



1315 N. Main Street
Helena, MT 59601
406.495-9315

www.tamerica.com

September 1, 2000

05155600
0510

RECEIVED

SEP 01 2000

PUBLIC SERVICE
COMMISSION

Mr. Tom Dorman
Executive Director
Kentucky Public Service Commission
211 Sower Blvd.
Frankfort, Kentucky 40602-0615

RE: Application for Authority to *operate as a facilities based Long Distance carrier of telecommunication services* within the State of Kentucky.

Dear Mr. Dorman:

Touch America, Inc. hereby submits the enclosed Application, seeking authority to operate as a *facilities based long distance carrier* within the State of Kentucky. An original and five (5) copies are provided. Please date stamp one copy and return it in the postage-paid envelope provided by the undersigned.

Should there be any questions or additional information required, please do not hesitate to contact me at (406) 442-9194. Thank you!

Sincerely,

John S. Fitzpatrick
Executive Director
Governmental and Regulatory Affairs

Enclosure

JSF/kd

**Before the
PUBLIC SERVICE COMMISSION OF KENTUCKY**

**IN THE MATTER OF THE INFORMATIONAL)
FILING OF TOUCH AMERICA, INC. FOR)
AUTHORITY TO OPERATE AS FACILITY BASED)
INTEREXCHANGE CARRIER THROUGHOUT KENTUCKY)**

No. _____

Touch America, Inc. hereby submits the following information in accordance with the provisions of Administrative Case No. 359 and its proposed tariff in accordance with 807 KAR 5:011

1. The name, post office address, telephone and fax number of the applicant corporation are:

Touch America, Inc.
130 N. Main St.
Butte, Montana 59701
Ph: (406) 496-5100
Fx: (406) 496-5330
Toll Free: 1-800-823-4874

2. A copy of the company's Articles of Incorporation and Kentucky Certificate of Authority are attached hereto as Exhibits 1 and 2.
3. The name, street address, telephone and fax numbers of the responsible contact person (s) for customer complaints and regulatory issues are:

Customer Service Contact

Mr. Brent Booth
Manager of Customer Service
1903 South Russell St.
P.O. Box 5207
Missoula, Montana 59806
Ph: (800) 823-4664
Fx: (406) 523-3606
E-mail: bbooth@tamerica.com

Regulatory Contact (s)

Jonathan Marshlian
The Helein Group, P.C.
8180 Greensboro Drive, Suite 700
McLean, Virginia 22102
Ph: (703) 714-1313
Fx: (703) 714-1330
E-mail: jmarshlian@helein.com

John Fitzpatrick
Executive Director
Governmental & Regulatory Affairs
Touch America, Inc.
1315 N. Main St.
Helena, Montana 59601
Ph: (406) 442-9194
Fx: (406) 442-8730
E-mail: jfitz@tamerica.com

Regulatory Counsel for
Touch America, Inc.

Copies of any correspondence should also be sent to both of the Applicant's designated contacts

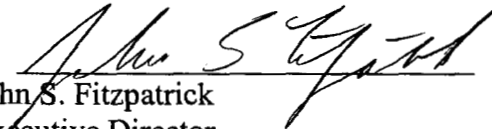
4. A notarized statement that the company has not provided or collected for intrastate service in Kentucky prior to filing its tariff is attached as Exhibit 3.
5. The company does not seek authority to provide operator assisted services to traffic aggregators as defined in Administrative Case No. 330.
6. The company's proposed tariff is attached as Exhibit 4.
7. A sample Company bill is attached as Exhibit 5.

WHEREFORE, Touch America, Inc. requests that the Public Service Commission of the Commonwealth of Kentucky grant authority to engage in the business of providing interexchange telecommunications services to the public in accordance with applicable laws currently in effect or hereinafter enacted by the Commission.

Respectfully submitted this 31st day of August, 2000.

Touch America, Inc.

