

"ITS" Network Services

"Integrated TeleServices...at your fingertips..."

January 15, 2002

Mr. Tom Dorman
Executive Director
Public Service Commission
730 Schenkel Lane
Frankfort, Kentucky 40602

RECEIVED

05162200

JAN 22 2002

0510

PUBLIC SERVICE
COMMISSION

RE: ECI Communications, Inc.'s Registration for Interexchange Service Authority to Operate as a Reseller of Telecommunications Services Within the Commonwealth of Kentucky.

Dear Mr. Dorman:

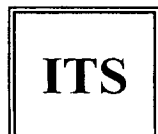
Enclosed are the original and four (4) copies of ECI Communications, Inc.'s ("ECI" or "Applicant") registration for interexchange service authority to operate as a reseller of telecommunication services within the Commonwealth of Kentucky and the proposed tariff. So that our records will be complete, please date stamp the extra copy of this registration and return in the envelope provided.

The Applicant provides the information as required by the Kentucky Public Service Commission pursuant to Administrative Case No. 359:

1. The name and address of the company are as follows:

ECI Communications, Inc., d/b/a ITS Network Services
7108 Fresno Avenue, Suite 300
Fresno, CA 93720

2. A copy of the Applicant's Articles of incorporation are attached at Exhibit A. A copy of the Applicant's Certificate of Authority from the Kentucky Secretary of State is attached at Exhibit B.



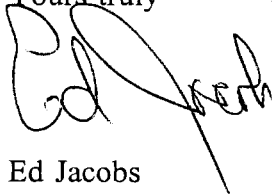
"ITS Network Services, Inc.
7108 Fresno Avenue, Suite 300
Fresno, CA 93720
(559) 447-2100 • (559) 447-2121

3. The Applicant's proposed tariff is attached at Exhibit D.
4. The name, street address, telephone number, and fax number of the responsible contact person for customer complaints and regulatory issues are as follows:

Jack Burk, Director of Operations
ECI Communications, Inc.
7108 Fresno Avenue, Suite 300
Fresno, CA 93720
(559) 447-2100
(559) 447-2121 Fax
5. See Exhibit C for a notarized statement by an officer of the Applicant that the Applicant has not provided or collected for intrastate service in Kentucky prior to filing the notice of intent.
6. ECI Communications, Inc. does not seek to provide operator assisted service to traffic aggregators as defined in Administrative Case No. 330.

Thank you for your assistance in this matter. Any questions regarding this registration or proposed tariff should be referred to Todd Lowe, Visiology, Inc, 16061 Carmel Bay Drive, Northport, Alabama 35475 who may be reached via telephone at (205) 330-1701 and via FAX at (205) 330-1705.

Yours truly



Ed Jacobs
President

Enclosures

EXHIBIT A

COPY OF

ARTICLES OF INCORPORATION

Articles of Incorporation
(PURSUANT TO NRS 78)
STATE OF NEVADA
Secretary of State

FILED # C25302-00

SEP 20 2000

(For filing office use)

(For filing office use)

IN THE OFFICE OF
DAVID HELLER
SECRETARY OF STATE

1. NAME OF CORPORATION: ECI Communications Corp.
2. RESIDENT AGENT: (designated resident agent and his STREET ADDRESS in Nevada where process may be served)
Name of Resident Agent: Jessica Schiemann
Street Address: 3061 Probasco Way Sparks, NV 89431
Street No. Street Name City Zip

3. SHARES: (number of shares the corporation is authorized to issue)
Number of shares with par value: 100,000,000 Par value: \$.0001 Number of shares without par value: None

4. GOVERNING BOARD: shall be styled as (check one): Directors Trustees
The FIRST BOARD OF DIRECTORS shall consist of one at time of incorporation member(s) and the name(s) and address(es) are as follows
(attach additional pages if necessary):

<u>Calvin Wong</u>	<u>260 52nd Street, #75, New York, NY 10019</u>
Name	Address City/State/Zip

5. PURPOSE (optional - see instruction sheet): The purpose of the corporation shall be:
Any legal Act within the State of Nevada

6. OTHER MATTERS: This form includes the minimal statutory requirements to incorporate under NRS 78. You may attach additional information pursuant to NRS 78.037 or any other information you deem appropriate. If any of the additional information is contradictory to this form it cannot be filed and will be returned to you for correction. Number of pages attached Six(6).

