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October 24, 2000

**VIA FEDERAL EXPRESS**

Ms. Helen C. Helton  
Executive Director  
Public Service Commission  
730 Schenkel Lane  
P.O. Box 615  
Frankfort, Kentucky 40602

MARK THE  
LONG DISTANCE AS  
ACTIVE & REMOVE  
REMARKS RE 2000-383  
TIE THE CLEC TO LD \*

RECEIVED

OCT 25 2000

PUBLIC SERVICE  
COMMISSION

Re: Notice of Intent and Request of Claricom Networks, Inc. d/b/a Staples Communications – Networks for Certification as Reseller of Local Exchange Telecommunications in the Commonwealth of Kentucky

Dear Ms. Helton:

On behalf of Claricom Networks, Inc. d/b/a Staples Communications – Networks (“Claricom”), pursuant to KRS 278.020 and the Commission’s January 8, 1998 Order in Case No. 370, we hereby submit an original and four (4) copies of Claricom’s notice of intent and request for certification as a reseller of local exchange telecommunications services in the Commonwealth of Kentucky.

Claricom was previously authorized by the Commission to provide resold interexchange (toll) telecommunications services in the Commonwealth of Kentucky (*see* Letter from Donna J. Wainscott to Joyce E. Johnson dated March 7, 1997, a copy of which is attached hereto as Exhibit A), and currently has a tariff on file and in effect with the Commission for the provision of such service.

In accord with the Commission’s January 8, 1998 Order in Case No. 370, Claricom hereby submits the following in support of its request:

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Claricom's Name, Address and Telephone Number

Claricom Networks, Inc. d/b/a Staples Communications – Networks  
4 Research Drive, Suite 500  
Shelton, Connecticut 06484  
(203) 402-7500

Articles of Incorporation

A copy of Claricom's certificate of incorporation is attached hereto as Exhibit B.

Certificate of Authority to Transact Business in the Commonwealth of Kentucky

A copy of Claricom's certificate of authority to transact business in the Commonwealth of Kentucky is attached hereto as Exhibit C.

Name, Street Address, Telephone Number and Fax Number of the Responsible Company Contact Person for Regulatory Issues and Customer Complaints

*For Regulatory Issues:*

Joyce E. Johnson, Esq.  
Corporate and Regulatory Counsel and Assistant Secretary  
Claricom Networks, Inc. d/b/a Staples Communications – Networks  
4 Research Drive, Suite 500  
Shelton, Connecticut 06484  
Voice: (203) 402-7526  
Fax: (203) 402-7873

and

Albert H. Kramer, Esq.  
Valerie M. Furman, Esq.  
Dickstein Shapiro Morin & Oshinsky LLP  
2101 L Street, N.W.  
Washington, D.C. 20037  
Voice: (202) 833-5017  
Fax: (202) 887-0689

Counsel for Claricom Networks, Inc. d/b/a Staples Communications-Networks

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*For Customer Complaints:*

Thomas Maier  
Vice President, Network Division  
Claricom Networks, Inc. d/b/a Staples Communications-Networks  
4 Research Drive, Suite 500  
Shelton, Connecticut 06484  
Voice: (800) 678-9866  
Fax: (203) 402-7873

\* \* \* \* \*

The Commission's January 8, 1998 Order in Case No. 370 requires utilities to submit a notarized statement from a officer of the utility stating that the utility has not provided or collected for intrastate service in Kentucky prior to filing the instant notice of intent or, alternatively, that the utility has provided intrastate service and that it will refund or credit customer accounts for all monies collected for intrastate service. Because Claricom was previously authorized by the Commission to provide intrastate interexchange (toll) telecommunications service in the Commonwealth of Kentucky, Claricom is permitted to provide and collect for intrastate interexchange service, and is not required to refund or credit customers for monies it has collected for such service. Accordingly, Claricom is not submitting the statement required by the Commission's January 8, 1998 Order in Case No. 370.

The Commission's January 8, 1998 Order in Case No. 370 also requires utilities to submit a statement that the utility does not seek to provide operator assisted services to traffic aggregators. Although Claricom previously indicated in its request for intrastate interexchange authority that that it would not provide operator assisted services to traffic aggregators in the Commonwealth of Kentucky, Claricom reiterates herein that it will not provide operator assisted services to traffic aggregators in the Commonwealth of Kentucky.

