers) and other debt products.

BRIAN STEEG

2990 Blackburn Street #3107

Dallas, TX 75204

Cell: (214) 280-4429

bsteeg@bluejaywireless.com

- 2005 - 2007** **BANK OF AMERICA CORPORATION** **Dallas, TX**
Vice President - Credit Products - General Industrials
- Lead underwriter of senior debt financing and other credit products. Responsibilities included structuring agented credit facilities, preparing presentations for credit committee approval, and reviewing and negotiating transaction documentation.
 - Reviewed financial analysis, including forecasting for leveraged debt financing and credit analytics. Developed risk weighted projection scenarios and performed stress testing of financial projections to validate expected payback scenarios.
- 2000 - 2005** *Associate - Portfolio Management / Global Corporate Investment Banking - Media/Telecom*
- Prepared and reviewed internal portfolio presentations and credit committee approval memos.
 - Assisted in the management of a portfolio of senior bank loans, reviewing portfolio profitability and risk concentration levels. Executed amendment, waiver and other loan maintenance requests.
 - Served as lead associate on the execution of several book-managed syndicated finance transactions.
 - Developed financial projections for credit profile, pro forma and LBO analysis.
 - Managed a pool of analysts that supported a team of portfolio managers.
- 1997 - 2000** **ARTHUR ANDERSEN, LLP** **Houston, TX**
Auditor - Commercial/Enterprise Division
- Performed testing related to quarterly and annual financial statement audits for both public and private enterprises. Documented testing results and analyzed internal control infrastructure with a focus on recommending improvements. Broad client base which included manufacturing, media, communications, technology, biotechnology and healthcare.
 - Reviewed financial statement reporting for private and public clients.
 - Planned and budgeted resources for financial statement audits.
- 1996 - 1997** **COCA-COLA/MINUTE MAID COMPANY** **Houston, TX**
Financial Analyst - Promotion Financial Analyst
- Assisted in the development of \$30 million promotion budgets for the Minute Maid Company's southwest region.
 - Managed trade relationships with various wholesale and retail customers, monitored customer compliance with manufacturer promotion programs and tracked remittance of promotion funds.
- 1995 - 1996** **POWELL INDUSTRIES** **Houston, TX**
Financial Analyst
- Prepared various internal and external managerial and operational analyses and related reporting for financial controller and CFO of publicly-traded electrical distribution equipment manufacturer. Participated in month-end closing functions including the allocation of project costs.
 - Performed fixed asset acquisition analysis.
-

EDUCATION **TEXAS TECH UNIVERSITY** **Lubbock, TX**
Bachelor of Business Administration May 1995

PROFESSIONAL CERTIFICATIONS
Certificate of Public Accountancy - Texas, Fall 1999

Exhibit E

Blue Jay Wireless, LLC
Certificate of Formation

Corporations Section
P.O.Box 13697
Austin, Texas 78711-3697



Hope Andrade
Secretary of State

Office of the Secretary of State

March 16, 2012

Attn: Fred L Miller

Fred L Miller
14801 Quorum Drive Suite 500
Dallas, TX 75254 USA

RE: Blue Jay Wireless, LLC
File Number: 801566614

It has been our pleasure to file the certificate of formation and issue the enclosed certificate of filing evidencing the existence of the newly created domestic limited liability company (llc).

Unless exempted, the entity formed is subject to state tax laws, including franchise tax laws. Shortly, the Comptroller of Public Accounts will be contacting the entity at its registered office for information that will assist the Comptroller in setting up the franchise tax account for the entity. Information about franchise tax, and contact information for the Comptroller's office, is available on their web site at <http://window.state.tx.us/taxinfo/franchise/index.html>.

The entity formed does not file annual reports with the Secretary of State. Documents will be filed with the Secretary of State if the entity needs to amend one of the provisions in its certificate of formation. It is important for the entity to continuously maintain a registered agent and office in Texas. Failure to maintain an agent or office or file a change to the information in Texas may result in the involuntary termination of the entity.

If we can be of further service at any time, please let us know.