7. SIGNATURES OF INCORPORATORS: The names and addresses of each of the incorporators signing the articles: (signatures must be notarized.)
(attached additional pages if there are more than two incorporators.)

Jessica Schiemann
Name
3061 Probasco Way, Sparks, NV 89431
Address City/State/Zip

Jessica Schiemann
Signature

State of Nevada County of Washoe
This instrument was acknowledged before me on
September 18, 2000, by

Jessica Schiemann
Name of Person

as incorporator of
ECI Communications Corp.
(name of party on behalf of whom instrument was executed)

Signature
State of Nevada County of Washoe
This instrument was acknowledged before me on
N/A, by

Name of Person
as incorporator of
N/A
(name of party on behalf of whom instrument was executed)

Notary Public Signature



(affix notary stamp or seal)

8. CERTIFICATE OF ACCEPTANCE OF APPOINTMENT OF RESIDENT AGENT
I, Jessica Schiemann hereby accept appointment as Resident Agent for the above named corporation.

Jessica Schiemann
Signature of Resident Agent
September 18, 2000
Date

09/20/2000 09:01A MLR195 FY01-000-10019

1 (G) Shall have power to appoint such officers and agents, as the affairs of the
2 Corporation shall require, and to allow them suitable compensation.

3 (H) Shall have power to make By-Laws not inconsistent with the constitution
4 or laws of the United States, or of the State of Nevada, for the management, regulation and
5 government of its affairs and property, the transfer of its stock, the transaction of its business,
6 and the calling and holding of meetings of its stockholders.

7 (I) Shall have power to dissolve itself.

8 (J) Shall have power to adopt and use a common seal or stamp, and alter the
9 same. The use of a seal or stamp by the Corporation on any Corporate document is not
10 necessary. The Corporation may use a seal or stamp, if it desires, but such use or nonuse shall
11 not in any way affect the legality of the document.

12 (K) Shall have power to borrow money and contract debts when necessary for
13 the transaction of its business, or for the exercise of its corporate rights, privileges or franchises,
14 or for any other lawful purpose of its Incorporation; to issue bonds, promissory notes, bills of
15 exchange, debentures, and other obligations and evidences of indebtedness, payable at a
16 specified event or events, whether secured by mortgage, pledge or otherwise, or unsecured, or for
17 money borrowed, or in payment for property purchased or acquired, or for any other lawful
18 object.

19 (L) Shall have power to guarantee, purchase, hold, sell, assign, transfer,
20 mortgage, pledge or otherwise dispose of the shares of the capital stock of, or any bonds,
21 securities or evidences of the indebtedness created by, any other Corporation or Corporations of
22 the State of Nevada, or any other state or government, and, while owners of such stock, bonds,
23 securities or evidences of indebtedness, to exercise all the rights, powers and privileges of
24 ownership, including the right to vote, if any.

25 (M) Shall have power to purchase, hold, sell and transfer shares of its own
26 capital stock and use therefor its capital, capital surplus, surplus or other property or fund.

27 (N) Shall have power to conduct business, have one or more offices, and hold,
28 purchase mortgage and convey real and personal property in the State of Nevada, and in any of
29 the several states, territories, possessions and dependencies of the United States, the District of
30 Columbia, and foreign countries.

1 (O) Shall have power to do all and everything necessary and proper for the
2 accomplishment of the objects enumerated in its certificate or Articles of Incorporation, or any
3 amendment thereof, or necessary or incidental to the protection and benefit of the Corporation,
4 and, in general to carry on any lawful business necessary or incidental to the attainment of the
5 objects of the Corporation, whether or not such business is similar in nature to the objects set
6 forth in the certificate or Articles of Incorporation of the Corporation, or any amendment thereof.

7 (P) Shall have power to make donations for the public welfare or for
8 charitable, scientific or educational purposes.

9 (Q) Shall have power to enter into partnerships, general or limited, or joint
10 ventures in connection with any lawful activities.

11
12 **FOURTH.** The aggregate number of shares the Corporation shall have authority to
13 issue shall be one hundred million(100,000,000) shares of common stock, par value \$.0001, each
14 share of common stock having equal rights and preferences, voting privileges and preferences.

15
16 **FIFTH.** The governing board of this Corporation shall be known as directors, and
17 the number of directors may from time to time be increased or decreased in such manner as shall
18 be provided by the By-Laws of this Corporation, providing that the number of directors shall not
19 be reduced or fewer then one (1).