Claricom has not yet entered into negotiations with BellSouth Telecommunications, Inc. for a resale agreement, but intends to do so in the very near future. In accord with the Commission's rules and regulations, the resale agreement executed by the parties will be submitted to the Commission for its approval.

Claricom has also attached hereto as Exhibit D its proposed local exchange resale tariff. In accord with the Commission's rules and regulations, the proposed tariff is being filed on thirty (30) days notice, and bears an issued date of October 25, 2000 and an effective date of November 24, 2000.

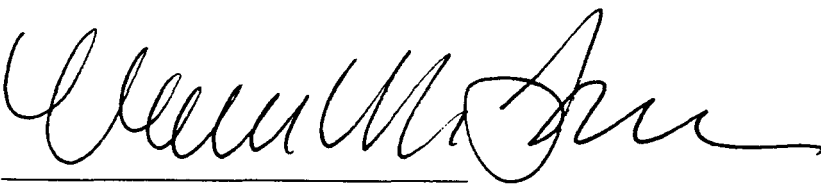
Ms. Helen C. Helton  
October 24, 2000  
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We respectfully request that the Commission provide us with written confirmation indicating that the instant notice of intent to provide resold local exchange telecommunications service has been accepted by the Commission, and that Claricom is now certified to provide resold local exchange telecommunications services in the Commonwealth of Kentucky.

We have included an extra copy of this filing, marked "Stamp and Return," as well as a self-addressed, pre-paid overnight airbill and delivery envelope. Please stamp and return the extra copy to confirm your receipt.

Any inquiries regarding this filing may be directed to the undersigned.

Respectfully submitted,  
CLARICOM NETWORKS, INC. D/B/A STAPLES  
COMMUNICATIONS - NETWORKS

By   
Valerie M. Furman

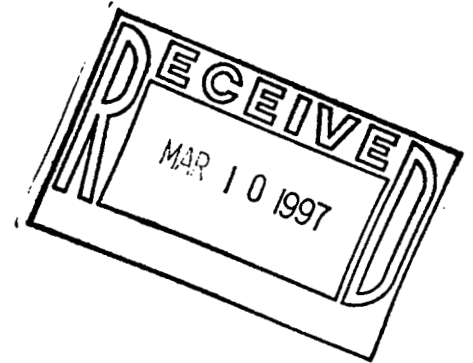
VMF/clh  
Enclosure

**EXHIBIT A**

**Claricom's Authorization to Provide Resold  
Interexchange Telecommunications Services in the  
Commonwealth of Kentucky**



COMMONWEALTH OF KENTUCKY  
PUBLIC SERVICE COMMISSION  
730 SCHENKEL LANE  
POST OFFICE BOX 615  
FRANKFORT, KY. 40602  
(502) 564-3940



March 7, 1997

Hon. Joyce E. Johnson  
Corporate & Regulatory Counsel  
EXECUTONE Business Solutions  
478 Wheelers Farms Road  
Building B  
Milford, Connecticut 06460

RE: Tariff Filing on behalf of Clarity Telecom LD Network Services, Inc. to operate as a reseller and request to transfer the customer base of EXECUTONE Information Systems, Inc. to Clarity

Dear Ms. Johnson:

The above referenced tariff filing has been received and reviewed. An accepted copy is enclosed for your files.

Sincerely,

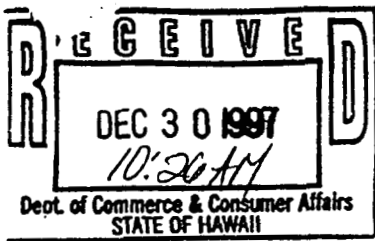
A handwritten signature in cursive script that reads "Donna J. Wainscott".

