



October 2, 2009  
Via Overnight Delivery

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

**RECEIVED**

**OCT 05 2009**

**PUBLIC SERVICE  
COMMISSION**

**RE: Notification of Intent to Resell Wireless Services  
Ernest Communications, Inc.**

Dear Mr. Kirtley:

Please accept this letter as notification on behalf of Ernest Communications, Inc. ("Ernest") of its intent to resell wireless services in the State of Kentucky. Currently, Ernest is registered with the Kentucky Public Service Commission as a local exchange carrier. Enclosed with this letter is a copy of Ernest's Articles of Incorporation.

Ernest maintains its own Customer Service Department which is responsible for handling service complaints and inquiries. Customers may reach the Customer Service department twenty-four (24) hours a day, seven (7) days a week. The Company has personnel to resolve repair and maintenance issues. Also, the Company's underlying carrier monitors its network 24 hours per day for all network potential problems.

The Company's contact person who is responsible for customer service is:

Paul Masters, President  
Ernest Communications, Inc.  
5275 Triangle Parkway, Suite 150  
Norcross, Georgia 30092  
Toll Free Number: 800-456-8353  
Fax Number: 770-448-4115  
E-Mail: [pmasters@ernestgroup.com](mailto:pmasters@ernestgroup.com)

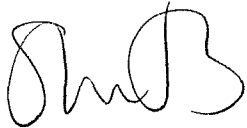
Please acknowledge receipt of this filing by date stamping the extra copy of this cover letter and returning it to me in the self-addressed stamped envelope provided for this purpose.

Mr. Brent Kirtley  
Tariff Branch Manger  
Kentucky Public Service Commission  
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Any questions you may have regarding this filing may be directed to my attention at 407-740-3006 or via email to [croesel@tminc.com](mailto:croesel@tminc.com). Thank you for your assistance.

Sincerely,



*C* Carey Roesel  
Consultant to Ernest Communications, Inc.

Enclosures  
*CR/rg*

cc: Paul Masters - Ernest  
file: Ernest - KY Wireless  
tms: KYw0900

*ERNEST COMMUNICATIONS, INC.*

*ARTICLES OF INCORPORATION*

ARTICLES OF INCORPORATION  
OF ERNEST COMMUNICATIONS, INC.

I.

The name of the Corporation is: Ernest Communications, Inc.

II.

The Corporation shall have authority to issue Two Million (2,000,000) shares of common stock ("Common Stock"). Each share of Common Stock shall be identical in all respects and for all purposes and entitled to one vote in all proceedings in which action may or is required to be taken by shareholders of the Corporation; participate equally in all dividends payable with respect to Common Stock, as, if, and when declared by the Board of Directors of the Corporation; and share ratably in all distributions of assets of the Corporation in the event of any voluntary or involuntary liquidation, or winding up of the affairs of the Corporation or any other distribution of assets, rights, or property.

III.

The initial registered office of the Corporation shall be at 3475 Lenox Rd. NE, Suite 990, Atlanta, GA 30326, in Fulton County. The initial registered agent of the Corporation at such address shall be Gerardo M. Balboni, II

IV.

The name and address of the incorporator is:

Erick H. Rock  
Balboni Law Group LLC  
3475 Lenox Road, N.E.  
Suite 990  
Atlanta, GA 30326

V.

The mailing address of the initial principal office of the Corporation is:

Ernest Communications, Inc.  
c/o Erick H. Rock  
Balboni Law Group LLC  
3475 Lenox Road, N.E.  
Suite 990  
Atlanta, GA 30326

VI.

No director shall have any personal liability to the Corporation or to its shareholders for monetary damages for breach of duty of care or other duty as a director, by reason of any act or omission

occurring subsequent to the date when this provision becomes effective, except that this provision shall not eliminate or limit the liability of a director for (a) any appropriation, in violation of his duties, of any business opportunity of the Corporation; (b) acts or omissions which involve intentional misconduct or a knowing violation of law; (c) liabilities of a director imposed by Section 14-2-832 of the Georgia Business Corporation Code; or (d) any transaction from which the director derived an improper personal benefit.

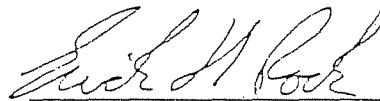
VII.

Any action required by law or by the Bylaws of the Corporation to be taken at a meeting of the shareholders of the Corporation, and any action which may be taken at a meeting of the shareholders, may be taken without a meeting if a written consent, setting forth the action so taken, shall be signed by persons entitled to vote at a meeting those shares having sufficient voting power to cast not less than the minimum number of votes that would be necessary to authorize or take such action at a meeting at which all shares entitled to vote were present and voted. Notice of such action without a meeting by less than unanimous written consent shall be given within ten (10) days of the taking of such action to those shareholders of record on the date when the written consent is first executed and whose shares were not represented on the written consent.

VIII.

The Corporation shall have the power, acting through its Board of Directors, to make distributions of its assets to its shareholders out of its capital surplus and to repurchase its shares out of its unreserved and unrestricted capital surplus available therefor.

11<sup>th</sup> IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation this  
day of May, 1998.



Erick H. Rock, Incorporator

SECRETARY OF STATE  
MAY 11 4 01 PM '98