20
21 The name and post office address of the first Board of Director shall be
22 *one* in number and listed as follows:

23
24 Name Address
25
26 Calvin Wong 260 W. 52nd Street #7J, NY, NY 10019

27
28 **SIXTH.** The capital stock, after the amount of the subscription price, or par value,
29 has been paid in, shall not be subject to assessment to pay the debts of the Corporation.

1 SEVENTH. The name and post office address of the Incorporator signing the Articles
2 of Incorporation is as follows:

3

4	<u>Name</u>	<u>Address</u>
6	<i>Jessica Schiemann</i>	<i>3061 Probasco Way, Sparks, NV 89431</i>

7

8 EIGHTH. The resident agent for this Corporation shall be:

9

10 *Jessica Schiemann*

11

12 The address of said agent, and the registered or statutory address of this Corporation in the State
13 of Nevada shall be:

14

15 *3061 Probasco Way, Sparks, NV 89431*

16

17 NINTH. The Corporation is to have perpetual existence.

18

19 TENTH. In furtherance and not in limitation of the powers conferred by statute, the
20 Board of Directors is expressly authorized:

21

22 Subject to the By-Laws, if any, adopted by the stockholders, to make, alter
23 or amend the By-Laws of the Corporation.

24

25 To fix the amount to be reserved as working capital over and above its
26 capital stock paid in; to authorize and cause to be executed, mortgages and liens upon the real
27 and personal property of this Corporation.

28

29 By resolution by a majority of the whole Board, to designate one (1) or
30 more committees, each committee to consist of one (1) or more of the Directors of the
31 Corporation, which, to the extent provided in the resolution, or in the By-Laws of the

1 Corporation, shall have and may exercise the powers of the Board of Directors in the
2 management of the business and affairs of the Corporation. Such committee or committees shall
3 have such name, or names as may be stated in the By-Laws of the Corporation, or as may be
4 determined from time to time by resolution adopted by the Board of Directors.

5
6 When and as authorized by the affirmative vote of the stockholders
7 holding stock entitling them to exercise at least a majority of the voting power given at a
8 stockholders meeting called for that purpose, or when authorized by the written consent of the
9 holders of at least a majority of the voting stock issued and outstanding, the Board of Directors
10 shall have power and authority at any meeting to sell, lease or exchange all of the property and
11 assets of the Corporation, including its goodwill and its franchises, upon such terms and
12 conditions as its Board of Directors deems expedient and for the best interest of the Corporation.

13
14 **ELEVENTH.** No shareholder shall be entitled as a matter of right to subscribe for or
15 receive additional shares of any class of stock of the Corporation, whether now or hereafter
16 authorized, or any bonds, debentures or securities convertible into stock, but such additional
17 shares of stock or other securities convertible into stock may be issued or disposed of by the
18 Board of Directors to such persons and on such terms as in its discretion it shall deem advisable.

19
20 **TWELFTH.** No director or officer of the Corporation shall be personally liable to the
21 Corporation or any of its stockholders for damages for breach of fiduciary duty as a director or
22 officer involving any act or omission of any such director or officer, provided however, that the
23 foregoing provision shall not eliminate or limit the liability of a director or officer (i) for acts or
24 omissions which involve intentional misconduct, fraud or a knowing violation of law, or (ii) the
25 payment of dividends in violation of Section 78.300 of the Nevada Revised Statutes. Any repeal
26 or modification of these Articles by the stockholders of the Corporation shall be prospective only
27 and shall not adversely affect any limitation on the personal liability of a director or officer of the
28 Corporation for acts or omission to such repeal or modification.

29
30 **THIRTEENTH.** This Corporation reserves the right to amend, alter, change or repeal any
31 provision contained in the Articles of Incorporation, in the manner now or hereafter prescribed

1 by statute, or by the Articles of Incorporation, and all rights conferred upon stockholders herein
2 are granted subject to this reservation.

3
4 I, **THE UNDERSIGNED**, being the Incorporator herein before names for the purpose of
5 forming a Corporation pursuant to the General Corporation Law of the State of Nevada, do make
6 and file these Articles of Incorporation, hereby declaring and certifying that the facts herein
7 stated are true, and accordingly have hereunto set my hand this 18th day of *September, 2000*.

8
9 *Jessica Schiemann*
10 *Jessica Schiemann*

11
12
13 **STATE OF NEVADA**)
14 : ss.
15 **COUNTY OF WASHOE**)

16
17 On this the 18th day of *September, 2000*, *Reno*, Nevada, before me, the undersigned, a Notary
18 Public in and for *Reno*, State of Nevada personally appeared *Jessica Schiemann*, known to me
19 to be the person whose name is subscribed to the foregoing document and acknowledged to me
20 that *she* executed the same.