By:


John S. Fitzpatrick
Executive Director
Governmental and Regulatory Affairs
Touch America, Inc.
1315 N. Main St.
Helena, Montana 59601
Ph: (406) 442-9194

VERIFICATION OF APPLICANT

STATE OF MONTANA)
)
COUNTY OF SILVER BOW) ss:

I, Jerrold Pederson being first duly sworn, state that I am Vice President and Chief Financial Officer, of Touch America, Inc. the Applicant herein; that I have reviewed the matters set forth in the Application and Exhibits and the statements contained therein are true to the best of my knowledge, except as to those matters which are stated on information or belief, and as to those matters I believe them to be true.

Touch America, Inc.

By: J P Pederson
Jerrold Pederson
Vice President and Chief Financial Officer

Sworn to and subscribed before me this 29 day of AUGUST, 2000

Jerry Hunt
Notary Public for the State of Montana
Residing at Butte, Montana

My Commission Expires: JANUARY 15, 2003

Seal

EXHIBIT 1

ARTICLES OF INCORPORATION

ARTICLES OF AMENDMENT
TO THE ARTICLES OF INCORPORATION
OF
TRI TOUCH AMERICA, INC.

STATE OF MONTANA

FILED

NOV 30 1995

SECRETARY OF STATE

Pursuant to the provisions of Section 35-1-230, M.C.A., the undersigned corporation adopts the following Articles of Amendments to its Articles of Incorporation.

FIRST: The name of the corporation is TRI Touch America, Inc.

SECOND: The amendment so adopted is as follows: Article 1 of the Articles of Incorporation of the corporation is amended to read: "Article 1. The name of the corporation is Touch America, Inc."

THIRD: The Board of Directors approved this amendment on the 21st day of November, 1995, and recommended the amendment to the shareholders. The shareholders approved this amendment on the 21st day of November 1995.

FOURTH: Presently there are 430 shares of common, voting stock outstanding. These shares are entirely owned by Entech, Inc., and Entech, Inc. voted all 430 shares in favor of the amendment.

DATED this 21st day of November, 1995.

TRI TOUCH AMERICA, INC.

By:


Michael J. Meldahl, President

By:


Pamela K. Merrell

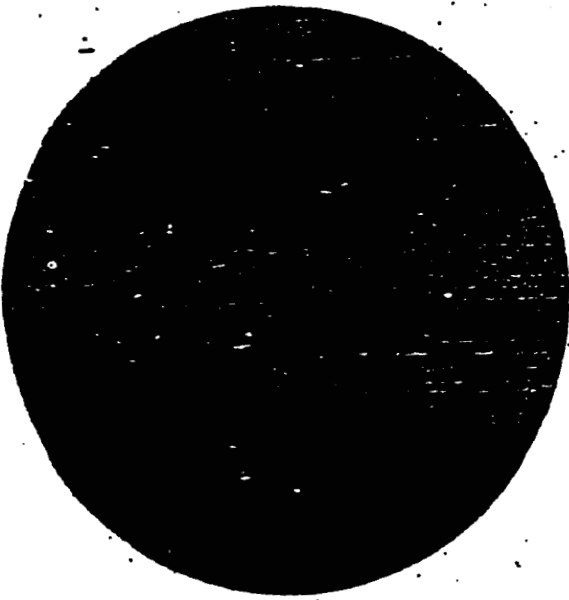
SECRETARY OF STATE
STATE OF MONTANA

CERTIFICATE OF AMENDMENT
TO THE CERTIFICATE OF INCORPORATION

I, MIKE COONEY, Secretary of State of the State of Montana, do hereby certify that the Articles of Amendment to the Articles of Incorporation of TELECOMMUNICATIONS RESOURCES, INC., a Montana profit corporation, duly executed pursuant to the provisions of Section 35-1-230, Montana Code Annotated, has been received in my office and conform to law.

NOW, THEREFORE, I, MIKE COONEY, as such Secretary of State, by virtue of the authority vested in me by law, hereby issue this Certificate of Amendment to the Certificate of Incorporation of TELECOMMUNICATIONS RESOURCES, INC., a Montana profit corporation, changing its name to TRI TOUCH AMERICA, INC. and attach hereto a copy of the Articles of Amendment to the Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed the Great Seal of the State of Montana, at Helena, the Capital, this May 5, A.D. 1992.



