

COMMONWEALTH OF KENTUCKY
BEFORE THE PUBLIC SERVICE COMMISSION

In the Matter of:

REQUEST OF PHONEAID COMMUNICATIONS)	
CORP. TO WITHDRAW DESIGNATION)	CASE NO.
AS AN ELIGIBLE TELECOMMUNICATIONS)	2015-00117
CARRIER)	

ORDER

On March 27, 2015, Angela Lemke, on behalf of PhoneAid Communications Corp. ("PhoneAid"), tendered for filing a letter to relinquish PhoneAid's status as an Eligible Telecommunications Carrier ("ETC") as well as to discontinue service. The Commission will treat the letter as a petition to relinquish PhoneAid's status as an ETC. On April 13, 2015, the Commission rejected the filing as deficient pursuant to 807 KAR 5:001, Section 4(4), based upon the information and belief that Ms. Lemke, who is owner and president of PhoneAid, is not an attorney licensed to practice law in Kentucky. On April 14, 2015, Ms. Lemke contacted Commission Staff by electronic mail to request that the Commission accept her original letter for filing. As a basis for her request, Ms. Lemke states that PhoneAid has ceased operations, is dissolved, and has no revenue. In support of the request, Ms. Lemke provided the Commission with a copy of PhoneAid's Articles of Dissolution filed with the Florida Secretary of State on October 13, 2014, and a copy of PhoneAid's Certificate of Withdrawal of authority to transact business in Kentucky filed with the Kentucky Secretary of State on November 19, 2014. A copy of Ms. Lemke's email was filed into the case record.

As a threshold matter, the Commission finds that PhoneAid has failed to set forth good cause to deviate from the requirements of 807 KAR 5:001, Section 4(4). A corporation does not cease to exist simply because it is dissolved. While a corporation is legally dissolved once its articles of dissolution are filed with the Secretary of State, it maintains its corporate existence for the purpose of winding up and liquidating its business. See KRS 271B.14-050; *Kash v. Lewis*, 6 S.W.2d 1098 (Ky. 1928). The process of winding-up a corporation's business affairs includes collecting its assets, discharging liabilities, and doing "every other act necessary" to wind up the business. KRS 271B.14-050(1). In the instant matter, filing documents with the Commission to request relinquishment of PhoneAid's ETC designation is an act necessary to wind up the business.

No person may engage in the practice of law in Kentucky without first obtaining a license to practice.

The practice of law is any service rendered involving legal knowledge or legal advice, whether of representation, counsel or advocacy in or out of court, rendered in respect to the rights, duties, obligations, liabilities, or business relations of one requiring the services.¹

It includes, as Kentucky's highest court held in *Kentucky State Bar Association v. Henry Vogt Machine Co.*, 416 S.W.2d 727 (Ky. 1967), the representation of a corporation before a state administrative agency.

[A]ny attorney who is not licensed to practice in the State of Kentucky and who seeks to represent a client or employer before this Commission, must engage a member of the Kentucky Bar Association. It logically follows that if an

¹ Kentucky Supreme Court Rule 3.020.

unlicensed attorney may not represent a client before this Commission, neither may a layman.²

Commission regulations incorporate, at least in part, these sentiments. 807 KAR 5:001, Section 4(4), states in part: "A person shall not file a paper on behalf of another person, or otherwise represent another person, unless the person is an attorney licensed to practice law in Kentucky or an attorney who has complied with SCR 3.030(2)."


Based on the above, the Commission finds that PhoneAid's petition fails to comply with Kentucky law and cannot be accepted for filing. We further find that PhoneAid should be granted 15 days from the date of this Order to have an attorney licensed to practice law in Kentucky file an entry of appearance in this case. If PhoneAid fails to have an attorney file a timely entry of appearance, this case will be dismissed without prejudice.

IT IS THEREFORE ORDERED that:

1. The petition of PhoneAid to relinquish its status as an ETC is rejected for filing.
2. Within 15 days of the date of this Order, PhoneAid shall have an attorney file an entry of appearance. Failure to have an attorney file a timely entry of appearance will cause this case to be dismissed without prejudice and removed from the Commission's docket without further Order.

² Administrative Case No. 249, *Practice Before the Commission by Attorneys Non-Licensed in the Commonwealth of Kentucky* (Ky. PSC June 15, 1981) at 2.

By the Commission

ENTERED 
MAY 05 2015
KENTUCKY PUBLIC
SERVICE COMMISSION

ATTEST:



Executive Director

Case No. 2015-00117

*Angela Lemke
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