



April 10, 2002
Via Overnight

210 N. Park Ave.
Winter Park, FL
32789

P.O. Drawer 200
Winter Park, FL
32790-0200

Tel: 407-740-8575
Fax: 407-740-0613
tmi@tminc.com

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

RE: Reseller Application of Telenational Communications, Inc.

Dear Mr. Willard:

Enclosed please find for filing the original and four (4) copies of the Reseller Application for Authority to Operate as a Reseller on Interexchange Services throughout Kentucky on behalf of Telenational Communications, Inc.. The company requests that the tariff be allowed to go into effect on thirty (30) days notice, on May 11, 2002.

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. Any questions you may have pertaining to this filing may be directed to me at (407) 740-8575 or via email at mbvrnes@tminc.com. Thank you for your assistance.

Sincerely,

Monique Byrnes
Consultant to
Telenational Communications, Inc.

MB/lk

cc: Chris Canfield, Telenational
file: Telenational - KY IXC
tms: 5553KYi0200

00013666 -

0510

MAIL ACTIVE

RECEIVED

APR 11 2002

PUBLIC SERVICE
COMMISSION

**BEFORE THE
PUBLIC SERVICE COMMISSION OF KENTUCKY**

In the Matter of the Informational Filing of)
Telenational Communications, Inc.)
for Authority to Operate as a Reseller of)
Interexchange Telephone Service)
throughout the State of Kentucky)

Telenational Communications, Inc. ("Telenational"), hereby submits the following information in accordance with the provisions of Administrative Case No. 359 and its proposed tariffs in accordance with 807 KAR 5:011:

1. The name, address and telephone and fax numbers of the applicant corporation are:

Telenational Communications, Inc.
7310 Woolworth Avenue
Omaha, Nebraska 68124 1110
Phone: (402) 392 - ~~1190~~
Fax: (402) 392 - 7283
Toll-Free: (800) 636 - 5436

2. A copy of the Kentucky Certificate of Authority & the Company's Articles of Incorporation:

Please see Attachment I for Telenational's Kentucky Certificate of Authority and its Articles of Incorporation.

3. **The name, street address, telephone and fax numbers of the responsible contact person(s) for customer complaints and regulatory issues:**

Customer Service Contact:

Mr. Chris Canfield, President
7310 Woolworth Avenue
Omaha, Nebraska 68124 68124
Phone: (402) 392 - ~~4190~~
Fax: (402) 392 - 7283
Toll-Free: (800) 636 - 5436
E-Mail: chris@telenational.net

Regulatory Contact:

Mr. Chris Canfield, President
7310 Woolworth Avenue
Omaha, Nebraska 68124 68124
Phone: (402) 392 - ~~4190~~
Fax: (402) 392 - 7283
Toll-Free: (800) 636 - 5436
E-Mail: chris@telenational.net

Questions and correspondence concerning this Application & Tarif:

Monique Byrnes, Consultant to Telenational Communications, Inc.
Technologies Management, Inc.
210 N. Park Avenue
Winter Park, FL 32789
Phone: 407-740-8575
Fax: 410-740-0613
E-mail: tforte@tminc.com

4. **A notarized statement that the company has not provided or collected for intrastate service in Kentucky prior to filing its tariff:**

Please see Attachment 2 for Telenational's notarized statement.

5. **If the Applicant seeks authority to provide Operator Assisted services to traffic aggregators, then the Commission's mandates rules in Administrative Case No. 330.**

Telenational does not seek authority to provide operator assisted services to traffic aggregators, therefore, the Commission's mandates in Administrative Case No. 330 would not apply.

6. **The applicant must include a proposed tariff to become effective 30 days from the date of this filing.**

Telenational's proposed tariff is included herein as Attachment 3, and will become effective 30 days from the date of this filing.

7. **A sample Company bill should be provided.**

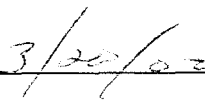
A sample Company bill is attached as Attachment 5.

WHEREFORE, Telenational Communications, Inc. requests that the Public Service Commission of the Commonwealth of Kentucky grant authority to engage in the resale of interexchange telecommunications services to the public in accordance with applicable laws currently in effect or hereinafter enacted by the Commission.

