

NOWALSKY, BRONSTON & GOTHARD

A Professional Limited Liability Company

Attorneys at Law

3500 North Causeway Boulevard

Suite 1442

Metairie, Louisiana 70002

Telephone: (504) 832-1984

Facsimile: (504) 831-0892

Leon L. Nowalsky
Benjamin W. Bronston
Edward P. Gothard

Monica Borne Haab
EllenAnn G. Sands
Bruce C. Betzer

October 18, 2002

Via Overnight Delivery

Mr. Thomas M. Dorman, Executive Director
Kentucky Public Service Commission
211 Sower Boulevard
P.O. Box 615
Frankfort, KY 40602-0615

RE: Alticomm, Inc.

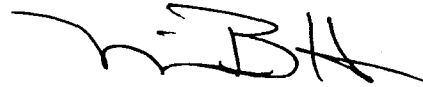
Dear Mr. Dorman:

Enclosed herewith for filing please find an original and four (4) copies of the Information filing and proposed tariff of Alticomm, Inc. for authority to operate as a reseller of long distance and local exchange services in the State of Kentucky.

Please acknowledge receipt of this filing by date stamping and returning the additional copy of this letter in the self-addressed envelope provided.

Thank you for your assistance. If you should have any questions regarding the application, please do not hesitate to call.

Sincerely,



Monica Borne Haab

Enclosure

RECEIVED

OCT 21 2002

PUBLIC SERVICE
COMMISSION

05166000-0510
22251660-0505
(9500)

**Before the
PUBLIC SERVICE COMMISSION OF KENTUCKY**

In the Matter of: THE INFORMATIONAL FILING OF)
ALTICOMM, INC. FOR AUTHORITY TO)
OPERATE AS A RESELLER OF INTEREXCHANGE) No. _____
AND LOCAL EXCHANGE TELEPHONE SERVICE)
THROUGHOUT KENTUCKY)

Alticom, Inc. hereby submits the following information in accordance with the provisions of Administrative Case No. 359 and its proposed tariffs in accordance with 807 KAR 5:011.

1. The name, post office address, telephone and fax number of the applicant corporation are:

Alticom, Inc.
115 Shawmut Road
Canton, MA 02021
Ph: (781) 989-4500
Fx: (781) 989-4512
Toll Free: 1-866-282-4200
2. A copy of the Company's Articles of Incorporation and Kentucky Certificate of Authority are attached hereto as **Exhibit A**.
3. The name, street address, telephone and fax numbers of the responsible contact person(s) for customer complaints and regulatory issues:

Regulatory Contact

James Cornblatt
Director of Regulatory Affairs
115 Shawmut Road
Canton, MA 02021
Ph: (781) 989-4500; Ext. 165
Fx: (781) 989-4512

Customer Service Contact

Kathryn Hennessy
V.P. of Operations
115 Shawmut Road
Canton, MA 02021
Ph: (781) 989-4500; Ext. 202
Fx: (781) 989-4512

4. A notarized statement that the company has not provided or collected for intrastate service in Kentucky prior to filing its tariffs is attached as **Exhibit B**.
5. The company does not seek authority to provide operator assisted services to traffic aggregators as defined in Administrative Case No. 330.
6. The company's proposed tariffs are attached as **Exhibits C and D**.
7. A sample Company bill is attached as **Exhibit E**.

WHEREFORE, Alticomm, Inc. requests that the Public Service Commission of the Commonwealth of Kentucky grant authority to engage in the resale of local exchange and interexchange telecommunications services to the public in accordance with applicable laws currently in effect or hereinafter enacted by the Commission.

Respectfully submitted this 18th day of October, 2002

Alticomm, Inc.

By: 

Monica Borne Haab
Nowalsky, Bronston & Gothard
3500 N. Causeway Blvd.
Suite 1442
Metairie, Louisiana 70002
Ph. (504) 832-1984
Fx. (504) 831-0892

VERIFICATION OF APPLICANT

STATE OF Louisiana
COUNTY OF Jefferson

ss:

I, James Cornblatt, being first duly sworn, state that I am Director of Regulatory Affairs of Alticom, Inc. the Applicant herein; that I have reviewed the matters set forth in the Application and Exhibits and the statements contained therein are true to the best of my knowledge, except as to those matters which are stated on information or belief, and as to those matters I believe them to be true.

Alticom, Inc.

By: 

James Cornblatt
Director of Regulatory Affairs

Sworn to and subscribed before me this 1st day of October, 2002



Notary Public

My Commission Expires:

MONICA BORNE HAAB
Notary Public, State of Louisiana
My Commission is for Life.