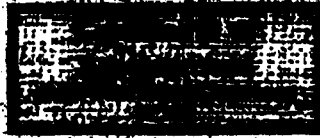


23 *Connie Hayduk*
24 Notary Public

25 I, *Jessica Schiemann*, hereby accept as Resident Agent for the previously named Corporation.
26 *9/18/00* *Jessica Schiemann*
27 Date *Jessica Schiemann*

F402-5434-75

DEAN HELLER
Secretary of State
101 North Carson Street, Suite 6
Carson City, Nevada 89701-5728
(702) 344 6748



FILED # C15302-00

JUL 24 2001

IN THE OFFICE OF
DEAN HELLER, SECRETARY OF STATE

Certificate of Amendment to Articles of Incorporation
For Nevada Profit Corporations
(Pursuant to NRS 78.308 and 78.309 - After Issuance of Stock)
- Remit in Duplicate -

1. Name of corporation: ECI Communications Corp.

2. The articles have been amended as follows (provide article numbers, if available):
See attached document
A) change of name to ECI Communications, Inc
B) change # of shares to 110,000,000 @ .0001
consisting of 100,000,000 common & 10,000,000 preferred
having par value @ .0001

3. The vote by which the stockholders holding shares in the corporation entitling them to exercise at least a majority of the voting power, or such greater proportion of the voting power as may be required in the case of a vote by class or series, or as may be required by the provisions of the articles of incorporation have voted in favor of the amendment is: passed.

4. Signatures (Required):
Calvin Wong and [Signature]
President or Vice President and Secretary or Asst. Secretary

*If any proposed amendment would alter or change any preference or any relative or other right given to any class or series of outstanding shares, then the amendment must be approved by the vote, in addition to the affirmative vote otherwise required, of the holders of shares representing a majority of the voting power of each class or series affected by the amendment regardless of limitations or restrictions on the voting power thereof.

IMPORTANT: Failure to include any of the above information and remit the proper fees may cause this filing to be rejected.

Meeting of the Board of Directors of ECF ASSOCIATIONS, Inc.

At a meeting of the Board of Directors of ECF ASSOCIATIONS, Inc. held at the offices of the Company, 100 Park Avenue, New York, New York, on July 25, 1978, the following resolutions were adopted:

That the Board of Directors of the Company, recognizing the importance of the Company's financial position and the need for a more comprehensive financial statement, has authorized the Company to issue a new series of shares of common stock, the proceeds of which will be used to pay the Company's indebtedness and to provide for the Company's working capital needs. The Board of Directors further authorized the Company to issue such shares of common stock in such amount and at such price as may be determined by the Board of Directors, provided that the total amount of such shares shall not exceed 10,000,000 shares of common stock, and that such shares shall be issued in accordance with the terms and conditions that may from time to time be determined by the Board of Directors. There being no further business, the meeting was adjourned.

[Handwritten signature]

AUTHORIZED SHARE

The Corporation shall have authority to issue an aggregate of 110,000,000 shares, of which 10,000,000 shares shall be preferred stock, par value \$0.0001 (the "Preferred Stock"), and 100,000,000 shares shall be common stock, par value \$0.0001 (the "Common Stock"). The powers, preferences, and rights, and the qualifications, limitations, or restrictions of the shares of stock of each class and series which the Corporation shall be authorized to issue, are as follows:

(a) **Preferred Stock.** Shares of Preferred Stock may be issued from time to time in one or more series as may from time to time be determined by the board of directors. Each series shall be distinctly designated. All shares of any one series of the Preferred Stock shall be alike in every particular, except that there may be different dates from which dividends thereon, if any, shall be cumulative, if made cumulative. The powers, preferences, participating, optional, and other rights of each such series and the qualifications, limitations, or restrictions thereof, if any, may differ from those of any and all other series at any time outstanding. Except as hereinafter provided, the board of directors of this Corporation is hereby expressly granted authority to fix by resolution or resolutions adopted prior to the issuance of any shares of each particular series of Preferred Stock, the designation, powers, preferences, and relative participating, optional, and other rights and the qualifications, limitations, and restrictions thereof, if any, of such series, including, without limiting the generality of the foregoing, the following:

(i) The distinctive designation of, and the number of shares of Preferred Stock which shall constitute each series, which number may be increased (except as otherwise fixed by the board of directors) or decreased (but not below the number of shares thereof outstanding) from time to time by action of the board of directors;

(ii) The rate and times at which, and the terms and conditions on which, dividends, if any, on the shares of the series shall be paid; the extent of preference or relation, if any, of such dividends to the dividends payable on any other class or classes of stock of this Corporation or on any series of Preferred Stock and whether such dividends shall be cumulative or noncumulative;

(iii) The right, if any, of the holders of the shares of the same series to convert the same into, or exchange the same for, any other class or classes of stock of this Corporation and the terms and conditions of such conversion or exchange;

(iv) Whether shares of the series shall be subject to redemption and the redemption price or prices, including, without limitation, a redemption price or prices payable in shares of any other class or classes of stock of the Corporation, cash, or other property and the time or times at which, and the terms and conditions on which, shares of the series may be redeemed;

(v) The rights, if any, of the holders of shares of the series on voluntary or involuntary liquidation, merger, consolidation, distribution, or sale of assets, dissolution, or winding up of this Corporation;

(vi) The terms of the sinking fund or redemption or purchase account, if any, to be provided for shares of the series; and

(vii) The voting power, if any, of the holders of shares of the series.

(b) **Common Stock.** The Common Stock shall have the following powers, preferences, rights, qualifications, limitations, and restrictions:

(i) After the requirements with respect to preferential dividends of Preferred Stock, if any, shall have been met and after this Corporation shall comply with all the requirements, if any, with respect to the setting aside of funds as sinking funds or redemption or purchase accounts and subject further to any other conditions which may be required by the Utah Revised Business Corporation Act, then, but not otherwise,

the holders of Common Stock shall be entitled to receive such dividends, if any, as may be declared from time to time by the board of directors without distinction as to series;

(3) After distribution in full of any profit or amount to be distributed to the holders of Preferred Stock, if any, in the event of a voluntary or involuntary liquidation, dissolution or sale of assets, dissolution or winding up of this Corporation, the holders of the Common Stock shall be entitled to receive all of the remaining assets of the Corporation, tangible and intangible, of whatever kind available for distribution to stockholders, namely in proportion to the number of shares of Common Stock held by each without distinction as to series; and

(4) Except as may otherwise be required by law or these Articles of Incorporation, in all matters as to which the vote or consent of stockholders of the Corporation shall be required or be taken, including any vote to amend these Articles of Incorporation, to increase or decrease the par value of any class of stock, effect a stock split or combination of shares, or alter or change the powers, preferences, or special rights of any class or series of stock, the holders of the Common Stock shall have one vote per share of Common Stock; no all such matters and shall not have the right to cumulate their votes for any purpose.

(c) Other Provisions.

(1) The board of directors of the Corporation shall have authority to authorize the issuance, from time to time without any vote or other action by the stockholders, of any or all shares of this Corporation of any class or any class authorized, and any securities convertible into or exchangeable for such shares, in such amounts and for such consideration and on such terms as the board of directors from time to time in its discretion lawfully may determine; provided, however, that the consideration for the issuance of shares of stock of the Corporation having par value shall not be less than such par value. Shares so issued, for which the full consideration determined by the board of directors has been paid to the Corporation, shall be fully paid stock, and the holders of such stock shall not be liable for any further call or assessments thereon.

(2) Unless otherwise provided in the resolution of the board of directors providing for the issue of any series of Preferred Stock, no holder of shares of any class of the Corporation or of any security or obligation convertible into, or of any warrant, option, or right to purchase, subscribe for, or otherwise acquire, shares of any class of the Corporation, whether now or hereafter authorized, shall, as such holder, have any preemptive right whatsoever to purchase, subscribe for, or otherwise acquire shares of any class of the Corporation, whether now or hereafter authorized.

(3) Anything herein contained to the contrary notwithstanding, any and all right, title, interest, and claim in and to any dividends declared or other distributions made by the Corporation, whether in cash, stock, or otherwise, which are unclaimed by the stockholder entitled thereto for a period of six years after the close of business on the payment date, shall be and be deemed to be extinguished and abandoned; and such unclaimed dividends or other distributions in the possession of the Corporation, its transfer agents, or other agents or depositories, shall at such time become the absolute property of the Corporation, free and clear of any and all claims of any person whatsoever.