Sincerely,

Corporations Section
Business & Public Filings Division
(512) 463-5555

Enclosure



Office of the Secretary of State

CERTIFICATE OF FILING OF

Blue Jay Wireless, LLC
File Number: 801566614

The undersigned, as Secretary of State of Texas, hereby certifies that a Certificate of Formation for the above named Domestic Limited Liability Company (LLC) has been received in this office and has been found to conform to the applicable provisions of law.

ACCORDINGLY, the undersigned, as Secretary of State, and by virtue of the authority vested in the secretary by law, hereby issues this certificate evidencing filing effective on the date shown below.

The issuance of this certificate does not authorize the use of a name in this state in violation of the rights of another under the federal Trademark Act of 1946, the Texas trademark law, the Assumed Business or Professional Name Act, or the common law.

Dated: 03/15/2012

Effective: 03/15/2012



A handwritten signature in black ink, appearing to read "Hope Andrade".

Hope Andrade
Secretary of State

Secretary of State
P.O. Box 13697
Austin, TX 78711-3697
FAX: 512/463-5709



**Certificate of Formation
Limited Liability Company**

Filed in the Office of the
Secretary of State of Texas
Filing #: 801566614 03/15/2012
Document #: 412917670002
Image Generated Electronically
for Web Filing

Filing Fee: \$300

Article 1 - Entity Name and Type

The filing entity being formed is a limited liability company. The name of the entity is:

Blue Jay Wireless, LLC

Article 2 – Registered Agent and Registered Office

A. The initial registered agent is an organization (cannot be company named above) by the name of:

OR

B. The initial registered agent is an individual resident of the state whose name is set forth below:

Name:

Marc A. Sparks

C. The business address of the registered agent and the registered office address is:

Street Address:

5010 Addison Circle Addison TX 75001

Consent of Registered Agent

A. A copy of the consent of registered agent is attached.

OR

B. The consent of the registered agent is maintained by the entity.

Article 3 - Governing Authority

A. The limited liability company is to be managed by managers.

OR

B. The limited liability company will not have managers. Management of the company is reserved to the members.

The names and addresses of the governing persons are set forth below:

Manager 1: **Marc A. Sparks**

Title: **Manager**

Address: **5010 Addison Circle Addison TX, USA 75001**

Article 4 - Purpose

The purpose for which the company is organized is for the transaction of any and all lawful business for which limited liability companies may be organized under the Texas Business Organizations Code.

[The attached addendum, if any, is incorporated herein by reference.]

Organizer

The name and address of the organizer are set forth below.

Fred L. Miller 14801 Quorum Drive, Suite 500, Dallas, Texas 75254

Effectiveness of Filing

A. This document becomes effective when the document is filed by the secretary of state.

OR

B. This document becomes effective at a later date, which is not more than ninety (90) days from the date of its signing. The delayed effective date is:

Execution

The undersigned affirms that the person designated as registered agent has consented to the appointment. The undersigned signs this document subject to the penalties imposed by law for the submission of a materially false or fraudulent instrument and certifies under penalty of perjury that the undersigned is authorized under the provisions of law governing the entity to execute the filing instrument.

Fred L. Miller

Signature of Organizer

FILING OFFICE COPY

Exhibit F

Blue Jay Wireless, LLC

Certificate of Good Standing for North Dakota

State of North Dakota

SECRETARY OF STATE



CERTIFICATE OF GOOD STANDING OF

BLUE JAY WIRELESS, LLC

The undersigned, as Secretary of State of the State of North Dakota, hereby certifies that BLUE JAY WIRELESS, LLC, a FOREIGN LIMITED LIABILITY COMPANY, authorized to transact business in the State of North Dakota on September 18, 2013, and according to the records of this office as of this date, has paid all fees due this office as required by North Dakota statutes governing a FOREIGN LIMITED LIABILITY COMPANY.

ACCORDINGLY the undersigned, as such Secretary of State, and by virtue of the authority vested in him by law, hereby issues this Certificate of Good Standing to

BLUE JAY WIRELESS, LLC

Issued: August 26, 2014

A handwritten signature in black ink, reading "Alvin A. Jaeger".

Alvin A. Jaeger
Secretary of State