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RECEIVED

AUG 11 2004

PUBLIC SERVICE
COMMISSION

210 N. Park Ave.
Winter Park, FL
32789

P.O. Drawer 200
Winter Park, FL
32790-0200

Tel: 407-740-8575
Fax: 407-740-0613
tmi@tminc.com

August 10, 2004
Via Overnight Delivery

Mr. Brent Kirtley, Tariff Branch Manager
Kentucky Public Service Commission
211 Sower Blvd.
Frankfort, KY 40602-0615

RE: Application for Authority to Operate as a Reseller of Interexchange Service and Operator Assisted Telephone Service throughout the State of Kentucky for **Phone1, Inc.**

Dear Mr. Kirtley:

Enclosed please find for filing the original and four (4) copies of the Application for Authority to Operate as a Reseller of Interexchange Service and Operator Assisted Telephone Service throughout the State of Kentucky filed on behalf of Phone1, Inc. The Company requests that the tariff be allowed to go into effect on thirty (30) days notice, on September 10, 2004.

Please acknowledge receipt of this filing by date stamping the extra copy of this cover letter and returning it to me in the self-addressed, stamped envelope provided. Any questions you may have pertaining to this filing may be directed to me at 407-740-8575 or via email at mbyrnes@tminc.com. Thank you for your assistance.

Sincerely,

Monique Byrnes
Consultant to Phone1, Inc.

Enclosures

cc: J. Leath, Phone1
file: Phone1 - KY
tms: 7216KY0400

**BEFORE THE
PUBLIC SERVICE COMMISSION OF KENTUCKY**

In the Matter of the Informational Filing of)
Phone1, Inc.)
for Authority to Operate as a Reseller of) Docket No.: _____
Interexchange Service and Operator)
Assisted Telephone Service throughout the)
State of Kentucky)

Phone1, Inc. ("Phone1"), hereby submits the following information in accordance with the provisions of Administrative Case No. 359 and its proposed tariff in accordance with 807 KAR 5:011:

1. The name, street address, telephone and fax numbers of the applicant corporation are:

Phone1, Inc.
100 North Biscayne Boulevard, 25th Floor
Miami, Florida 33132
Phone: 305-371-3300
Fax: 305-371-4886
Toll-Free: 866-674-6631

2. A copy of the Company's Articles of Incorporation and Kentucky Certificate of Authority:

Please see **Exhibit A** for Phone1's Articles of Incorporation and Kentucky Certificate of Authority.

3. **The name, street address, telephone and fax numbers of the responsible contact person(s) for customer complaints and regulatory issues:**

Customer Service Contact:

100 North Biscayne Boulevard, 25th Floor
Miami, Florida 33132
Phone: 305-371-3300
Fax: 305-371-4886
Toll-Free 866-674-6631
E-Mail:

Regulatory Contact:

Jon Leath, Director Operator Services/Regulatory
100 North Biscayne Boulevard, 25th Floor
Miami, Florida 33132
Phone: 305-371-3300
Fax: 305-371-4886
E-Mail: jleath@phone1.com

Questions and correspondence concerning this Application & Tariff:

Monique Byrnes, Consultant to Phone1, Inc.
Technologies Management, Inc.
210 N. Park Avenue
Winter Park, FL 32789
Phone: 407-740-8575
Fax: 407-740-0613
E-mail: mbyrnes@tminc.com

4. **A notarized statement that the company has not provided or collected for intrastate service in Kentucky prior to filing its tariff:**

Please see **Exhibit B** for Phone1' notarized statement.

5. **If the Applicant seeks authority to provide Operator Assisted services to traffic aggregators, then the Commission's mandates rules in Administrative Case No. 330.**

Phone1 plans to provide operator assisted services in compliance with the Commission's mandates in Administrative Case No. 330.

6. **Company's proposed tariff.**


Phone1' proposed tariff is included herein as **Exhibit C**.

7. **A sample Company bill is provided.**

A sample Company bill is attached as **Exhibit D**.

WHEREFORE, Phone1, Inc. requests that the Public Service Commission of the Commonwealth of Kentucky grant authority to engage in the resale of interexchange and operator assisted telecommunications services to the public in accordance with applicable laws currently in effect or hereinafter enacted by the Commission.

Respectfully submitted this 14 day of July, 2004.



Jon Leath, Director Operator Services/Regulatory
Phone1, Inc.

VERIFICATION OF APPLICANT

STATE OF FLORIDA)
 Miami Dade) §
COUNTY OF ~~DADE~~ §

I, Jon Leath, being first duly sworn, state that I am Director - Operator Services/Regulatory of Phone1, Inc., the Applicant herein; that I have reviewed the matters set forth in the Application and Exhibits and the statements contained therein are true tot 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.

Jon Leath
Jon Leath
Phone1, Inc.
Date: _____

Subscribed and sworn before me this 16 day of July 2004 by Jon Leath
who is personally known to me.