Respectfully submitted this 20 day of March, 2002.



Mr. Chris Canfield - President
Telenational Communications, Inc.



Date

VERIFICATION OF APPLICANT

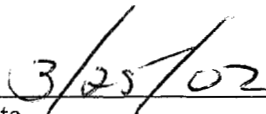
STATE OF COLORADO §

COUNTY OF SUMMIT §

I, Chris Canfield, being first duly sworn, state that I am President of Telenational Communications, Inc., the Applicant herein; that I have reviewed the matters set forth in the Application and Exhibits and the statements contained therein are true tot the best of my knowledge, except as to those matters which are stated on information or belief, and as to those matters I believe them to be true.



Mr. Chris Canfield - President
Telenational Communications, Inc.

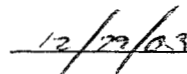


Date

Subscribed and sworn before me this 25th day of MARCH, 2002.


(NOTARY PUBLIC)

My Commission expires on:



ATTACHMENT 1

Telenational Communications, Inc.

Kentucky Certificate of Authority
&
Articles of Incorporation

COMMONWEALTH OF KENTUCKY
JOHN Y. BROWN III
SECRETARY OF STATE



0532242.09

John Y. Brown III
Secretary of State
Received and Filed

03/04/2002 01:53 PM

Fee Receipt: \$90.00

states
P101

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:

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

The name of the corporation is
Telenational Communications, Inc.

The name of the corporation to be used in Kentucky is
Telenational Communications, Inc.

(If "real name" is unabbreviating for use)

Delaware is the state or country under whose law the corporation is incorporated.

May 30, 1997 is the date of incorporation and the period of duration is Perpetual

The street address of the corporation's principal office is
7310 Woolworth Ave., Omaha, NE 68124

The street address of the corporation's registered office in Kentucky is
400 West Market Street, Suite 1800
Louisville KY 40202

and the name of the registered agent at that office is
National Registered Agents, Inc.

The names and usual business addresses of the corporation's current officers and directors are as follows:

President See attached addendum

Vice President

Secretary

Treasurer

Directors See attached addendum

(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.

Chris Canfield, President

Date: 2/26/02, 2002

National Registered Agents, Inc. consent to serve as the registered agent on behalf of the corporation.

By: Deborah J. Hurlbert
Deborah J. Hurlbert, Asst Secretary

Addendum

Telenational Communications, Inc.

Officers and Directors List

Officers:

President: Chris Canfield, 52 Marks Lane, Breckenridge, CO 80424
Vice President: Mike Prachar, 4760 Bruno Rd., El Sobrante, CA 94803
Secretary: Mike Prachar, 4760 Bruno Rd., El Sobrante, CA 94803

Directors:

Chris Canfield 52 Marks Lane, Breckenridge, CO 80424
Kari Canfield 52 Marks Lane, Breckenridge, CO 80424
Mike Prachar 4760 Bruno Rd., El Sobrante, CA 94803

**CERTIFICATE OF INCORPORATION
OF
TELENATIONAL COMMUNICATIONS, INC.**

ARTICLE ONE

The name of the corporation is **TELENATIONAL COMMUNICATIONS, INC.**

ARTICLE TWO

The address of the corporation's registered office in the State of Delaware is Corporation Trust Center, 1209 Orange Street, City of Wilmington, County of New Castle, Delaware 19801. The name of its registered agent at such address is Corporation Trust Company.

ARTICLE THREE

The purpose of the 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.

ARTICLE FOUR

The corporation shall have authority to issue One Thousand (1,000) shares of common stock, with par value at \$.0001 per share, to be issued as and when the Board of Directors shall determine.

ARTICLE FIVE

The Board of Directors of the corporation shall have the power to adopt, amend, and repeal any or all of the Bylaws of the corporation.

ARTICLE SIX

Meetings of the stockholders of the corporation may be held within or without the State of Delaware, as the Bylaws may provide. The books of the corporation may be kept (subject to any provision contained in the Delaware General Corporation Law) outside the State of Delaware at such place or places as may be designated from time to time by the Board of Directors or in the Bylaws of the corporation.

