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November 1, 2000

VIA OVERNIGHT DELIVERY

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

Re: Maxtel USA, Inc.

Dear Mr. Mills:

Enclosed please find for filing one original and four (4) copies of Mactel USA, 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: Mactel USA, Inc., 436 Lynchburg Avenue, Brookneal, Virginia 24528.

(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 Patric Boggs, Mactel USA, Inc., 436 Lynchburg Avenue, Brookneal, Virginia 24528, (804) 376-1046 (Phone), (804) 376-1146 (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.

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0510

RECEIVED

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PUBLIC SERVICE
COMMISSION

Mr. Don Mills
Executive Director
Kentucky Public Service Commission
November 1, 2000
Page 2

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 Maxtel USA, Inc.

Enclosures
cc: Patric Boggs

CERTIFICATE OF AUTHORITY

COMMONWEALTH OF KENTUCKY
JOHN Y. BROWN III
SECRETARY OF STATE

0502840.09



John Y. Brown III
Secretary of State
Received and Filed
09/28/2000 01:41 PM
Fee Receipt: \$90.00

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
MAXTEL USA, 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. 6/23/00 is the date of incorporation and the period of duration is Perpetual
6. The street address of the corporation's principal office is
436 Lynchburg Ave.; Brookneal, VA 24528
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)

[Signature]
Patric Boggs President

Date: 7/28/00, 19__

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]
Lance J. M. Stembart, President
Type or Print Name & Title

LIST OF OFFICERS & DIRECTORS OF
Maxtel USA, Inc.

OFFICERS

Patric Boggs	President
Peter G. Maggi	Secretary/Treasurer
Mandy Boggs	Assistant Secretary

DIRECTORS

James Palmer
Danny Dunnaway
Patric Boggs
Peter Maggi

All above listed Officers & Directors can be reached at the following principal office:

436 Lynchburg Avenue, Brookneal, VA 24528.

COMMONWEALTH OF KENTUCKY
JOHN Y. BROWN III
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Secretary _____
Treasurer _____
Directors _____

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(Delayed effective date and/or time)

Patric Boggs President
Type or Print Name & Title

Date: **7/28/00** 19

TCS Corporate Services, Inc. consent to serve as the registered agent on behalf of the corporation.
Type or print name of registered agent

Lana J.M. Steinhart, President
Signature of Registered Agent
Type or Print Name & Title

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Patric Boggs
Peter Maggi

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436 Lynchburg Avenue, Brookneal, VA 24528.

AFFIDAVIT

State of Virginia, County of Campbell, ss.

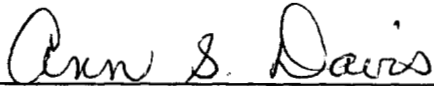
Patric Boggs, being duly sworn, deposes and says, on behalf of the Applicant, that he/she is the President of Maxtel USA, Inc., and that to the best of his/her knowledge and belief, Maxtel USA, Inc. has not provided service to the public in the Commonwealth of Kentucky nor has Applicant ever received compensation for providing intrastate telecommunications services to the public in the Commonwealth of Kentucky.



Patric Boggs
President

Subscribed and sworn to before me, this 20th day of October, 2000.

My commission expires: October 31, 2002.



Notary Public

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