

Lance J.M. Steinhart, P.C.
Attorney At Law
1720 Windward Concourse
Suite 250
Alpharetta, Georgia 30005

Also Admitted in New York
and Maryland

Telephone: (770) 232-9200
Facsimile: (770) 232-9208
Email: lsteinhart@telecomcounsel.com

February 9, 2004

VIA OVERNIGHT DELIVERY

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

Re: COMTECH 21, LLC

Dear Mr. Dorman:

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PENDING
tie to 05154602
(9500)*

Enclosed please find for filing one original and eleven (11) copies of COMTECH 21, LLC's Filing Requirements to Operate as a Reseller and Facilities-based/UNE-P Provider of Local Exchange Telecommunications Services within the Commonwealth of Kentucky. The company is currently registered as a long distance provider in Kentucky.

- (1) COMTECH 21, LLC, respectfully requests approval from the Kentucky Public Service Commission in accordance with 807 KAR 5:001, Section 8, KRS 278.030(2), KRS 278.160, and KRS 278.512, for authority to operate as a reseller and facilities-based/UNE-P provider of local exchange and interexchange telecommunications services. The name and address of the company are as follows: COMTECH 21, LLC, One Barnes Park South, Wallingford, Connecticut 06492.
- (2) The name, address, telephone number and fax number of the responsible contact for complaints and regulatory issues is Marie Marcarelli, Executive Vice-President, COMTECH 21, LLC, One Barnes Park South, Wallingford, Connecticut 06492, (877) 580-6564 (Phone), (877) 312-5544 (Fax).
- (3) Copies of COMTECH 21, LLC's Certificate of Formation and certificate of authority from the Secretary of State are attached hereto as Exhibit A.

Mr. Thomas Dorman
Executive Director
Kentucky Public Service Commission
February 9, 2004
Page 2

- (4) The names and qualifications of operating personnel and any other evidence to show Applicant has financial, technical, and managerial abilities to provide adequate, reasonable, and efficient service: Attached hereto as Exhibit B are biographies for key management personnel of COMTECH 21, LLC, that demonstrate the technical and managerial abilities to provide adequate, reasonable, and efficient service.
- (5) Attached hereto as Exhibit C is Proposed Local exchange Tariff for COMTECH 21, LLC.
- (6) Interconnection / Resale Agreement. COMTECH 21, LLC has not yet entered into Interconnection and/or Resale Agreements with the incumbent local exchange carriers in Kentucky. Negotiations have been initiated.
- (7) A notarized statement by Marie Marcarelli, Executive Vice-President for COMTECH 21, LLC, regarding intrastate service is attached hereto as Exhibit D.
- (8) COMTECH 21, LLC, intends to provide local exchange telecommunications services to business and residential telecommuter customers.
- (9) COMTECH 21, LLC will provide resold telecommunications services and by utilizing unbundled network elements purchased from the incumbent local exchange carriers.
- (10) COMTECH 21, LLC, will comply with the monitoring requirements of the Kentucky Administrative Code 355.

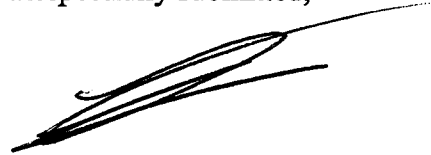
Mr. Thomas Dorman
Executive Director
Kentucky Public Service Commission
February 9, 2004
Page 3

- (11) COMTECH 21, LLC does not seek to provide operator assisted services to traffic aggregators as defined in Adm. Case No. 330

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 me. Thank you.

Respectfully submitted,



Lance J.M. Steinhart
Attorney for COMTECH 21, LLC

Enclosures

cc: Sonja Johnson-Byers

EXHIBIT A

Copy of the Certificate of Formation and Certificate of Authority from Kentucky Secretary of State
for COMTECH 21, LLC

CERTIFICATE OF FORMATION

OF

Tech 2001, LLC


The undersigned, an authorized natural person, for the purpose of forming a limited liability company, under the provisions and subject to the requirements of the State of Delaware (particularly Chapter 18, Title 6 of the Delaware Code and the acts amendatory thereof and supplemental thereto, and known, identified, and referred to as the "Delaware Limited Liability Company Act"), hereby certifies that:

FIRST: the name of the limited liability company (hereinafter called the "limited liability company") is:

Tech 2001, LLC

SECOND: The address of the registered office and the name and the address of the registered agent of the limited liability company required to be maintained by Section 18-104 of the Delaware Limited Liability Company Act are Corporation Service Company, 1013 Centre Road, Wilmington, Delaware 19805.

