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October 1, 2005

VIA OVERNIGHT DELIVERY

Mr. Thomas Dorman
Executive Director
Kentucky Public Service Commission
211 Sower Boulevard
Frankfort, Kentucky 40602-0615
(502) 564-3940

RECEIVED

OCT 03 2005

PUBLIC SERVICE
COMMISSION

Re: Mobile ESPN, LLC
Notice of Intention to do Business as a Resold Wireless Carrier

Dear Mr. Dorman:

Pursuant to KRS 278.512 and 278.514, the company provides the following information:

(1) The name and address of the company is as follows: Mobile ESPN, LLC, 605 Third Avenue, 8th Floor, New York, New York 10158.

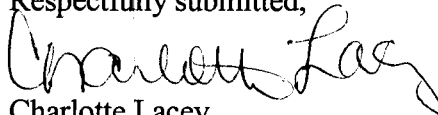
(2) A copy of the company's certificate of authority from the Secretary of State is attached hereto as Exhibit A.

(3) The name, address, telephone number and fax number of the responsible contact for complaints and regulatory issues is Manish Jha, Mobile ESPN, LLC, 605 Third Avenue, 8th Floor, New York, New York 10158, (212) 916-9200 (Phone), (212) 916-9279 (Fax).

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I have also enclosed an extra copy of this letter to be date-stamped and returned to me in the enclosed preaddressed, postage-prepaid envelope. If you have any questions or if I may provide you with additional information, please do not hesitate to contact our. Thank you.

Respectfully submitted,



Charlotte Lacey
Legal Assistant to Lance J.M. Steinhart
Attorney for Mobile ESPN, LLC

Enclosures

cc: Eli V. Bakofsky

CERTIFICATE OF AUTHORITY

CB 00045 PG0810

COMMONWEALTH OF KENTUCKY
JOHN Y. BROWN III
SECRETARY OF STATE

0621428.06

phart
L902

Trey Grayson
Secretary of State
Received and Filed
09/09/2005 4:04:45 PM
Fee Receipt: \$90.00



APPLICATION FOR CERTIFICATE OF AUTHORITY

Pursuant to the provisions of KRS Chapter 275, the undersigned hereby applies for authority to transact business in Kentucky on behalf of the limited liability company named below and for that purpose submits the following statements:

1. The company is a limited liability company (LLC).
 a professional limited liability company (PLLC).

2. The name of the limited liability company is
ESPN Mobile, LLC

3. The name of the limited liability company to be used in Kentucky is

(If "real name" is unavailable for use)

4. Delaware is the state or country of organization.

5. October 25, 2004 is the date of organization and, if the limited liability company has a specific date of dissolution, the latest date upon which the limited liability company is to dissolve is

6. The street address of the office required to be maintained in the state of formation or, if not so required, the principal office address is
ESPN Plaza Bristol CT 06010

Street

City

State

Zip Code

7. The names and usual business addresses of the current managers, if any, are as follows:

ESPN, Inc. (sole member) ESPN Plaza, Bristol, CT 06010-7454

Name

Address

Name

Address

(Attach a continuation, if necessary)

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

Street

City

State

Zip Code

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

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

(Delayed effective date and/or time)

I certify that, as of the date of filing this application, the above-named limited liability company validly exists as a limited liability company under the laws of the jurisdiction of its formation.

By: ESPN, Inc., its sole member

Signature

Griffith W. Foxley, Vice President and Secretary

Type of Print Name & Title

Date: September 6, 2005

Document No.: DN2005154305

Lodged By: stites

Recorded On: 09/14/2005

03:54:14

Total Fees: 9.00

Transfer Tax: .00

National Registered Agents, Inc. 20015 HOLSLAW-JEFF CO KY
Deputy Clerk: SLESCH

Type or print name of registered agent

consent to serve as the registered agent on behalf of the limited liability
National Registered Agents, Inc.

Paul J. Hagan, Assistant Secretary

Type of Print Name & Title

END OF DOCUMENT

(See attached sheet for instructions)

Delaware

PAGE 1

The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF AMENDMENT OF "ESPN MOBILE, LLC", CHANGING ITS NAME FROM "ESPN MOBILE, LLC" TO "MOBILE ESPN, LLC", FILED IN THIS OFFICE ON THE THIRTEENTH DAY OF SEPTEMBER, A.D. 2005, AT 3:09 O'CLOCK P.M.



3871988 8100

050748712

Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 4152702

DATE: 09-13-05

State of Delaware
Secretary of State
Division of Corporations
Delivered 03:09 PM 09/13/2005
FILED 03:09 PM 09/13/2005
SRV 050748712 - 3871988 FILE

CERTIFICATE OF AMENDMENT

OF

ESPN MOBILE, LLC

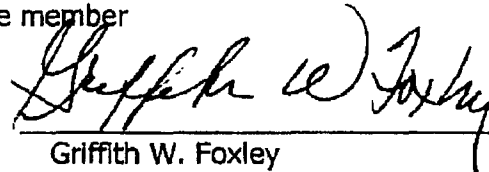
1. The name of the limited liability company is ESPN Mobile, LLC.
2. The Certificate of Formation of the limited liability company is hereby amended as follows:

"1. The name of the limited liability company is
Mobile ESPN, LLC."

IN WITNESS WHEREOF, the undersigned has executed this Certificate of
Amendment ESPN Mobile, LLC this 8th day of September, 2005.

ESPN, INC.
sole member

By:



Griffith W. Foxley

Its: Vice President and Secretary