Donna J. Wainscott  
Administrative Specialist, Sr.  
Rates and Research Division

Enclosure

**EXHIBIT B**

**Certificate of Incorporation**



State of Delaware  
Office of the Secretary of State

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I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THAT THE SAID "CLARITY TELECOM LD NETWORK SERVICES, INC.", FILED A CERTIFICATE OF AMENDMENT, CHANGING ITS NAME TO "CLARICOM NETWORKS, INC.", THE FIFTEENTH DAY OF DECEMBER, A.D. 1997, AT 9 O'CLOCK A.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE AFORESAID CORPORATION IS DULY INCORPORATED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL CORPORATE EXISTENCE NOT HAVING BEEN CANCELLED OR DISSOLVED SO FAR AS THE RECORDS OF THIS OFFICE SHOW AND IS DULY AUTHORIZED TO TRANSACT BUSINESS.



Edward J. Freel, Secretary of State

2622965 8320

971440293

AUTHENTICATION:

8826469

DATE:

12-22-97



CERTIFICATE OF AMENDMENT  
OF  
CERTIFICATE OF INCORPORATION  
OF  
CLARITY TELECOM LD NETWORK SERVICES, INC.

Clarity Telecom LD Network Services, Inc., a corporation organized and existing under and by virtue of the General Corporation Law of the State of Delaware, DOES HEREBY CERTIFY:

FIRST. That the Board of Directors of said corporation by the unanimous written consent of its members, filed with the minutes of the Board, adopted the following resolution:

RESOLVED: That, subject to approval by the stockholders of the corporation, Article 1 of the Certificate of Incorporation of the corporation be amended and restated in its entirety as follows:

1. The name of this corporation is Claricom Networks, Inc."

SECOND: That the said amendment has been consented to and authorized by the sole holder of the issued and outstanding stock entitled to vote by written consent given in accordance with the provisions of Section 228 of the General Corporation Law of the State of Delaware.

THIRD: That the aforesaid amendment was duly adopted in accordance with the applicable provisions of Sections 242 and 228 of the General Corporation Law of the State of Delaware.

IN WITNESS WHEREOF, said corporation has caused this Certificate to be signed by an officer thereunto duly authorized this 15<sup>th</sup> day of December, 1997.

CLARITY TELECOM LD  
NETWORK SERVICES, INC.

By: James A. Graham  
Title: VICE PRESIDENT  
AND SECRETARY  
JAMES A. GRAHAM

CERTIFICATE OF INCORPORATION

of

CLARITY TELECOM LD NETWORK SERVICES, INC.

1. The name of this corporation is Clarity Telecom LD Network Services, Inc.
2. The registered office of this corporation in the State of Delaware is located at 1013 Centre Road, in the City of Wilmington, County of New Castle. The name of its registered agent at such address is Corporation Service Company.
3. The purpose of this corporation is to engage in any lawful act or activity for which corporations may be organized under the General Corporation Law of the State of Delaware.
4. The total number of shares of stock that this corporation shall have authority to issue is 3,000 shares of Common Stock, \$.01 par value per share. Each share of Common Stock shall be entitled to one vote.
5. The name and mailing address of the incorporator is: Jonathan S. Lavine, Two Copley Place, 7th Floor, Boston, Massachusetts 02116.
6. Except as otherwise provided in the provisions establishing a class of stock, the number of authorized shares of any class of stock may be increased or decreased (but not below the number of shares thereof then outstanding) by the affirmative vote of the holders of a majority of the voting power of the corporation entitled to vote irrespective of the provisions of Section 242(b)(2) of the General Corporation Law of the State of Delaware.
7. The election of directors need not be by written ballot unless the by-laws shall so require.
8. In furtherance and not in limitation of the power conferred upon the board of directors by law, the board of directors shall have power to make, adopt, alter, amend and repeal from time to time by-laws of this corporation, subject to the right of the stockholders entitled to vote with respect thereto to alter and repeal by-laws made by the board of directors.
9. A director of this corporation shall not be liable to the corporation or its stockholders for monetary damages for breach of fiduciary duty as a director, except to the extent that exculpation from liability is not permitted under the General Corporation Law of the State of Delaware as in effect at the time such liability is determined. No amendment or repeal of this paragraph 9 shall apply to or have any effect on the liability or alleged liability

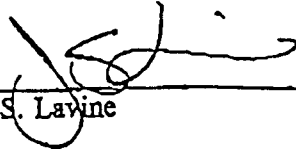
of any director of the corporation for or with respect to any acts or omissions of such director occurring prior to such amendment or repeal.