Executed on February 21, 2000


Wayne A. Martino, Authorized Person

STATE OF DELAWARE
SECRETARY OF STATE
DIVISION OF CORPORATIONS
FILED 09:00 AM 03/07/2000
001116129 - 3180359

Certificate of Amendment to Certificate of Formation
of
Tech 2001, LLC

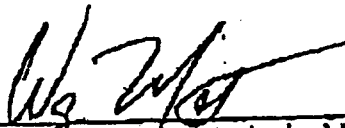
It is hereby certified that:

1. The name of the limited liability company (hereinafter called the "limited liability company") is Tech 2001, LLC.

2. The certificate of formation of the limited liability company is hereby amended by striking out Article First thereof and by substituting in lieu of said Article First the following new Article First:

"First: The name of the limited liability company (hereinafter called the "limited liability company") is Comtech 21, LLC."

Executed on this 7th day of March, 2000.



Wayne A. Marino, Authorized Person

State of Delaware
Office of the Secretary of State PAGE 1

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED ARE TRUE AND CORRECT COPIES OF ALL DOCUMENTS ON FILE OF "COMTECH 21, LLC" AS RECEIVED AND FILED IN THIS OFFICE.

THE FOLLOWING DOCUMENTS HAVE BEEN CERTIFIED:

CERTIFICATE OF FORMATION, FILED THE TWENTY-SECOND DAY OF FEBRUARY, A.D. 2000, AT 9 O'CLOCK A.M.

CERTIFICATE OF AMENDMENT, CHANGING ITS NAME FROM "TECH 2001, LLC" TO "COMTECH 21, LLC", FILED THE SEVENTH DAY OF MARCH, A.D. 2000, AT 9 O'CLOCK A.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE AFORESAID CERTIFICATES ARE THE ONLY CERTIFICATES ON RECORD OF THE AFORESAID LIMITED LIABILITY COMPANY.



Harriet Smith Windsor
Harriet Smith Windsor, Secretary of State

3180359 8100H

AUTHENTICATION: 0983613

DATE: 02-21-01

639

COMMONWEALTH OF KENTUCKY
JOHN Y. BROWN III
SECRETARY OF STATE

0493128.06

John Y. Brown III
Secretary of State

Received and Filed
04/18/2000 01:04 PM

FILED

APR 18 2 46 PM '00

GUY R. ZEIGLER
O.F.C.C.

BY SPA D.C.



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: **Fee Receipt: \$90.00**

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

dday - L902

2. The name of the limited liability company is

COMTECH 21, 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. 02-22-2000 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 Perpetual.

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:

One Barnes Park South Wallingford, CT 06492

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

Richard Minervinc SR

One Barnes Park South Wallingford, CT 06492

Name
Marie Marcarelli
Name

Address
One Barnes Park South Wallingford, CT 06492
Address

(Attach a continuation, if necessary)

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

421 West Main Street Frankfort Kentucky 40601
Street City State Zip Code

and the name of the registered agent at that office is
Corporation Service Company d/b/a/ CSC-Lawyers Incorporating Service Company

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.

Marie Marcarelli
Signature

Marie Marcarelli, Manager
Type or Print Name & Title

Date: April 13, 2000

Corporation Service Company d/b/a
CSC-Lawyers Incorporating Service Company
Type or print name of registered agent

consent to serve as the registered agent on behalf of the limited liability company.

Jennifer L. Oliver
Signature of Registered Agent

Jennifer L. Oliver, Assistant Vice President
Type or Print Name & Title

STATE OF KENTUCKY, COUNTY OF FRANKLIN, SCT

I, GUY R. ZEIGLER, CLERK OF SAID COUNTY, HEREBY CERTIFY
SLL-902 (2000) THAT THE FOREGOING INSTRUMENT HAS BEEN DULY RECORDED
IN MY SAID OFFICE

BOOK 48 PAGE 639
GUY R. ZEIGLER, CLERK BY SPA 4/18/00 D.C.

(See attached sheet for instructions)

Irrevocable Consent

Know all Persons by these Presents:

That Comtech 21, LLC

a limited liability company organized under the laws of the state of Delaware, hereby consents, without power of revocation, that actions may be commenced against it in the proper court of any county in the state of Kansas where there is proper venue by service of process on the Secretary of State of the State of Kansas; and the limited liability company stipulates and agrees that such service shall be taken and held in all courts to be as valid and binding as if due service had been made upon the members of the limited liability company.

IN WITNESS WHEREOF, said limited liability company has caused these presents to be executed by its manager or member this 13th day of

April, A.D. 2000
Year

By Marie Marcarelli
Signature of Manager or Member

Marie Marcarelli, Manager

LLC Mailing Information

Please state the mailing address where you would like the secretary of state to send official mail. If no address is given, the mail will be sent to the LLC's registered office given in paragraph two (2) of this form.

One Barnes Park South Wallingford CT 06492
Street Address City State Zip

The mail should be addressed to the following named individual (optional):

Marian DiNiccla

This application must be accompanied by a certificate of good standing issued by the jurisdiction of its organization and dated within 90 days of the filing of this application. The application must also be submitted in duplicate, along with the \$150 filing fee.

