

Lance J.M. Steinhart
Attorney At Law
6455 East Johns Crossing
Suite 285
Duluth, Georgia 30097

Also Admitted in New York
and Maryland

Telephone: (770) 232-9200
Facsimile: (770) 232-9208

July 25, 2000

VIA OVERNIGHT DELIVERY

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

Re: oCen Communications, Inc.

05155300
0510

Dear Mr. Mills:

Enclosed please find for filing one original and four (4) copies of oCen Communications, Inc.'s proposed tariff to Operate as a Reseller of Telecommunications Services within the Commonwealth of Kentucky.

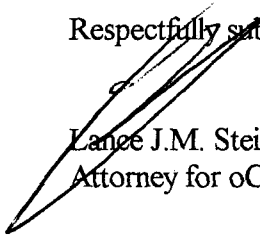
- (1) The name and address of the company is as follows: oCen Communications, Inc., 4900 Rivergrade Road, Bldg C110, Irwindale, California 91706.
- (2) A copy of its certificate of authority from the Secretary of State are attached hereto as Exhibit A.
- (3) The name, address, telephone number and fax number of the responsible contact for complaints and regulatory issues is James Courtney, oCen Communications, Inc., 4900 Rivergrade Road, Bldg C110, Irwindale, California 91706, (626) 338-6611 (Phone), (626) 338-8995 (Fax).
- (4) A notarized statement by an officer of the utility regarding intrastate service is attached as Exhibit B.
- (5) The company does not seek to provide operator assisted services to traffic aggregators.

Mr. Don Mills
Executive Director
Kentucky Public Service Commission
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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 oCen Communications, Inc.

Enclosures
cc: Chris Au

CERTIFICATE OF AUTHORITY

COMMONWEALTH OF KENTUCKY
JOHN Y. BROWN III
SECRETARY OF STATE

0495424.09

John Y. Brown III
Secretary of State



Received and Filed
06/01/2000 09:32 AM

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:

Fee Receipt: \$90.00

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

dday - P101

2. The name of the corporation is
OCEN COMMUNICATIONS, INC.

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

4. Delaware (if "real name" is unavailable for use) is the state or country under whose law the corporation is incorporated.

5. 2/14/00 is the date of incorporation and the period of duration is Perpetual

6. The street address of the corporation's principal office is
4900 Riverside Rd, Bldg C110, Irwindale, CA 91706

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 | <u>See attached</u> | <u>4900 Riverside Rd, Bldg C110, Irwindale, CA 91706</u> |
| Vice President | | <u>4900 Riverside Rd, Bldg C110, Irwindale, CA 91706</u> |
| Secretary | | <u>4900 Riverside Rd, Bldg C110, Irwindale, CA 91706</u> |
| Treasurer | | <u>4900 Riverside Rd, Bldg C110, Irwindale, CA 91706</u> |
| Directors | | <u>4900 Riverside Rd, Bldg C110, Irwindale, CA 91706</u> |

(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)

[Signature]
Signature
James Courtney, Chief Operating Officer
Type or Print Name & Title

Date: May 22, 19 2000

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

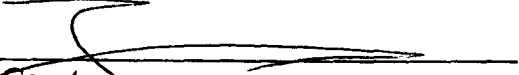
Type or print name of registered agent

[Signature]
Signature of Registered Agent
Chris Stockhoff, Secretary
Type or Print Name & Title

AFFIDAVIT

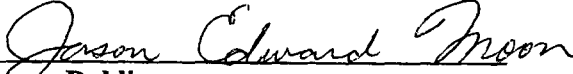
State of California, County of Los Angeles, ss.

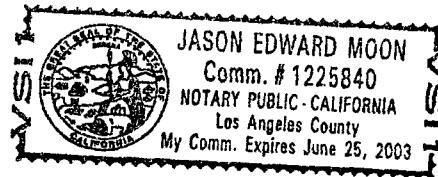
James Courtney, being duly sworn, deposes and says, on behalf of the Applicant, that he/she is the Chief Operating Officer of oCen Communications, Inc., and that to the best of his/her knowledge and belief, oCen Communications, Inc. has not provided service to the public in the Commonwealth of Kentucky nor has Applicant ever received compensation for providing intrastate telecommunications services to the public in the Commonwealth of Kentucky.


James Courtney
Chief Operating Officer

Subscribed and sworn to before me, this 5 day of June, 2000.

My commission expires: 6/25/03.


Notary Public



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