ARTICLE SEVEN

To the fullest extent permitted by Delaware General Corporation Law as the same exists or may hereafter be amended: (i) a director shall not be liable to the corporation or its stockholders for monetary damages for breach of fiduciary duty as a director, (ii) the corporation shall indemnify, defend and hold harmless any and all of its existing and former directors, advisory directors, officers, employees and agents from and against any and all losses, claims, damages, expenses, fees, or liabilities, whether joint or several, incurred by each of them, including but not limited to all legal fees, judgments, penalties or amounts paid in defense, settlement or compromise, all of which may arise or be incurred, rendered, or levied in any legal action, or administrative proceeding brought or threatened against any of them by reason of the fact that such person is or was a director, advisory director, officer, employee or agent of the corporation.

ARTICLE EIGHT

The name and mailing address of the incorporator is as follows:

W. Dean Spics
9601 Katy Freeway, Suite 200
Houston, Texas 77024

ARTICLE NINE

The initial Board of Directors of the corporation shall consist of three (3) person(s). The names and mailing address(es) of the person(s) to serve as the initial director(s) are:

Phillip S. Magiera
One Colonial Road
Dover, Massachusetts 02030

Jonathan Y. Hicks
101 North Waukegan, Suite 930
Lake Bluff, IL 60044

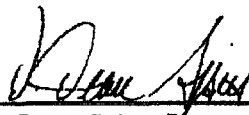
Edward P. Mooney
100 California Street, Suite 1400
San Francisco, CA 94111

ARTICLE TEN

The corporation reserves the right to amend, alter, change, or repeal any provision contained in this Certificate of Incorporation, in the manner now or hereafter prescribed by the Delaware General Corporation Law.

I, THE UNDERSIGNED, for the purposes of forming a corporation under the laws of the State of Delaware, do make, file and record this Certificate, and do certify that the facts herein stated are true.

DATED this 30th day of May, 1997.



W. Dean Spies, Incorporator

State of Delaware
Office of the Secretary of State

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF INCORPORATION OF "TELENATIONAL COMMUNICATIONS, INC.", FILED IN THIS OFFICE ON THE THIRTIETH DAY OF MAY, A.D. 1997, AT 5:30 O'CLOCK P.M.

A CERTIFIED COPY OF THIS CERTIFICATE HAS BEEN FORWARDED TO THE NEW CASTLE COUNTY RECORDER OF DEEDS FOR RECORDING.



A handwritten signature in cursive script, reading "Edward J. Freel", is written over a horizontal line.

Edward J. Freel, Secretary of State

2756936 8100

971177852

AUTHENTICATION:

8490184

DATE:

06-02-97

**CERTIFICATE OF INCORPORATION
OF
TELENATIONAL COMMUNICATIONS, INC.**

ARTICLE ONE

The name of the corporation is **TELENATIONAL COMMUNICATIONS, INC.**

ARTICLE TWO

The address of the corporation's registered office in the State of Delaware is Corporation Trust Center, 1209 Orange Street, City of Wilmington, County of New Castle, Delaware 19801. The name of its registered agent at such address is Corporation Trust Company.

ARTICLE THREE

The purpose of the 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.

ARTICLE FOUR

The corporation shall have authority to issue One Thousand (1,000) shares of common stock, with par value at \$.0001 per share, to be issued as and when the Board of Directors shall determine.

ARTICLE FIVE

The Board of Directors of the corporation shall have the power to adopt, amend, and repeal any or all of the Bylaws of the corporation.

ARTICLE SIX

Meetings of the stockholders of the corporation may be held within or without the State of Delaware, as the Bylaws may provide. The books of the corporation may be kept (subject to any provision contained in the Delaware General Corporation Law) outside the State of Delaware at such place or places as may be designated from time to time by the Board of Directors or in the Bylaws of the corporation.

ARTICLE SEVEN

To the fullest extent permitted by Delaware General Corporation Law as the same exists or may hereafter be amended: (i) a director shall not be liable to the corporation or its stockholders for monetary damages for breach of fiduciary duty as a director, (ii) the corporation shall indemnify, defend and hold harmless any and all of its existing and former directors, advisory directors, officers, employees and agents from and against any and all losses, claims, damages, expenses, fees, or liabilities, whether joint or several, incurred by each of them, including but not limited to all legal fees, judgments, penalties or amounts paid in defense, settlement or compromise, all of which may arise or be incurred, rendered, or levied in any legal action, or administrative proceeding brought or threatened against any of them by reason of the fact that such person is or was a director, advisory director, officer, employee or agent of the corporation.