Mike Cooney
MIKE COONEY
Secretary of State

ARTICLES OF AMENDMENT
TO THE ARTICLES OF INCORPORATION
OF
TELECOMMUNICATIONS RESOURCES, INC.

STATE OF MONTANA

FILED

MAY 05 1992

SECRETARY OF STATE

Pursuant to the provisions of Section 35-1-230, M.C.A., the undersigned corporation adopts the following Articles of Amendment to its Articles of Incorporation.

FIRST: The name of the corporation is Telecommunications Resources, Inc.

SECOND: The amendment so adopted is as follows: Article I of the Articles of Incorporation of the corporation is amended to read: "Article I. The name of the corporation is TRI Touch America, Inc."

THIRD: The Board of Directors approved this amendment on the 23rd day of March, 1992, and recommended the amendment to the shareholders. The shareholders approved this amendment on the 24th day of March, 1992.

FOURTH: Presently there are 430 shares of common, voting stock outstanding. These shares are entirely owned by Entech, Inc., and Entech, Inc. voted all 430 shares in favor of the amendment.

DATED this 25th day of March, 1992.

TELECOMMUNICATIONS RESOURCES, INC.

By:

Michael J. Meldani
Michael J. Meldani, President

By:

John Carl
John Carl, Secretary

Office of the Secretary of State



STATE OF MONTANA

CERTIFICATE OF INCORPORATION

I, JIM WALTERMIRE, Secretary of State of the State of Montana, do hereby certify that duplicate originals of the Articles of Incorporation for the incorporation of TELECOMMUNICATIONS RESOURCES, INC., a Montana corporation, duly executed pursuant to the provisions of Section 35-1-203, Montana Code Annotated, have been received in my office and conform to law.

NOW, THEREFORE, I, JIM WALTERMIRE, as such Secretary of State, by virtue of the authority vested in me by law, hereby issue this Certificate of Incorporation to TELECOMMUNICATIONS RESOURCES, INC., a Montana corporation, and attach hereto a duplicate original of the Articles of Incorporation.



IN WITNESS WHEREOF, I have hereunto set my hand and affixed the Great Seal of the State of Montana, at Helena, the Capital, this July 13, A.D. 1983.

Jim Waltermire
JIM WALTERMIRE
Secretary of State

JUL 13 1983

ARTICLES OF INCORPORATION

OF

TELECOMMUNICATIONS RESOURCES, INC.

JIM WALTERMIRE
SECRETARY OF STATE*Jim Waltermire*
#265

The undersigned, acting as incorporators of a corporation under the Montana Business Corporation Act, adopt the following Articles of Incorporation for such corporation:

ARTICLE I

The name of the corporation is Telecommunications Resources, Inc.

ARTICLE II

The period of its duration is perpetual.

ARTICLE III

The purpose for which the corporation is formed is the transaction of any lawful business for which a corporation may be formed under the Montana Business Corporation Act.

ARTICLE IV

The aggregate number of shares which the corporation shall have authority to issue is 50,000 common shares having no par value.

ARTICLE V

The address of its initial registered office is 40 East Broadway, Butte, Montana 59701, and the name of its registered agent at such address is C. J. Gilder.

ARTICLE VI

The number of directors constituting the initial Board of Directors is six (6) and the names and addresses of the persons who are to serve as directors until the first annual

meeting of shareholders or until their successors are elected and qualify are:

J. A. McElwain
40 East Broadway
Butte, Montana 59701

R. J. Labrie
40 East Broadway
Butte, Montana 59701

John Carl
40 East Broadway
Butte, Montana 59701

W. P. Schmechel
40 East Broadway
Butte, Montana 59701

R. Thomas Lough
40 East Broadway
Butte, Montana 59701

O. P. Rice
40 East Broadway
Butte, Montana 59701

ARTICLE VII

The names and addresses of the incorporators are:

J. A. McElwain
40 East Broadway
Butte, Montana 59701

R. J. Labrie
40 East Broadway
Butte, Montana 59701

John Carl
40 East Broadway
Butte, Montana 59701

W. P. Schmechel
40 East Broadway
Butte, Montana 59701

R. Thomas Lough
40 East Broadway
Butte, Montana 59701

O. P. Rice
40 East Broadway
Butte, Montana 59701

DATED: July 7, 1983.