EXHIBIT A

**ARTICLES OF INCORPORATION AND
KENTUCKY CERTIFICATE OF AUTHORITY**

COMMONWEALTH OF KENTUCKY
JOHN Y. BROWN III
SECRETARY OF STATE



0545292.09

PBlevins
P101

John Y. Brown III
Secretary of State
Received and Filed
09/26/2002 11:54 AM
Fee Receipt: \$90.00

APPLICATION FOR CERTIFICATE OF AUTHORITY

Pursuant to the provisions of KRS Chapter 271B, 273 or 274, the undersigned hereby applies for authority to transact business in Kentucky on behalf of the corporation named below and for that purpose submits the following statements:

1. The corporation is a business corporation (KRS 271B). a nonprofit corporation (KRS 273).
 a professional service corporation (KRS 274).

2. The name of the corporation is
ALTICOMM, INC.

3. The name of the corporation to be used in Kentucky is
ALTICOMM, INC.

4. MASSACHUSETTS is the state or country under whose law the corporation is incorporated.

5. MARCH 27, 1998 is the date of incorporation and the period of duration is PERPETUAL

6. The street address of the corporation's principal office is
115 SHAWMUT ROAD, CANTON, MA 02021

7. The street address of the corporation's registered office in Kentucky is
400 West Market Street, Suite 1800 Louisville KY 40202

and the name of the registered agent at that office is
National Registered Agents, Inc.

8. The names and usual business addresses of the corporation's current officers and directors are as follows:

President James J. Vanecko 115 Shawmut Road, Canton, MA 02021
Vice President _____
Secretary Alexander Bok 115 Shawmut Road, Canton, MA 02021
Treasurer Lawrence Rasky 115 Shawmut Road, Canton, MA 02021
Directors see attached

(Attach a continuation sheet, if necessary)

9. If a professional service corporation, all the individual shareholders, not less than one half of the directors, and all of the officers other than the secretary and treasurer are licensed in one or more states or territories of the United States or District of Columbia to render a professional service described in the statement of purposes of the corporation.

10. A certificate of existence duly authenticated by the Secretary of State accompanies this application.

11. This application will be effective upon filing, unless a delayed effective date and/or time is specified:

[Signature]
Signature
James J. Vanecko, President
Type or Print Name & Title
Date: 8/30/2002

I, National Registered Agents, Inc., consent to serve as the registered agent on behalf of the corporation.
Type or print name of registered agent

By: see attached
Signature of Registered Agent
Type or Print Name & Title

COMMONWEALTH OF KENTUCKY
JOHN Y. BROWN III
SECRETARY OF STATE



STATEMENT OF CONSENT OF REGISTERED AGENT

Pursuant to the provisions of KRS Chapter 271B, 273, 275 or 362, the undersigned hereby consents to act as registered agent on behalf of the business entity named below and for that purpose submits the following statements:

1. The business entity is a corporation (KRS 271B or KRS 273)
 a limited liability company (KRS 275)
 a limited partnership (KRS 362)

2. The name of the business entity is

Alticom, Inc.

3. The state or country of incorporation, organization or formation is Massachusetts

4. The name of the initial registered agent is

National Registered Agents, Inc.

5. The street address of the registered office address in Kentucky is

400 West Market Street, Suite 1800

Louisville

KY

40202

Street

City

State

Zip Code

Charles A. Coyle

Signature of registered agent

Charles A. Coyle - Asst. Secretary
For National Registered Agents, Inc.

Type or Print Name & Title, if applicable

Date:

09-20

, 20

02

Officers

James J. Vanecko, President
115 Shawmut Road
Canton, Massachusetts 02021

Lawrence Rasky, Treasurer
115 Shawmut Road
Canton, Massachusetts 02021

Alexander Box, Clerk
115 Shawmut Road
Canton, Massachusetts 02021

Directors

Joan Bok
115 Shawmut Road
Canton, Massachusetts 02021

James Crain
115 Shawmut Road
Canton, Massachusetts 02021

William Davis
115 Shawmut Road
Canton, Massachusetts 02021

Robert Strickland
115 Shawmut Road
Canton, Massachusetts 02021

Thomas Martin
115 Shawmut Road
Canton, Massachusetts 02021

Lawrence Rasky
115 Shawmut Road
Canton, Massachusetts 02021



William Francis Galvin
Secretary of the
Commonwealth

The Commonwealth of Massachusetts

Secretary of the Commonwealth

State House, Boston, Massachusetts 02133

September 13, 2002

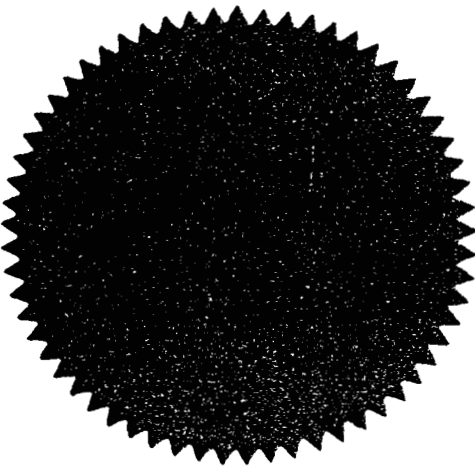
TO WHOM IT MAY CONCERN:

I hereby certify that according to the records of this office,

ALTICOMM, INC.

is a domestic corporation organized on **March 27, 1998**, under the General Laws of the Commonwealth of Massachusetts.

I further certify that there are no proceedings presently pending under the Massachusetts General Laws Chapter 156B section 101 for said corporations dissolution; that articles of dissolution have not been filed by said corporation; that, said corporation has filed all annual reports, and paid all fees with respect to such reports, and so far as appears of record said corporation has legal existence and is in good standing with this office.



In testimony of which,
I have hereunto affixed the
Great Seal of the Commonwealth
on the date first above written.

William Francis Galvin

Secretary of the Commonwealth

*MGL Chapter 156B Section 83A provides that certain consolidations and mergers may be filed with the division within thirty days after the effective date of the merger or consolidation.





**The Commonwealth of Massachusetts
William Francis Galvin**

Minimum Fee: \$100.00

Secretary of the Commonwealth
One Ashburton Place, Boston, Massachusetts 02108-1512
Telephone: (617) 727-9640

Special Instructions

**Articles of Amendment
(General Laws, Chapter 156B, Section 72)**

Federal Identification Number: 000611317

We, ALEXANDER T. BOK, V

and ALEXANDER T. BOK, C

of EASTERN TELEPHONE, INC. located at: 115 SHAWMUT RD. CANTON, MA 02021

certify that these Articles of Amendment affecting articles numbered:

Article 1 Article 2 Article 3 Article 4 Article 5 Article 6

of the Articles of Organization where duly adopted at a meeting held on May 07, 2002 by vote of:

Num. of Shares	Type, Class & Series (if any)	Shares Outstanding
1,000	COMMON	1,000

ARTICLE I

The exact name of the corporation, as amended is:

ALTICOMM, INC.

ARTICLE II

The purpose of the corporation, as amended, is to engage in the following business activities:

ARTICLE III

As amended, state the total number of shares and par value, if any, of each class of stock which the corporation is authorized to issue:

The total presently authorized is:

Class of Stock	Par Value Per Share Enter 0 if no Par	Total Authorized by Articles of Organization of Amendments		Total Issued and Outstanding
		Num of Shares	Total Par Value	

ARTICLE IV

If more than one class of stock is authorized, state a distinguishing designation for each class, as amended. Prior to the issuance of any shares of a class, if shares of another class are outstanding, the corporation must provide a description of the preferences, voting powers, qualifications, and special or relative rights or privileges of that class and of each other class of which shares are outstanding and of each series then established within each class.

ARTICLE V

As amended, the restrictions imposed by the Articles of Organization upon the transfer of shares of stock of any class are:

ARTICLE VI

As amended, other lawful provisions for the conduct and regulation of the business and affairs of the corporation, for its voluntary dissolution, or for limiting, defining, or regulating the powers of the corporation, or of its directors or stockholders, or of any class of stockholders:

The foregoing amendment(s) will become effective when these Articles of Amendment are filed in accordance with General Laws, Chapter 156B, Section 6 unless these articles specify, in accordance with the vote adopting the amendment, a later effective date not more than *thirty days* after such filing, in which event the amendment will become effective on such later date.

SIGNED UNDER THE PENALTIES OF PERJURY, this 22 Day of August, 2002.

ALEXANDER T. BOK,

ALEXANDER T. BOK,

The Commonwealth of Massachusetts

William Francis Galvin
Secretary of the Commonwealth
One Ashburton Place, Boston, Massachusetts 02108-1512

CERTIFICATE OF CHANGE OF PRINCIPAL OFFICE (General Laws, Chapter 156B, Section 14)

I, Alexander T. Bok, ~~*Clerk~~ / ~~*Assistant Clerk~~

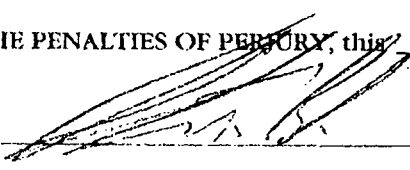
of Eastern Telephone, Inc.
(Exact name of corporation)

having a principal office at 70 Franklin Street, Boston, MA 02110
(Street address of corporation in Massachusetts)

certify that pursuant to General Laws, Chapter 156B, Section 14, the directors of said corporation have changed the location of the principal office of the corporation to:

115 Shawmut Road Canton, MA 02021
(New street address of corporation in Massachusetts including number, street, city or town and zip code.)