Mail to:
Ron Thornburgh
Secretary of State
First Floor, Memorial Hall
120 S.W. 10th Ave.
Topeka, KS 66612-1594

I hereby certify this to be a true and correct copy of the original on file.
Certified on this date: April 26, 2000
Ron Thornburgh, Secretary of State

For general information and forms request, please call: (785)296-4564

If you have comments or suggestions, you may e-mail us at:
kssos@kssos.org

This form may be downloaded from our web site at:

www.kssos.org

EXHIBIT B

Biographies for Key Management Personnel of COMTECH 21, LLC

PRINCIPLE OFFICERS OF COMTECH21, LLC

The Company's management team is comprised of key individuals with a wide range of telecommunications, public reporting and business experience from large carriers and entrepreneurial reseller firms. The team is highly qualified with solid backgrounds and extensive experience with Local Telephone Service, Long Distance Telephone Service, Data Services, Enhanced Services and Wireless Communication Services.

Richard Minervino Sr., Chairman and Chief Executive Officer

One Barnes Park South, Wallingford, CT 06492

Minervino is a 50 year industry veteran and the Company's founder. An insightful strategist who understands his customers needs, Minervino started his career at Southern New England Telephone in 1952 where over twelve years he held a variety of technical positions and was promoted to marketing manager specializing in telecommunications needs for the insurance industry.

Sensing opportunity, Minervino left the Bell System in 1964, traveling the world as a telecommunications consultant, one of the first in the industry. His client list reads like a Who's Who in American business. Aetna Insurance Company, Amerada Hess, Commonwealth Oil, Cerro Corporation, Colt Industries, Harvey Aluminum, R.J. Reynolds, ITT-Virgin Islands Telephone, Kidder Peabody, BBDO, Grey Advertising, Ogilvy & Mather, Inter Public, Needham Harper & Steers, J. Walter Thompson, Yale University, Emery, Purolator, IBM and his old company, Southern New England Telephone, to name just a few. Minervino also established a telecommunications consulting practice for Booz-Allen & Hamilton where he served as senior officer in charge. Mr. Minervino is an avid inventor and innovator, holding numerous copyrights and patents. Throughout his many years of experience in a broad range of business telecommunications situations, one shortcoming stood out repeatedly: there existed no highly reliable and accurate system to provide management information of a company's entire telephone system, so in 1970 Minervino began to develop just such a system, and established the first hardware-software forerunner of what eventually resulted in the Awareness® Service.

The first such system went into operation on a test basis in 1972 in conjunction with Phoenix Mutual, and after twelve months, the results were clear and dramatic; telephone expense, which had been skyrocketing in previous years, was reduced by over 30 percent. Results in hand, Minervino installed similar systems at a number of his clients' facilities - - Aetna, Connecticut Mutual, New England Mutual Life, Paul Revere and others, and began to further refine the systems design and output. Proving that his new telecommunications management information systems were effective, and viable as a product, Minervino has continually developed new and useful services which continue to reduce client's telecommunications expenses substantially. Billing has always been fundamental to Minervino, touting his philosophy that reliable and accurate internal billing procedures will trim usage costs by prudently restraining overuse, misuse and abuse; he created the first customized Virtual Network Billing ("V-NET billing") package in 1984, to service the billing needs of Emery Worldwide, taking the departmental, divisional and location based cost allocation systems to the next level. This combined nucleus of unique capabilities provided the groundwork for Minervino Companies long distance reseller billing services and the cellular and beeper service billing environments, as well as University and Student billing. Harvard University is one of the many university billing clients throughout the country.

Today, the system has grown from a simple elemental billing system to an operation and support system ("OSS") covering more than 25 telecommunication services. Always focused on customer cost savings, Minervino recently developed the unique Prescient service which provides bill

simplification, verification, and improved productivity while reducing overhead for hospitals and other billing intensive businesses.

**Marie Marcarelli, Executive Vice President – Operations
One Barnes Park South, Wallingford, CT 06492**

Marcarelli began her career in telecommunications in 1973 at Southern New England Telephone Company (SNET) in New Haven, Connecticut where she held positions in engineering, regulatory matters, secretary and treasury, and SNET Systems. Working under the president of the SNET Diversified Group, which managed the unregulated entities of SNET such as SNET-Cellular, SNET Systems and Lightnet.

In 1989 Marcarelli was engaged by MIC, a Minervino company, as director of administration and shortly thereafter was promoted to vice president where in 1990, she was responsible for development of the operations organization supporting the call accounting Awareness® service and the network optimization services "Precision".

In recent years Marie has successfully created a back office company supporting customers of Profitec Billing Services, Inc. another Minervino Company.

Marcarelli is also responsible for creating and developing the back office operations of Prescient. The newest of the Minervino Companies. Prescient provides telecommunications billing verification and validation services to the government and major corporations.

Marcarelli has moved to the position of Executive Vice President of Operations overseeing ComTech21, a telecommunications provider.