Robert J. Labrie
INCORPORATOR

J. A. McElwain
INCORPORATOR

W. P. Schmechel
INCORPORATOR

O. P. Rice
INCORPORATOR

R. Thomas Lough
INCORPORATOR

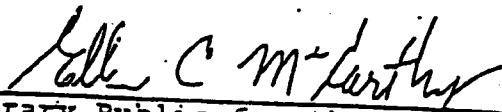
John Carl
INCORPORATOR

STATE OF MONTANA

County of silver Bow

)
) ss:
)

On this 7th day of July, in the year 1983, before me, the undersigned Notary Public, personally appeared J. A. McELWAIN, W. P. SCHEMCEL, R. J. LABRIE, O. P. RICE, JOEN CARL and R. THOMAS LOUGH, known to me to be the persons whose names are subscribed to the within Articles of Incorporation, and acknowledged to me that they executed the same.


Notary Public for the State of
Montana
Residing at Butte, Montana
My Commission Expires 10/12/84

WJCBM

EXHIBIT 2

KENTUCKY CERTIFICATE OF AUTHORITY

COMMONWEALTH OF KENTUCKY
JOHN Y. BROWN III
SECRETARY OF STATE

0498632.09



John Y. Brown III
Secretary of State
Received and Filed
07/31/2000 10:18 AM
Fee Receipt: \$90.00
dday - P101

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:

- The corporation is a business corporation (KRS 271B). a nonprofit corporation (KRS 273).
 a professional service corporation (KRS 274).
- The name of the corporation is
Touch America, Inc.
- The name of the corporation to be used in Kentucky is

(If "real name" is unavailable for use)
- Montana is the state or country under whose law the corporation is incorporated.
- July 13, 1983 is the date of incorporation and the period of duration is Perpetual.
- The street address of the corporation's principal office is c/o R. M. Ralph
40 E Broadway, Butte, MT 59701
- The street address of the corporation's registered office in Kentucky is
421 West Main Street, Frankfort, KY 40601
and the name of the registered agent at that office is
Corporation Service Company d/b/a CSC-Lawyers Incorporating Service Company
- The names and usual business addresses of the corporation's current officers and directors are as follows:
President See attached officers/directors rider
Vice President _____
Secretary _____
Treasurer _____
Directors See attached officers/directors rider

(Attach a continuation sheet, if necessary)

- 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.
- A certificate of existence duly authenticated by the Secretary of State accompanies this application.
- This application will be effective upon filing, unless a delayed effective date and/or time is specified: _____
(Delayed effective date and/or time)

R M Ralph
Signature

R. M. Ralph, Assistant Secretary
Type or Print Name & Title

Date: July 20, 2000

Corporation Service Company d/b/a CSC-Lawyers
Incorporating Service Company
Type or print name of registered agent

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

Lori Castaneda
Signature of Registered Agent

Lori Castaneda, Assistant Vice President
Type or Print Name & Title

EXHIBIT 3

AFFIDAVIT

AFFIDAVIT

I, Jerrold Pederson, Vice President and Chief Financial Officer of Touch America, Inc. do hereby certify that the Company has not provided or collected for intrastate service in Kentucky prior to filing of this application and tariff.

By: J. Pederson
Jerrold Pederson
Vice President and Chief Financial Officer
Touch America, Inc.

Sworn to and subscribed before me
this 29 day of AUGUST,
2000.