EXHIBIT B

CERTIFICATE OF AUTHORITY

**COMMONWEALTH OF KENTUCKY
JOHN Y. BROWN III
SECRETARY OF STATE**



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 ECI Communications Inc.

3. The name of the corporation to be used in Kentucky is _____
(If "real name" is unavailable for use)

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

5. 09-20-00 is the date of incorporation and the period of duration is perpetual

6. The street address of the corporation's principal office is
7108 N. Fresno Avenue, Suite 300, Fresno, CA 93720

<u>400 West Market Street, Suite 1800</u>	<u>Louisville</u>	<u>KY</u>	<u>40202</u>
<small>Street</small>	<small>City</small>	<small>State</small>	<small>Zip Code</small>

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

8. 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 _____

(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)

E.R. Jacobs
Signature

E.R. Jacobs, President

Type or Print Name & Title

Date: October 31 2001

I, National Registered Agents, Inc.
Type or print name of registered agent

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

By *Sue Brodtmann*
Signature of Registered Agent

Sue Brodtmann, Assl. Secretary

Type or Print Name & Title

0525082.09

John Y. Brown III

Secretary of State

Received and Filed
11/08/2001 01:05 PM

Fee Receipt: \$90.00

sperry - P101

COMMONWEALTH OF KENTUCKY
JOHN Y. BROWN III
SECRETARY OF STATE



CERTIFICATE OF ASSUMED NAME

0525082.04

John Y. Brown III
Secretary of State
Received and Filed
11/06/2001 01:12 PM
Fee Receipt: \$20.00
sperry - C226

This certifies that the assumed name of
ITS Network Services

[Name under which the business will be conducted]

has been adopted by ECI Communications Inc.

[Real name - KRS 363.013(1)]

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

a Domestic General Partnership

a Foreign General Partnership

a Domestic Registered Limited Liability Partnership

a Foreign Registered Limited Liability Partnership

a Domestic Limited Partnership

a Foreign Limited Partnership

a Domestic Business Trust

a Foreign Business Trust

a Domestic Corporation

a Foreign Corporation

a Domestic Limited Liability Company

a Foreign Limited Liability Company

a Joint Venture

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

7108 N. Fresno Ave., Suite 300, Fresno, CA 93720

Street address, if any

City

State

Zip Code

The certificate of assumed name is executed by

Signature

E. R. Jacobs, President

Print or type name and title

10/31/01

Date

Signature

Print or type name and title

Document No.: DN2001199059

Lodged By: UNISEARCH

Recorded On: 11/27/2001 12:16:25

Total Fees: 9.00

Transfer Tax: .00

County Clerk: Bobbie Holsclaw-JEFF CO KY

Deputy Clerk: CARMAR

END OF DOCUMENT

EXHIBIT C

AFFIDAVIT

AFFIDAVIT

State of California:

: ss.

County of Fresno:

Ed Jacobs, Affiant, being duly sworn according to law, deposes and says:

That he is the President of ECI Communications, Inc.;

That he is authorized to and does make this affidavit for said corporation;

That ECI Communications, Inc. has not offered intrastate service in Kentucky and does not have any presubscribed customers in Kentucky. However, there is a possibility of incidental calling card traffic by out-of-state customers traveling through Kentucky. At this time, we are unable to determine if this has occurred.

Ed Jacobs
Signature of Affiant

Sworn and subscribed before me this 16th day of January, 2002.

Patsy B. Hull
Signature of official administering oath

My commission expires 1-26-05.

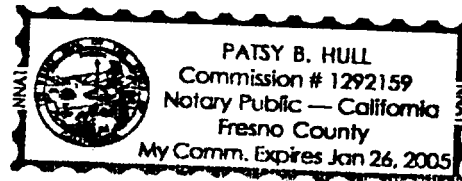


EXHIBIT D

PROPOSED TARIFF

P.S.C. Ky. No.

1

Cancels P.S.C. Ky. No.

ECI Communications, Inc., d/b/a ITS Network Services

of

7108 Fresno Avenue, Suite 300
Fresno, CA 93720

Rates, Rules and Regulations for Furnishing
INTRASTATE TELECOMMUNICATION SERVICES

AT

COMMONWEALTH OF KENTUCKY

FILED WITH PUBLIC SERVICE COMMISSION OF
KENTUCKY

ISSUED January 15, 2002,

2002

EFFECTIVE February 23, 2002

ISSUED BY ECI Communications, Inc., d/b/a ITS Network Services
(Name of Utility)

BY Ed Jacobs