SIGNED UNDER THE PENALTIES OF PERJURY, this 14th day of March, 192001

 _____, ~~*Clerk~~ / ~~*Assistant Clerk~~

*Delete the inapplicable words.

D

The Commonwealth of Massachusetts

William Francis Galvin
Secretary of the Commonwealth
One Ashburton Place, Boston, Massachusetts 02108-1512

ARTICLES OF ORGANIZATION (General Laws, Chapter 156B)

ARTICLE I

The exact name of the corporation is:
Eastern Telephone, Inc.

ARTICLE II

The purpose of the corporation is to engage in the following business activities:

To provide telephone and related services; to engage generally in any business which may lawfully be carried on by a corporation formed under Chapter 156B of the General Laws of Massachusetts.

⋮

W

Name
Approved

C-4-

C
P
M
R.A.

98086008

Note: If the space provided under any article or item on this form is insufficient, additions shall be set forth on one side only of separate 8 1/2 x 11 sheets of paper with a left margin of at least 1 inch. Additions to more than one article may be made on a single sheet so long as each article requiring each addition is clearly indicated.

ARTICLE III

State the total number of shares and par value, if any, of each class of stock which the corporation is authorized to issue.

WITHOUT PAR VALUE		WITH PAR VALUE		
TYPE	NUMBER OF SHARES	TYPE	NUMBER OF SHARES	PAR VALUE
Common:		Common:	1000	\$1.00
Preferred:		Preferred:		

ARTICLE IV

If more than one class of stock is authorized, state a distinguishing designation for each class. Prior to the issuance of any shares of a class, if shares of another class are outstanding, the corporation must provide a description of the preferences, voting powers, qualifications, and special or relative rights or privileges of that class and of each other class of which shares are outstanding and of each series then established within any class.

N/A

ARTICLE V

The restrictions, if any, imposed by the Articles of Organization upon the transfer of shares of stock of any class are:

N/A

ARTICLE VI

Other lawful provisions, if any, for the conduct and regulation of the business and affairs of the corporation, for its voluntary dissolution, or for limiting, defining, or regulating the powers of the corporation, or of its directors or stockholders, or of any class of stockholders:

See Continuation Sheet 6A

***If there are no provisions state "None".
 Note: The preceding six (6) articles are considered to be permanent and may ONLY be changed by filing appropriate Articles of Amendment.*

Continuation Sheet 6A

Other lawful provisions, if any, for the conduct and regulation of the business and affairs of the corporation, for its voluntary dissolution, or for limiting, defining, or regulating the powers of the corporation, or of its directors or stockholders, or of any class of stockholders:

(a) Meetings of the stockholders may be held anywhere within the United States.

(b) No contract or other transaction of this corporation with any other person, corporation, association, or partnership shall be affected or invalidated by the fact that (i) this corporation is a stockholder in such other corporation, association or partnership, or (ii) any one or more of the officers or directors of this corporation is an officer, director or partner of such other corporation, association or partnership, or (iii) any officer or director of this corporation, individually or jointly with others, is a party to or is interested in such contract or transaction. Any director of this corporation may be counted in determining the existence of a quorum at any meeting of the board of directors for the purpose of authorizing or ratifying any such contract or transaction, and may vote thereon, with like force and effect as if he were not so interested or were not an officer, director or partner of such other corporation, association or partnership.

(c) The corporation may be a partner in any business enterprise which it would have power to conduct itself.

(d) The by-laws may provide that the directors may make, amend or repeal the by-laws in whole or in part, except with respect to any provision thereof which by law, these articles of organization or the by-laws requires action by the stockholders.

(e) No director shall be personally liable to the corporation or its stockholders for monetary damages for any breach of fiduciary duty by such director as a director notwithstanding any provision of law imposing such liability, except that, to the extent provided by applicable law, this provision shall not eliminate or limit the liability of a director (i) for breach of the director's duty of loyalty to the corporation or its stockholders (ii) for acts or omissions not in good faith or which involve intentional misconduct or a knowing

violation of law, (iii) under Section 61 or 62 of the Massachusetts Business Corporation Law or any amendatory or successor provisions thereof or (iv) for any transaction from which the director derived an improper personal benefit. No amendment or repeal of this provision shall deprive a director of the benefits hereof with respect to any act or omission occurring prior to such amendment or repeal.

