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OF COUNSEL
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JOHN T. PETERS, JR.
VINCENT T. EARLY
(1922 - 2001)
JOSEPH J. BURGIE
(1926 - 1992)

March 23, 2002

Helen Helton
Kentucky Public Service Commission
211 Sower Boulevard
Frankfort, Kentucky 40601

05/63000
0510

RE: TELLISS, LLC

Dear Ms. Helton

Enclosed herewith for filing with the Kentucky Public Service Commission please find an original and three (3) copies of the above captioned corporation's NOTICE OF INTENT TO PROVIDE SERVICE within the State of Kentucky.

Enclosed you will find an exact duplicate of this letter. Please stamp the duplicate received and return same in the self-addressed, pre-stamped envelope attached thereto.

Should you have any questions, please contact me.

Very truly yours,

EARLY, LENNON, CROCKER & BARTOSIEWICZ, P.L.C.


Patrick D. Crocker
PDC/res

**KENTUCKY NOTICE OF INTENT TO PROVIDE SERVICE
OF
TELLISS, LLC**

Telliss, LLC submits this notice of intent to provide long distance telecommunications services, including operator services, to customers within the Commonwealth of Kentucky, stating as follows:

1. The name, address and telephone number of the company is:

Telliss, LLC
10142 Brooks School Road
Suite 198
Fishers, IN 46038
(317) 915-2008

2. Articles of Organization - See Exhibit A.
3. Authorization to Conduct business in Kentucky - See Exhibit B.
4. Representative for ongoing operations and correspondence:

Questions concerning this application and tariff should be directed to:

Patrick D. Crocker
Early, Lennon, Crocker & Bartosiewicz, P.L.C.
900 Comerica Building
Kalamazoo, MI 49007
Telephone: (616) 381-8844
Facsimile: (616) 349-8525

Company Contact:

Terry L. Ballantini, CEO
Telliss, LLC
10142 Brooks School Road
Suite 198
Fishers, IN 46038
(317) 915-2008

4. Representative for ongoing operations and correspondence, (cont'd.):

Customer Service: Billing inquiries for residential and business customers will be handled by Jody Hernandez. The telephone number for Customer inquiries and complaints will be provided on the Customer bill. The toll-free number for reaching the Company directly is (866) 835-5477.

5. Telliss, LLC has not provided service in Kentucky prior to filing this notice of intent. See notarized statement attached hereto as Exhibit C.

6. Telliss, LLC does not intend to provide operator assisted calling to its presubscribed Customers.

7. The proposed tariffs of Telliss, LLC shall become effective 30 days after the date of this filing. See Exhibit D.

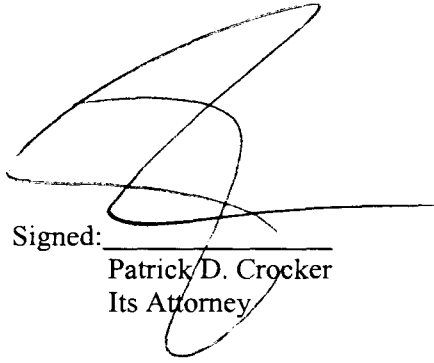

Signed: _____
Patrick D. Crocker
Its Attorney

Exhibit A

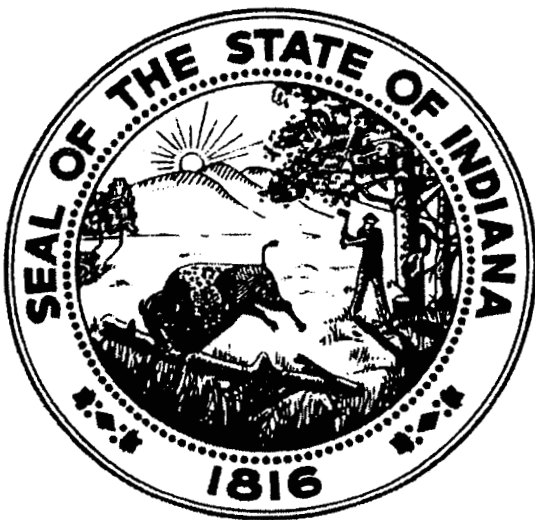
Articles of Organization

State of Indiana
Office of the Secretary of State

CERTIFICATE OF ORGANIZATION
of
TELLISS, LLC

I, SUE ANNE GILROY, Secretary of State of Indiana, hereby certify that Articles of Organization of the above Domestic Limited Liability Company (LLC) have been presented to me at my office, accompanied by the fees prescribed by law and that the documentation presented conforms to law as prescribed by the provisions of the Indiana Business Flexibility Act.

NOW, THEREFORE, with this document I certify that said transaction will become effective Thursday, October 18, 2001.