10. This corporation shall, to the maximum extent permitted from time to time under the law of the State of Delaware, indemnify and upon request advance expenses to any person who is or was a party or is threatened to be made a party to any threatened, pending or completed action, suit, proceeding or claim, whether civil, criminal, administrative or investigative, by reason of the fact that such person is or was or has agreed to be a director or officer of this corporation or while a director or officer is or was serving at the request of this corporation as a director, officer, partner, trustee, employee or agent of any corporation, partnership, joint venture, trust or other enterprise, including service with respect to employee benefit plans, against expenses (including attorney's fees and expenses), judgments, fines, penalties and amounts paid in settlement incurred (and not otherwise recovered) in connection with the investigation, preparation to defend or defense of such action, suit, proceeding or claim; provided, however, that the foregoing shall not require this corporation to indemnify or advance expenses to any person in connection with any action, suit, proceeding, claim or counterclaim initiated by or on behalf of such person. Such indemnification shall not be exclusive of other indemnification rights arising under any by-law, agreement, vote of directors or stockholders or otherwise and shall inure to the benefit of the heirs and legal representatives of such person. Any person seeking indemnification under this paragraph 10 shall be deemed to have met the standard of conduct required for such indemnification unless the contrary shall be established. Any repeal or modification of the foregoing provisions of this paragraph 10 shall not adversely affect any right or protection of a director or officer of this corporation with respect to any acts or omissions of such director or officer occurring prior to such repeal or modification.

11. The books of this corporation may (subject to any statutory requirements) be kept outside the State of Delaware as may be designated by the board of directors or in the by-laws of this corporation.

12. If at any time this corporation shall have a class of stock registered pursuant to the provisions of the Securities Exchange Act of 1934, for so long as such class is so registered, any action by the stockholders of such class must be taken at an annual or special meeting of stockholders and may not be taken by written consent.

THE UNDERSIGNED, the sole incorporator named above, hereby certifies that the facts stated above are true as of this 16<sup>th</sup> day of May, 1996.

  
\_\_\_\_\_  
Jonathan S. Lavine

**EXHIBIT C**

**Certificate of Authority to Transact Business in the  
Commonwealth of Kentucky**



20...  
Boston, MA 02109  
Tel: 617 482 1868  
Tel: 617 482 9807

**JOHN Y. BROWN III**

SECRETARY OF STATE

APPLICATION FOR AMENDED CERTIFICATE  
OF AUTHORITY OF

Clarity Telecom LD Network Services, Inc.  
(Exact Corporate Name)

BY: *John Y. Brown III*  
JOHN Y. BROWN III  
SECRETARY OF STATE  
COMMONWEALTH OF KENTUCKY  
DEC 31 12 39 PM '97

RECEIVED & FILED

Pursuant to the provisions of Chapters 271B and 273 of the Kentucky Revised Statutes, the undersigned hereby applies, on behalf of said corporation, for an Amended Certificate of Authority to transact business in Kentucky and for that purpose submits the following statement:

A Certificate of Authority was issued to the above named corporation by the Secretary of State of Kentucky on August 29, 1996, authorizing said corporation to transact business in the State of Kentucky under the name of Clarity Telecom LD Network Services, Inc.

The corporation's name in its state or country of incorporation has been changed to Claricom Networks, Inc.

The name of the corporation to be used in Kentucky is \_\_\_\_\_  
(if "real name" is unavailable for use)

The corporation's period of duration has been changed to No Change

The corporation's state or country of incorporation has been changed to No Change

This application is accompanied by a Certificate of Existence (or document of similar import) *Duly Authenticated* by the Secretary of State or other official having custody of corporate records in the state or country under whose law it is incorporated.

Dated DECEMBER 18, 1997

*James Graham*  
Signature and Title

James Graham, Vice President  
Type or Print Name & Title

(See Reverse side for Instructions)

SSC-102 (8/92)

**EXHIBIT D**

**Claricom's Proposed Local Exchange Resale Tariff**