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June 4, 2002

VIA OVERNIGHT DELIVERY

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

Re: Wholesale Carrier Services, Inc.

057 63800 0510
222 51638 0530
9570

Dear Mr. Dorman:

Enclosed please find for filing one original and four (4) copies of Wholesale Carrier Services, Inc.'s proposed tariffs to Operate as a Reseller of Telecommunications Services, including Alternate Operator Services, within the Commonwealth of Kentucky.

(1) The name and address of the company is as follows: Wholesale Carrier Services, Inc., 7200 W. Camino Real, Suite 303, Boca Raton, Florida 33433.

(2) A copy of its certificate of authority from the Secretary of State are attached hereto as Exhibit A.

(3) The name, address, telephone number and fax number of the responsible contact for complaints and regulatory issues is Chris S. Barton, Wholesale Carrier Services, Inc., 7200 W. Camino Real, Suite 303, Boca Raton, Florida 33433, (561) 852-3400 (Phone), (561) 750-7244 (Fax).

(4) A notarized statement by an officer of the utility regarding intrastate service is attached as Exhibit B.

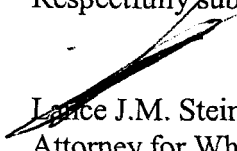
(5) The company seeks to provide operator assisted services to traffic aggregators, but that in doing so it will comply with the Commission's mandates in Administrative Case No. 330.

Mr. Martin Huelsmann
Executive Director
Kentucky Public Service Commission
June 4, 2002
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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 me. Thank you.

Respectfully submitted,


Lance J.M. Steinhart
Attorney for Wholesale Carrier Services, Inc.

Enclosures

cc: Chris S. Barton

CERTIFICATE OF AUTHORITY

COMMONWEALTH OF KENTUCKY
JOHN Y. BROWN III
SECRETARY OF STATE



0537549.09

PBlevins
P101

John Y. Brown III
Secretary of State

Received and Filed

05/23/2002 02:29 PM

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 271B). a nonprofit corporation (KRS 273).
 a professional service corporation (KRS 274).

2. The name of the corporation is
WHOLESALE CARRIER SERVICES, INC.

3. The name of the corporation to be used in Kentucky is

(If "real name" is unavailable for use)

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

5. May 20, 1996 is the date of incorporation and the period of duration is Perpetual

6. The street address of the corporation's principal office is
7200 W. Camino Real, Ste. 303, Boca Raton, Florida 33433

7. The street address of the corporation's registered office in Kentucky is
828 Lane Allen Road, Ste. F4, Lexington, KY 40504

and the name of the registered agent at that office is
TCS Corporate Services, Inc.

8. The names and usual business addresses of the corporation's current officers and directors are as follows:
President See Attached
Vice President _____
Secretary _____
Treasurer _____
Directors _____
(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: _____
(Delayed effective date and/or time)

Chris S. Barton
Signature
President
Type or Print Name & Title

Date: MAY 16 2002

I, TCS Corporate Services, Inc.
Type or print name of registered agent consent to serve as the registered agent on behalf of the corporation.

Lance F. M. Steinhart
Signature of Registered Agent
President
Type or Print Name & Title

**LIST OF OFFICERS & DIRECTORS OF
WHOLESALE CARRIER SERVICES, INC.**

Officers

Chris S. Barton President, Chief Executive Officer, Vice President, Secretary and Treasurer

Directors

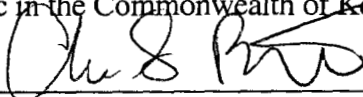
Chris S. Barton

**All the above referenced Officers & Directors can be reached at:
7200 W. Camino Real, Suite 303, Boca Raton, Florida 33433**

AFFIDAVIT

State of Florida, County of Palm Beach, ss.

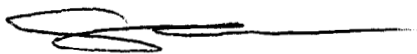
Chris S. Barton, being duly sworn, deposes and says, on behalf of the Applicant, that he/she is the President of Wholesale Carrier Services, Inc., and that to the best of his/her knowledge and belief, Wholesale Carrier Services, Inc. has not provided service to the public in the Commonwealth of Kentucky nor has Applicant ever received compensation for providing intrastate telecommunications services to the public in the Commonwealth of Kentucky.



Chris S. Barton
President

Subscribed and sworn to before me, this 16 day of MAY, 2002.

My commission expires: 9/15/05.



Notary Public

{seal}



Stephen J. Cohen
Commission # DD 051303
Expires Sep. 15, 2005
Bonded Thru
Atlantic Bonding Co., Inc.

TITLE SHEETKENTUCKY TELECOMMUNICATIONS TARIFF

This tariff contains the descriptions, regulations, and rates applicable to the furnishing of service or facilities for Telecommunications Services furnished by Wholesale Carrier Services, Inc. ("WCS"), with principal offices at 7200 W. Camino Real, Suite 303, Boca Raton, Florida 33433. This tariff applies for services furnished within the Commonwealth of Kentucky. This tariff is on file with the Kentucky Public Service Commission, and copies may be inspected, during normal business hours, at the company's principal place of business.

ISSUED: June 5, 2002

EFFECTIVE: July 5, 2002

ISSUED BY: Chris S. Barton, President

7200 W. Camino Real, Suite 303

Boca Raton, Florida 33433