



THEKDWGROUP

Suite 500
1200 19th Street, NW
Washington, DC 20036
tel (202) 955-9659
fax (202) 955-9792
thekdwgroup.com

05053040

DIRECT LINE: (202) 955-9669
EMAIL: kbarker@TheKDWGroup.com

December 9, 2004

RECEIVED

DEC 10 2004

PUBLIC SERVICE
COMMISSION

VIA UPS

Ms. Stephanie Bell, Executive Director
Commonwealth of Kentucky
Public Service Commission
211 Sower Boulevard
Frankfort, KY 40602

Re: Name Change of AT&T Broadband Phone of Kentucky, LLC to Insight
Phone of Kentucky, LLC.

Dear Ms. Bell:

Enclosed please find for filing, one original and four (4) copies of a Tariff Adoption Notice, new tariff and Qualification to do Business of Insight Phone of Kentucky, LLC d/b/a Insight Phone ("Insight"), in order to change the name of AT&T Broadband Phone of Kentucky, LLC ("AT&T - Kentucky") to Insight.¹ As per Commission procedure, AT&T - Kentucky is filing a Tariff Adoption Notice for AT&T - Kentucky's tariff under Insight's name, until the new tariff, with the new company name, is deemed effective by the Commission thirty (30) days after filing.

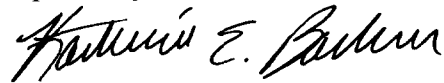
AT&T - Kentucky offers its local exchange, interexchange, access and toll telecommunications services under Utility Number 5053040, and initially filed its tariff and notice to provide service with the Commission on September 14, 2001. All customers have been informed of this name change, and will continue to receive their services at the same rates, terms and conditions as they did prior to the name change. Any future changes in rates, terms and conditions will be made in accordance with applicable Commission requirements.

¹ This name change is being filed in connection with a change in control. Notice of this transaction was filed with the Commission on July 26, 2004.

Ms. Stephanie Bell, Executive Director
December 9, 2004
Page Two

Please date-stamp the duplicate of this filing and return in the self-addressed, postage pre-paid envelope. Thank you for your assistance in this matter and please do not hesitate to contact me at (202) 955-9669 if you have any questions or concerns.

Respectfully submitted,

A handwritten signature in black ink, appearing to read "Katherine E. Barker". The signature is written in a cursive style with a large initial "K".

Katherine E. Barker

Enclosures

ADOPTION NOTICE

The undersigned Insight Phone of Kentucky, LLC, d/b/a Insight Phone

(Name of Utility) System

of New York, NY hereby adopts, ratifies, and makes its own, in every respect as if the same had been originally filed and posted by it, all tariffs and supplements containing rates, rules and regulations for furnishing local exchange, interexchange, access and toll services on a statewide basis within (Nature of Service)

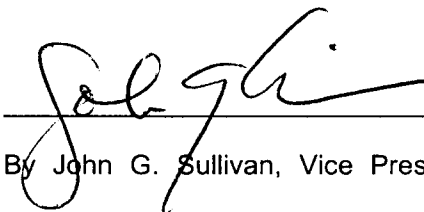
the Commonwealth of Kentucky, filed with the Public Service Commission of Kentucky by AT&T Broadband Phone of Kentucky, LLC, d/b/a AT&T Digital Phone of Philadelphia, PA

(Name of Predecessor)

and in effect on the 29th day of November, 2004, the date on which the name of public service business of the said AT&T Broadband Phone of Kentucky, LLC, d/b/a AT&T Digital Phone (Name of Predecessor)

was changed.

This notice is issued on the 10th day of December, 2004, in conformity with 807 KAR 5:011, Section 11, of the Regulations for the filing of Tariffs of Public Utilities with the Public Service Commission of Kentucky.


By John G. Sullivan, Vice President and Chief Counsel, Comcast Phone II, Inc.

Authorized by Ky.P.S.C. Order No. _____

Delaware

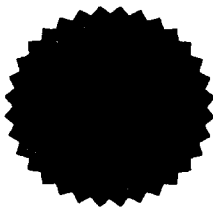
PAGE 1

The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF AMENDMENT OF "AT&T BROADBAND PHONE OF KENTUCKY, LLC", CHANGING ITS NAME FROM "AT&T BROADBAND PHONE OF KENTUCKY, LLC" TO "INSIGHT PHONE OF KENTUCKY, LLC", FILED IN THIS OFFICE ON THE TWENTY-NINTH DAY OF NOVEMBER, A.D. 2004, AT 1:01 O'CLOCK P.M.

