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05/16/2001
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July 27, 2001

VIA OVERNIGHT DELIVERY

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

05160200
0510

Re: ONYX TELCOM, INC.
Interexchange Registration and
Notice of Intention to Business as Prepaid Calling Card Service Provider

Dear Mr. Huelsmann

Enclosed please find for filing one original and four (4) copies of ONYX TELCOM, 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: ONYX TELCOM, INC., 7349 NW 34th Street, Miami, Florida 33122.

(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 Edwardo Pena, ONYX TELCOM, INC., 7349 NW 34th Street, Miami, Florida 33122, (305) 821-1225 (Phone), (305) 629-3601 (Fax).

(4) A notarized statement by an officer of the utility regarding intrastate service is attached as Exhibit B.

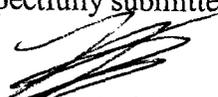
(5) The company does not seek to provide operator assisted services to traffic aggregators.

Mr. Martin Huelsmann
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 ONYX TELCOM, INC.

Enclosures
cc: Edwardo Pena

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
ONYX TELCOM, INC.

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

(If "real name" is unavailable for use)

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

5. November 27, 2000 is the date of incorporation and the period of duration is Perpetual

6. The street address of the corporation's principal office is
7349 NW 34th Street, Miami, FL 33122

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 See Attached
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)

Eduardo R. Pena President

Type or Print Name & Title

Date: 7/20/01, 19__

TCS Corporate Services, Inc.

Type or print name of registered agent

consent to serve as the registered agent on behalf of the corporation.

Signature of Registered Agent

Lance J.M. Steinbart, President

Type or Print Name & Title

0519864.09

John Y. Brown III
Secretary of State

Received and Filed
07/25/2001 01:49 PM

Fee Receipt: \$90.00

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LIST OF OFFICERS & DIRECTORS FOR
ONYX TELCOM, INC.

Officers

Edwardo R. Pena
Miriam Montes

Title

President, Treasurer & Secretary
VP

Directors

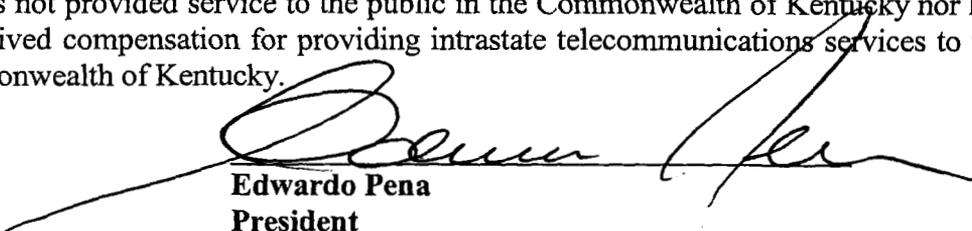
Edwardo R. Pena
Ricardo Martinez

All Officers & Directors can also be reached at the business address of 7349 NW
34th Street, Miami, Florida 33122.

AFFIDAVIT

State of Florida, County of Dade, ss.

Edwardo Pena, being duly sworn, deposes and says, on behalf of the Applicant, that he/she is the President of ONYX TELCOM, INC., and that to the best of his/her knowledge and belief, ONYX TELCOM, 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.


Edwardo Pena
President

Subscribed and sworn to before me, this ___ day of _____, 2001.

My commission expires: _____.


Notary Public

 Marisol Reynoso
My Commission CC654403
Expires June 10, 2001

{seal}