ARTICLE EIGHT

The name and mailing address of the incorporator is as follows:

W. Dean Spies
9601 Katy Freeway, Suite 200
Houston, Texas 77024

ARTICLE NINE

The initial Board of Directors of the corporation shall consist of three (3) person(s). The names and mailing address(es) of the person(s) to serve as the initial director(s) are:

Phillip S. Magiera
One Colonial Road
Dover, Massachusetts 02030

Jonathan Y. Hicks
101 North Waukegan, Suite 930
Lake Bluff, IL 60044


Edward P. Mooney
100 California Street, Suite 1400
San Francisco, CA 94111

ARTICLE TEN

The corporation reserves the right to amend, alter, change, or repeal any provision contained in this Certificate of Incorporation, in the manner now or hereafter prescribed by the Delaware General Corporation Law.

I, **THE UNDERSIGNED**, for the purposes of forming a corporation under the laws of the State of Delaware, do make, file and record this Certificate, and do certify that the facts herein stated are true.

DATED this 3rd day of May, 1997.



W. Dean Spies, Incorporator

State of Delaware
Office of the Secretary of State

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF INCORPORATION OF "TELENATIONAL COMMUNICATIONS, INC.", FILED IN THIS OFFICE ON THE THIRTIETH DAY OF MAY, A.D. 1997, AT 5:30 O'CLOCK P.M.

A CERTIFIED COPY OF THIS CERTIFICATE HAS BEEN FORWARDED TO THE NEW CASTLE COUNTY RECORDER OF DEEDS FOR RECORDING.



Edward J. Freel, Secretary of State

2756936 8100

971177852

AUTHENTICATION:

8490184

DATE:

06-02-97

Delaware

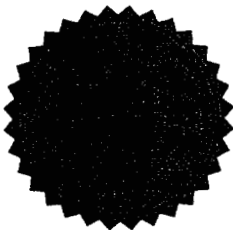
PAGE 1

The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "TELENATIONAL COMMUNICATIONS, INC." IS DULY INCORPORATED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL CORPORATE EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE FIFTH DAY OF FEBRUARY, A.D. 2002.

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "TELENATIONAL COMMUNICATIONS, INC." WAS INCORPORATED ON THE THIRTIETH DAY OF MAY, A.D. 1997.

AND I DO HEREBY FURTHER CERTIFY THAT THE FRANCHISE TAXES HAVE BEEN PAID TO DATE.



2756936 8300

020075028

Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 1596836

DATE: 02-05-02

ATTACHMENT 3

Telenational Communications, Inc.

Notarized Statement

AFFIDAVIT

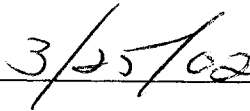
STATE OF COLORADO §

COUNTY OF SUMMIT §

I, Chris Canfield, President of Telenational Communications, Inc., do hereby certify that the Company has not provided or collected for intrastate service in Kentucky prior to filing of this application and tariff.



Mr. Chris Canfield - President
Telenational Communications, Inc.



Date

Subscribed and sworn before me this 25th day of MARCH, 2002.


(NOTARY PUBLIC)

My Commission expires on: 12/29/03

ATTACHMENT 4

Telenational Communications, Inc.

Proposed Interexchange Tariff

Telenational Communications, Inc.

RATES, RULES AND REGULATIONS for FURNISHING
RESALE TELECOMMUNICATIONS SERVICES

Filed with the

PUBLIC SERVICE COMMISSION OF KENTUCKY

This tariff contains the descriptions, regulations, and rates applicable to the furnishing of telecommunications services provided by Telenational Communicaitons, Inc. between points within the Commonwealth of Kentucky.

Issued: April 11, 2002

Effective: May 11, 2002

Issued by:

Mr. Chris Canfield, President
7310 Woolworth Avenue
Omaha, Nebraska 68124

KYi0200