K Kreiman My Commission expires on: _____
(NOTARY PUBLIC)

 Kosta Kreiman
Commission # DD 010651
Expires March 19, 2005
Bonded Thru
Atlantic Bonding Co., Inc.

EXHIBIT A

Phone1, Inc.

Articles of Incorporation
&
Kentucky Certificate of Authority

ARTICLES OF INCORPORATION

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

OF

00 DEC -7 PM 5:18

PHONE1, INC.,
a Florida Corporation

ARTICLE I

NAME

The name of this corporation is Phone1, Inc. and its principal and mailing address is 600 Brickell Avenue, Suite 206E, Miami, Florida 33131.

ARTICLE II

NATURE OF BUSINESS

This Corporation is being formed for the following purposes:

- a. To engage in any and all lawful business or activity permitted under the laws of the United States, and the State of Florida;
- b. To generally have and exercise all powers, rights and privileges necessary and incident to carrying out properly the objects herein mentioned; and
- c. To do anything and everything necessary, suitable, convenient or proper for the accomplishment of any of the purposes or the attainment of any or all of the objects hereinbefore enumerated or incidental to the purposes and powers of the corporation or which at any time appear conducive thereto or expedient.

ARTICLE III

TERM OF EXISTENCE

This Corporation shall have perpetual existence unless sooner dissolved in accordance with the laws of the State of Florida. The date on which corporate existence shall begin is the date on which these Articles of Incorporation are filed with the Secretary of State of the State of Florida.

ARTICLE IV

CAPITAL STOCK

This Corporation is authorized to issue one thousand (1,000) shares of common stock, \$0.001 par value, which shall be designated "Common Stock".

ARTICLE V

INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of the Corporation is: 1201 Hays Street, Tallahassee, Florida 32301, and the name of the initial registered agent of this Corporation at that address is Corporation Service Company.

ARTICLE VI

INITIAL BOARD OF DIRECTORS

The Corporation shall have one (1) initial director. The number of directors may be either increased or diminished from time to time by the By-Laws, but shall never be less than one. The name and address of the initial director of this Corporation is:

Dario Echeverry
600 Brickell Avenue
Suite 206E
Miami, Florida 33131

ARTICLE VII

AMENDMENTS TO ARTICLES OF INCORPORATION AND BY-LAWS

This Corporation reserves the rights to amend or repeal any provisions contained in these Articles of Incorporation or any amendments hereto and any right conferred upon the shareholders is subject to this reservation. Further, the power to adopt, alter, amend or repeal the By-Laws shall be vested in the Board of Directors of this Corporation.

ARTICLE VIII

INDEMNIFICATION

This Corporation shall indemnify and may advance expenses to any and all of its directors, officers, employees or agents or former directors, officers, employees or agents or any person or persons who may have served at its request as a director, officer, employee or agent of another corporation, partnership, joint venture, trust or other enterprise in which it owns shares of capital stock or of which it is a creditor, to the full extent permitted by law. Said indemnification shall include, but not be limited to, the expenses, including the cost of any judgments, fines, settlements and counsel's fees, actually and necessarily paid or incurred in connection with any action, suit or proceedings, whether civil, criminal, administrative or investigative, and any appeals thereof, to which any such person or his legal representative may be made a party or may be threatened to be made a party, by reason of his being or having been a director, officer, employee or agent as herein provided. The foregoing right of indemnification shall not be exclusive of any other rights to which any director, officer, employee or agent may be entitled as a matter of law or which he may be lawfully granted.