(5) The corporation may elect to be taxed as an "S Corporation."

ARTICLE VII

The effective date of organization of the corporation shall be the date approved and filed by the Secretary of the Commonwealth. If a later effective date is desired, specify such date which shall not be more than thirty days after the date of filing.

ARTICLE VIII

The information contained in Article VIII is not a permanent part of the Articles of Organization.

a. The street address (post office boxes are not acceptable) of the principal office of the corporation in Massachusetts is: 70 Franklin Street, 3rd floor, Boston, MA 02110

b. The name, residential address and post office address of each director and officer of the corporation is as follows:

	NAME	RESIDENTIAL ADDRESS	POST OFFICE ADDRESS
President:	James J. Vanecko	64 Oak Cliff Road,	Newton, MA 02160
Treasurer:	Lawrence B. Rasky	20 Bridal Path,	Westwood, MA 02090
Clerk:	Alexander T. Bok	35 Melrose Street,	Boston, MA 02116
Directors:	James J. Vanecko	64 Oak Cliff Road,	Newton, MA 02160
	Alexander T. Bok	35 Melrose Street,	Boston, MA 02116
	Lawrence B. Rasky	20 Bridal Path,	Westwood, MA 02090
	Paul Barrett	48 Thomas Park,	South Boston, MA 02127

c. The fiscal year (i.e., tax year) of the corporation shall end on the last day of the month of December

d. The name and business address of the resident agent, if any, of the corporation is:

ARTICLE IX

By-laws of the corporation have been duly adopted and the president, treasurer, clerk and directors whose names are set forth above, have been duly elected.

IN WITNESS WHEREOF AND UNDER THE PAINS AND PENALTIES OF PERJURY, I/we, whose signature(s) appear below as incorporator(s) and whose name(s) and business or residential address(es) are clearly typed or printed beneath each signature do hereby associate with the intention of forming this corporation under the provisions of General Laws, Chapter 156B and do hereby sign these Articles of Organization as incorporator(s) this 25th day of July, 1976

Alexander T. Bok, 10 Derne Street Boston, MA

Note: If an existing corporation is acting as incorporator, type in the exact name of the corporation, the state or other jurisdiction where it was incorporated, the name of the person signing on behalf of said corporation and the title he/she holds or other authority by which such action is taken.

THE COMMONWEALTH OF MASSACHUSETTS

ARTICLES OF ORGANIZATION
(General Laws, Chapter 156B)

611317

RECEIVED
CORPORATION DIVISION
90 MAR 26 PM 4:59
CORPORATION DIVISION

I hereby certify that, upon examination of these Articles of Organization, duly submitted to me, it appears that the provisions of the General Laws relative to the organization of corporations have been complied with, and I hereby approve said articles; and the filing fee in the amount of \$ 200 having been paid, said articles are deemed to have been filed with me this 27th day of March 19 98.

Effective date: _____



WILLIAM FRANCIS GALVIN
Secretary of the Commonwealth

FILING FEE: One tenth of one percent of the total authorized capital stock, but not less than \$200.00. For the purpose of filing, shares of stock with a par value less than \$1.00, or no par stock, shall be deemed to have a par value of \$1.00 per share.

TO BE FILLED IN BY CORPORATION
Photocopy of document to be sent to:

Alexander T. Bok, Esq.

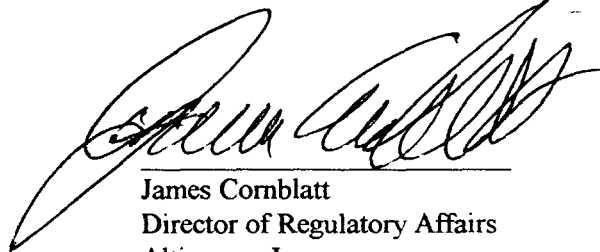
_____ Dangel, Donlan and Fine, LLP

_____ 10 Derne Street, P.O. Box 9505
_____ Boston, MA 02114-9505

Telephone: _____ (617) 557-4800


AFFIDAVIT

I, James Cornblatt, Director of Regulatory Affairs of Alticomm, Inc. do hereby certify that the Company has not provided or collected for intrastate service in Kentucky prior to filing of this application and tariff.



James Cornblatt
Director of Regulatory Affairs
Alticomm, Inc.

Sworn to and subscribed before me
this 11th day of October,
2007


Notary Public

My Commission Expires:

MONICA BORNE HAAB
Notary Public, State of Louisiana
My Commission Is for Life.

EXHIBIT C

PROPOSED INTEREXCHANGE TARIFF