In Witness Whereof, I have caused to be affixed my signature and the seal of the State of Indiana, at the City of Indianapolis, October 18, 2001.

Sue Anne Gilroy

SUE ANNE GILROY,
SECRETARY OF STATE

APPROVED
AND
FILED
IND. SECRETARY OF STATE

INDIANA ARTICLES OF ORGANIZATION
OF

~~Tellis, LLC~~ Tellis, LLC
An Indiana Limited Liability Company

OCT 15 2004
SUE ANNE GILROY

Article 1. NAME.

The name of the Limited Liability Company is ~~Tellis, LLC~~ Tellis, LLC

Article 2. REGISTERED AGENT AND OFFICE.

The name and address information of the Limited Liability Company's Registered Agent and Office located in the state of Indiana is:

Terry Ballantini
10142 Brook's School Road, Suite 198
Fishers, Indiana 46038

Article 3. PRINCIPAL OFFICE.

The complete address of the Limited Liability Company's principal office is:

10142 Brook's School Road, Suite 198
Fishers, Indiana 46038

Article 4. MANAGEMENT.

The Limited Liability Company will be Member Managed.

Article 5. MEMBERS.

The name and address information of each person who is a member of the Limited Liability Company at time of formation is as follows:

Terry Ballantini
10142 Brook's School Road, Suite 198
Fishers, Indiana 46038

Phyllis Ballantini
10142 Brook's School Road, Suite 198
Fishers, Indiana 46038

Article 6. EFFECTIVE FILING DATE.

This document is to be effective upon filing.

Article 7. PERIOD OF DURATION.

The latest date at which this Limited Liability Company is to dissolve is December 31, 2070.

Article 8. PURPOSE.

This limited liability company is formed for the following purpose/purposes:

Resale Of Telecommunication Services and any lawful activities under Indiana Law.

This document was executed on the 15th day of Oct., 2004


Terry Ballantini, Organizing Member

Exhibit B

Authorization to Conduct Business

COMMONWEALTH OF KENTUCKY
JOHN Y. BROWN III
SECRETARY OF STATE

0531452.06

PBlowing
L902

John Y. Brown III
Secretary of State
Received and Filed
02/20/2002 09:39 AM
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

TELLISS, LLC

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

(If "real name" is unusable in KY, use)

4. INDIANA is the state or country of organization.

5. 10/18/2001 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 12/31/2070

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

10142 BROOKS SCHOOL ROAD, SUITE 198, FISHERS, IN 46038

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

<u>TERRY BALLANTINI</u>	<u>10142 BROOKS SCHOOL RD, STE. 198, FISHERS IN 46038</u>
<small>Name</small>	<small>Address</small>
<u>PHYLLIS BALLANTINI</u>	<u>SAME AS ABOVE</u>
<small>Name</small>	<small>Address</small>

(Attach a continuation, if necessary)

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

SUITE 688, STARKS BLDG., 455 S. FOURTH AVE., LOUISVILLE, KY 4020-2509

Street

City

State

Zip Code

and the name of the registered agent at that office is

STEPHEN A. SCHWAGER, ESQ.

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.

Terry Ballantini

Signature

Terry Ballantini, President

Type or Print Name & Title

Member

Date: January 11, 2002

I, STEPHEN A. SCHWAGER, ESQ., consent to serve as the registered agent on behalf of the limited liability company.

Type or print name of registered agent

Stephen A. Schwager

Signature of Registered Agent

Stephen A. Schwager

Type or Print Name & Title

Exhibit C

Notarized Statement

AFFIDAVIT

STATE OF INDIANA)
) ss
COUNTY OF _____)

Terry L. Ballantini, CEO of Telliss, LLC ("Applicant"), first being duly sworn on oath, deposes and says as follows:

1. Telliss, LLC has neither provided nor collected money from customers within Kentucky for intrastate telecommunication services.

2. Telliss, LLC does not seek to provide operator assisted services to traffic aggregators.

Telliss, LLC

BY: 
Terry L. Ballantini
ITS: CEO

The foregoing instrument was acknowledged before me this 17 day of November, 2002 by Terry L. Ballantini.

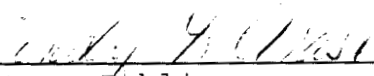

Notary Public:
For Madison County
State of Indiana
My Commission Expires 06/20/05

Exhibit D

Proposed Tariff

**REGULATIONS AND SCHEDULE OF CHARGES
APPLICABLE TO INTERCITY TELECOMMUNICATIONS SERVICES
WITHIN THE STATE OF KENTUCKY
Telliss, LLC**

Filed with PUBLIC SERVICE COMMISSION OF
KENTUCKY

Issued:

Effective:

Issued by: Terry L Ballantini, CEO
Telliss, LLC
10142 Brooks School Road
Suite 198
Fishers, IN 46038