



Writer's Direct:  
Phone: (859)426-2149  
Fax: (859) 341-1469  
E-mail: [mguilfoyle@dbllaw.com](mailto:mguilfoyle@dbllaw.com)

June 25, 2015

Mr. Jeff Derouen, Executive Director  
Kentucky Public Service Commission  
211 Sower Boulevard  
P.O. Box 615  
Frankfort, Ky. 40602

Re: Application for Certificate of Convenience and Necessity:  
Cincinnati Bell Telephone Company, LLC

Dear Mr. Derouen:

Enclosed is an original and six (6) copies of Cincinnati Bell Telephone Company, LLC's Application for Certificate of Convenience and Necessity.

If you have any questions concerning my client's Application, please do not hesitate to give me a call. We appreciate your prompt attention to this matter.

Sincerely,

Mark D. Guilfoyle

MDG/rmc

Enclosures

474066v1

Dressman Benzinger LaVelle psc  
Attorneys at Law

RECEIVED

JUL 6 2015

PUBLIC SERVICE  
COMMISSION

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PUBLIC SERVICE  
COMMISSION

**COMMONWEALTH OF KENTUCKY  
BEFORE THE PUBLIC SERVICE COMMISSION**

*IN THE MATTER OF*

THE APPLICATION OF CINCINNATI BELL  
TELEPHONE COMPANY, LLC, FOR A  
CERTIFICATE OF CONVENIENCE AND  
NECESSITY AUTHORIZING IT TO BID ON A  
TELEPHONE FRANCHISE IN THE CITY OF  
WARSAW, A CITY OF THE FOURTH CLASS  
IN GALLATIN COUNTY, KENTUCKY

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: CASE NO. \_\_\_\_\_  
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**APPLICATION**

The applicant, Cincinnati Bell Telephone Company, LLC ("CBT"), respectfully represents that:

1. CBT is or was engaged in the business of furnishing telephone services in the City of Warsaw, a city of the Fourth Class, and in Gallatin County, as well as in the counties of Boone, Kenton, Gallatin, Grant and Pendleton, and cities contained therein.
2. CBT maintains an office and postal address at 2611 Dixie Highway, Fort Mitchell, Kentucky 41017.
3. CBT is a duly authorized corporation under the laws of Kentucky, with evidence of such attached hereto as **EXHIBIT A**.
4. The City of Warsaw, Kentucky, by Ordinance No. 2015-04 (**EXHIBIT B**), has created non-exclusive franchises for cable television and telephone service and is currently soliciting sealed bids for such franchises.
5. CBT wishes to submit its bid for a cable television and telephone franchise and is making this application for a Certificate of Convenience and Necessity pursuant to the provisions of KRS 278.010 and 278.020.

6. As evidenced by Warsaw Ordinance 2015-04, the City has recognized a need and demand for telephone service in Warsaw.

**WHEREFORE**, the applicant, Cincinnati Bell Telephone Company, LLC, respectfully requests that the Public Service Commission issue an Order granting CBT a Certificate of Convenience and Necessity which recognizes the need and demand for the services sought to be rendered so that CBT may submit its bid for the franchise(s) being offered by the City of Warsaw, Kentucky.

CINCINNATI BELL TELEPHONE COMPANY

By: 

Mark D. Guilfoyle, Esq. (KBA # 27625)  
DRESSMAN BENZINGER LAVELLE, psc  
207 Thomas More Parkway  
Crestview Hills, KY 41017  
Phone: (859) 341-1881  
Email: mguilfoyle@dbllaw.com

*Counsel for Cincinnati Bell Telephone  
Company, LLC*

STATE OF KENTUCKY :  
:  
COUNTY OF KENTON :

SS:

**MARK R. HERVEY**  
NOTARY EXPIRATION DATE: 5-20-2017  
KENTUCKY STATE AT LARGE  
ID # 489813

Mark D. Guilfoyle, Esq., after being first duly sworn and cautioned, states that he represents Cincinnati Bell Telephone Company, LLC as its legal counsel and that he has read the foregoing application and knows the contents thereof to be true of his own knowledge.



Mark D. Guilfoyle, Esq. (KBA # 27625)  
DRESSMAN BENZINGER LAVELLE, psc  
207 Thomas More Parkway  
Crestview Hills, KY 41017

Subscribed and sworn to before me by Mark D. Guilfoyle, Esq. this 26th day of June, 2015.