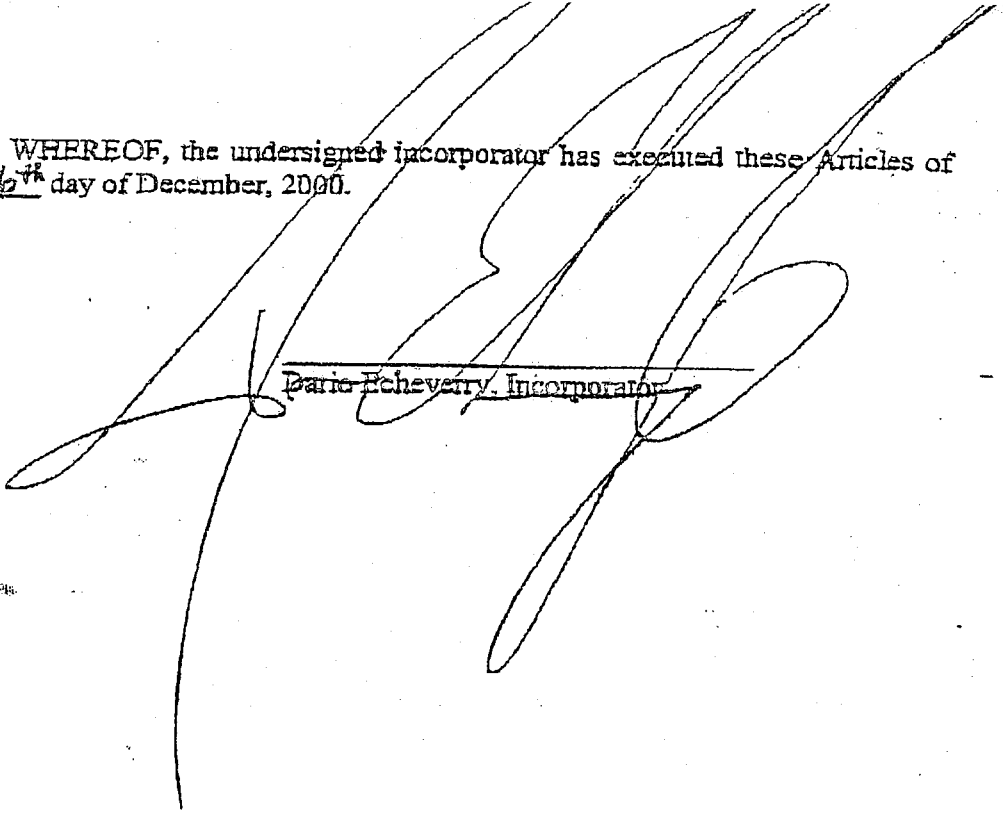
ARTICLE IX

INCORPORATOR

The name and address of the person signing these Articles is:

Dario Echeverry
600 Brickell Avenue
Suite 206E
Miami, Florida 33131

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation on this 6th day of December, 2000.



~~Marie Echeverry, Incorporator~~

CERTIFICATE DESIGNATING THE ADDRESS AND AN AGENT UPON
WHOM PROCESS MAY BE SERVED

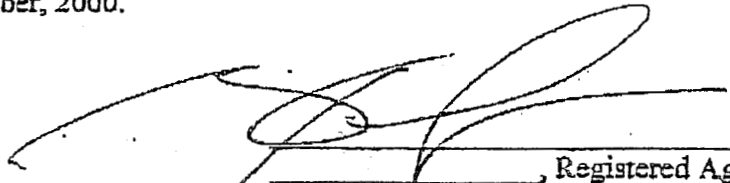
WITNESSETH

That **Phonel, Inc.** desiring to organize under the laws of the State of Florida, has named Corporation Service Company as its agent to accept service of process within this state.

ACKNOWLEDGEMENT:

Having been named to accept service of process for the above-stated corporation, at the place designated in this certificate, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and I accept the duties and obligations of Section 607.0505, Florida Statutes.

Dated this 9th day of December, 2000.


_____, Registered Agent
BRIAN COURTNEY, ASST. VP.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
00 DEC -7 PM 5:18

COMMONWEALTH OF KENTUCKY
JOHN Y. BROWN III
SECRETARY OF STATE

0556970.09

PB16vns
P101

John Y. Brown III
Secretary of State
Received and Filed
03/28/2003 10:46:51 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 271 B). a nonprofit corporation (KRS 273).
 a professional service corporation (KRS 274).
2. The name of the corporation is Phone1, Inc.
3. The name of the corporation to be used in Kentucky is _____

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

5. 12/7/00 is the date of incorporation and the period of duration is perpetual

6. The street address of the corporation's principal office is
100 North Biscayne Blvd., 25th Floor Miami Florida 33132

7. The street address of the corporation's registered office in Kentucky is
626 Lane Allen Rd. Suite 219 Lexington KY 40504

and the name of the registered agent at that office is
Business Filings Incorporated

8. The names and usual business addresses of the corporation's current officers and directors are as follows:
- | | |
|----------------------------------|--|
| President <u>Dario Echeverry</u> | <u>100 North Biscayne Blvd., 25th Floor, Miami, FL 33132</u> |
| Vice President _____ | _____ |
| Secretary _____ | _____ |
| Treasurer <u>Syed Naqvi</u> | <u>100 North Biscayne Blvd., 25th Fl, Miami, FL 33132</u> |
| Directors <u>Dario Echeverry</u> | <u>100 North Biscayne Blvd., 25th Floor, Miami, FL 33132</u> |

(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: _____

Dario Echeverry
Signature
Dario Echeverry - President and CEO
Type or Print Name & Title
Date: Dec 28th 2002

1. Business Filings Incorporated consent to serve as the registered agent on behalf of the corporation
Business Filings Incorporated
Type or Print Name & Title

EXHIBIT B

Phone1, Inc.

Notarized Statement

AFFIDAVIT

STATE OF FLORIDA) §
COUNTY OF ~~DADE~~ §
Miami-Dade

I, Jon Leath, Director-Operator Services/Regulatory of Phone1, 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.

Jon D Leath

Jon Leath
Phone1, Inc.
Date: _____

Subscribed and sworn before me this 16th day of July 2004 *by Jon Leath*
who is personally known to me.

K. Kreiman My Commission expires on: _____
(NOTARY PUBLIC)



Kosta Kreiman
Commission # DD 01065
Expires March 19, 2005
Bonded Thru
Atlantic Bonding Co., Inc.



Kosta Kreiman
Commission # DD 01065
Expires March 19, 2005
Bonded Thru
Atlantic Bonding Co., Inc.