3374234 8100

040852985



Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State
AUTHENTICATION: 3504781

DATE: 11-29-04

CERTIFICATE OF AMENDMENT

**TO
CERTIFICATE OF FORMATION**

OF

AT&T BROADBAND PHONE OF KENTUCKY, LLC

It is hereby certified that :

1. The name of the limited liability company is AT&T Broadband Phone of Kentucky, LLC.

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

"FIRST: The name of the limited liability company is Insight Phone of Kentucky, LLC."

IN WITNESS WHEREOF, the undersigned has executed this Certificate of Amendment to the Certificate of Formation of AT&T Broadband Phone of Kentucky, LLC this 29th day of November, 2004.

AT&T Broadband Phone of Kentucky, LLC

By: _____

Arthur R. Block
Arthur R. Block, Senior Vice President
Authorized Person

State of Delaware
Secretary of State
Division of Corporations
Delivered 01:01 PM 11/29/2004
FILED 01:01 PM 11/29/2004
SRV 040852985 - 3374234 FILE

COMMONWEALTH OF KENTUCKY
TREY GRAYSON
SECRETARY OF STATE



0522440.06

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L903

Trey Grayson
Secretary of State
Received and Filed
12/02/2004 1:42:04 PM
Fee Receipt: \$40.00

APPLICATION FOR AMENDED CERTIFICATE OF AUTHORITY

Pursuant to the provisions of KRS Chapter 275, the undersigned hereby applies for an amended certificate of authority to transact business in Kentucky on behalf the limited liability company named below and for that purpose submits the following statements:

1. AT&T Broadband Phone of Kentucky, LLC
(Name of limited liability company or fictitious name adopted for use in Kentucky)
is a limited liability company organized and existing under the laws of the state or country of Delaware, and received authority to transact business in Kentucky on September 13, 2001.
2. The limited liability company's name in its state or country of organization has been changed to Insight Phone of Kentucky, LLC
The name of the limited liability company to be used in Kentucky is Insight Phone of Kentucky, LLC
(if "real name" is unavailable for use)
3. The latest date on which the limited liability company is to dissolve has been changed to N/A
4. The limited liability company's state or country of organization has been changed to N/A
5. This application will be effective upon filing, unless a delayed effective date and/or time is specified: N/A
(Delayed effective date and/or time)

I certify that, as of the date of filing this amended certificate of authority, the above-named limited liability company validly exists as a limited liability company under the laws of the jurisdiction of its formation.

*Arthur R. Block, Senior Vice
President of: Comcast Cable
Communications Holdings, Inc.
Sole Member of: Comcast Phone, LLC
Sole Member of: AT&T Broadband
Phone of Kentucky, LLC

Signature

Arthur R. Block, Senior Vice President *

Type or Print Name & Title

Date: November 29, 2004

COMMONWEALTH OF KENTUCKY
TREY GRAYSON
SECRETARY OF STATE



0522440.12

Dcornish
ADD

Trey Grayson
Secretary of State
Received and Filed

12/02/2004 1:43:36 PM

Fee Receipt: \$20.00

CERTIFICATE OF ASSUMED NAME

This certifies that the assumed name of

Insight Phone

[Name under which the business will be conducted]

has been adopted by Insight Phone of Kentucky, LLC

[Real name - KRS 365.015(1)]

which is the "real name" of [YOU MUST CHECK ONE]

- | | |
|--|---|
| <input type="checkbox"/> a Domestic General Partnership | <input type="checkbox"/> a Foreign General Partnership |
| <input type="checkbox"/> a Domestic Registered Limited Liability Partnership | <input type="checkbox"/> a Foreign Registered Limited Liability Partnership |
| <input type="checkbox"/> a Domestic Limited Partnership | <input type="checkbox"/> a Foreign Limited Partnership |
| <input type="checkbox"/> a Domestic Business Trust | <input type="checkbox"/> a Foreign Business Trust |
| <input type="checkbox"/> a Domestic Corporation | <input type="checkbox"/> a Foreign Corporation |
| <input type="checkbox"/> a Domestic Limited Liability Company | <input checked="" type="checkbox"/> a Foreign Limited Liability Company |
| <input type="checkbox"/> a Joint Venture | |

organized and existing in the state or country of Delaware, and whose address is

1500 Market Street

Philadelphia

PA

19102

Street address, if any

City

State

Zip Code

The certificate of assumed name is executed by

Signature

Print or type name and title

Date

Arthur R. Block
Signature

Arthur R. Block, Sr. VP *
Print or type name and title

November 29, 2004
Date

* Arthur R. Block, Senior Vice President of: Comcast Cable Communications Holdings, Inc. Sole Member of: Comcast Phone, LLC Sole Member of: AT&T Broadband Phone of Kentucky, LLC