Notary Public

Commonwealth of Kentucky  
Alison Lundergan Grimes, Secretary of State

LARP  
0605712  
Alison Lundergan Grimes  
KY Secretary of State  
Received and Filed  
4/23/2015 3:29:09 PM  
Fee receipt: \$15.00

Alison Lundergan Grimes  
Secretary of State  
P. O. Box 1150  
Frankfort, KY 40602-1150  
(502) 564-3490  
<http://www.sos.ky.gov>

Annual Report  
Online Filing

ARP

Company: CINCINNATI BELL TELEPHONE COMPANY LLC  
Company ID: 0605712  
State of origin: Ohio  
Formation date: 2/9/2005 12:00:00 AM  
Date filed: 4/23/2015 3:29:09 PM  
Fee: \$15.00

Principal Office

221 EAST FOURTH STREET  
CINCINNATI, OH 45202

Registered Agent Name/Address

CSC-LAWYERS INCORPORATING SERVICE COMPANY  
421 WEST MAIN STREET  
FRANKFORT, KY 40601

Members/Managers

Manager	Theodore Torbeck	221 East Fourth Street, Cincinnati OH 45202
Manager	Christopher J. Wilson	221 East Fourth Street, Cincinnati, OH 45202
Manager	Leigh Fox	221 East Fourth Street, Cincinnati OH 45202
Manager	Christopher C. Elma	221 East Fourth Street, Cincinnati OH 45202

Signatures

Signature	Christopher Wilson
Title	Secretary





**ORDINANCE 2015-04**

**AN ORDINANCE OF THE CITY OF WARSAW, IN GALLATIN COUNTY, KENTUCKY, CREATING FRANCHISES FOR THE ERECTION, LAYING AND MAINTENANCE OF TELEPHONE AND/OR CABLE TELEVISION FACILITIES AND APPURTENANT FACILITIES AND EQUIPMENT IN, ALONG AND ACROSS THE PUBLIC WAYS, ROADS, STREETS, ALLEYS AND OTHER PUBLIC PLACES IN THE CITY OF WARSAW, KENTUCKY: FOR FURNISHING AND SELLING TELEPHONE AND/OR CABLE TELEVISION SERVICES AND PRODUCTS BY MEANS OF SAID FACILITIES; AND PROVIDING FOR THE SALE OF SAID FRANCHISES.**

**WHEREAS**, the City of Warsaw ("City") wishes to ensure that telephone and cable television service continues to be furnished to its citizens in a reliable and efficient manner;

**WHEREAS**, the City is aware that the provision of such service requires the continued use of public streets, ways, alleys and other public places;

**WHEREAS**, the franchises granted to and acquired by the current franchisees under which they provide such telephone and cable television service has or will expire;

**WHEREAS**, the City wishes to provide for the sale of new franchises for the benefit of its citizenry, giving effect to Section 96.010 of the Kentucky Revised Statutes;

**NOW, THEREFORE, BE IT ORDAINED** as follows:

**SECTION 1:** Nonexclusive competitive franchises ("Franchises") to use the City's public rights-of-way, public streets, ways, alleys and other public places are hereby created.

**SECTION 2:** The Franchises created by this Ordinance shall be bid in accordance with the applicable requirements of the Constitution of the Commonwealth of Kentucky and Chapter 424 of the Kentucky Revised Statutes, as well as any applicable City Ordinances.

**SECTION 3:** The Franchises created by this Ordinance shall be awarded to the highest and best bidders as shall be determined by the City in its sole discretion. In awarding the Franchises, the City shall consider the technical, managerial, and financial qualifications of the bidders to perform their obligations under the Franchises.

**SECTION 4:** The winning bidders and the City shall negotiate, execute and be bound by Franchise Agreements to contain terms that are fair and reasonable to the City, to the purchasers of the Franchises and to the patrons of the utilities, pursuant to KRS Section 96.010. Such Franchise Agreements shall take effect upon execution and according to the terms of the Agreements.

**SECTION 5:** All ordinances or parts of ordinances in conflict with the provisions of this



Ordinance are hereby repealed.

**SECTION 6:** Should any section, clause, line, paragraph, or part of this Ordinance be held unconstitutional or invalid for any reason, the same shall not affect the remainder of this Ordinance or the attached Agreement, as applicable.

**SECTION 7:** Time is of the essence in carrying out the terms and the provisions of this Ordinance and the Franchises created herein.

**SECTION 8:** This Ordinance shall become effective from and after its passage and publication.

**SECTION 9:** The foregoing Ordinance was read, passed and adopted by the Council of the City of Warsaw, Kentucky, meeting in regular session on the \_\_\_\_ day of \_\_\_\_\_, 2015, and in regular session on the \_\_\_\_ day of \_\_\_\_\_, 2015, with \_\_\_\_ yes votes, \_\_\_\_ no votes, and \_\_\_\_ abstentions, and was ordered published in summary according to law.

APPROVED:

By: \_\_\_\_\_  
NELSON BROWN, Mayor

ATTEST:

\_\_\_\_\_  
CAROLYN MARKSBERRY, City Clerk

PUBLISHED: \_\_\_\_\_