Henry Hunt
Notary Public for the State of Montana
Residing at Butte, Montana

My Commission Expires: January 15, 2003

Seal

EXHIBIT 4

**INTEREXCHANGE
TELECOMMUNICATIONS SERVICES
TARIFF**

EXHIBIT 5

SAMPLE COMPANY BILL

SAMPLE CUSTOMER BILL

LESLIE HEINER
2244 E CRESCENT
MISSOULA, MT 59803-2608

ACCOUNT # 4518
PHONE # 406-251-2431
INVOICE DATE 07/17/00
DUE DATE 08/16/00
TOTAL DUE \$ 139.87

AMOUNT ENCLOSED \$ _____

* PLEASE DETACH AND RETURN WITH PAYMENT *

EFFECTIVE JULY 1, 2000 THE FCC HAS ELIMINATED THE RESIDENTIAL AND SINGLE LINE BUSINESS PICC CHARGES. THE MULTILINE BUSINESS PICC CHARGES WILL REMAIN AS A LINE ITEM ON YOUR STATEMENT. IF YOU HAVE QUESTIONS PLEASE CALL US AT 1-800-823-4664 OR EMAIL US AT service@tamerica.com.

SOME SERVICES ON THIS STATEMENT MAY BE REGULATED BY THE MONTANA PUBLIC SERVICE COMMISSION, P.O. BOX 202601, HELENA, MONTANA 59620-2601, 1-800-646-6150.

* NONPAYMENT OF NONREGULATED SERVICES OR SERVICES PROVIDED BY OTHER CARRIERS WILL NOT CAUSE DISCONNECTION OF YOUR REGULATED SERVICES.

BALANCES OVER 30 DAYS PAST DUE ARE ASSESSED A 1.5% MONTHLY LATE CHARGE.

ACCOUNT # 4518 LESLIE HEINER CALL DETAIL
406-251-2431 DOMESTIC

DATE	TIME	AREA/NUMBER	PLACE	MINUTES	COST
06/17	07:25A	801-772-1968	AMERCNFORK UT A	11.4	.73
06/17	08:16P	801-295-0951	BOUNTIFUL UT A	8.2	.52
06/19	08:23A	406-293-5718	LIBBY MT A	28.6	1.83
06/19	01:27P	801-226-2405	OREM UT A	9.4	.60
06/19	05:47P	801-226-2405	OREM UT A	8.3	.53
06/19	07:41P	801-226-2405	OREM UT A	.3	.02
06/20	06:51A	801-763-3300	AMERCNFORK UT A	11.2	.72
06/20	09:05A	406-293-5718	LIBBY MT A	.6	.04
06/20	10:22P	406-288-3830	DRUMMOND MT A	1.1	.07
06/22	12:11P	702-614-9490	LAS VEGAS NV A	16.1	1.03
06/24	07:46P	406-677-2642	SEELEYLAKE MT A	.6	.04
06/25	11:21A	801-226-2405	OREM UT A	1.2	.08
06/25	04:48P	801-226-2405	OREM UT A	11.9	.76
06/25	10:03P	801-776-5001	CLEARFIELD UT A	10.8	.69
06/26	08:39P	406-722-4958	ALBERTON MT A	.4	.03
06/27	04:46P	801-295-0951	BOUNTIFUL UT A	.1	.01
06/27	05:30P	801-776-5001	CLEARFIELD UT A	16.6	1.06
06/27	07:50P	801-266-2405	MURRAY UT A	.2	.01
06/27	07:51P	801-266-2405	MURRAY UT A	.2	.01
06/27	09:32P	801-431-0543	OREM UT A	8.0	.51
06/29	08:31A	801-371-2632	PROVO UT A	19.8	1.27
07/01	08:58P	801-371-2632	PROVO UT A	15.5	.99
07/02	05:52P	406-293-5718	LIBBY MT A	7.4	.47
07/02	07:13P	801-295-0951	BOUNTIFUL UT A	.7	.04
07/05	05:07P	406-726-3993	ARLEE MT A	.3	.02
07/05	09:16P	801-776-5001	CLEARFIELD UT A	6.9	.44
07/05	09:31P	801-776-5001	CLEARFIELD UT A	7.9	.51
07/06	05:31P	406-288-3830	DRUMMOND MT A	.4	.03
07/06	08:39P	406-288-3830	DRUMMOND MT A	13.1	.84
07/07	12:00P	801-776-5001	CLEARFIELD UT A	17.8	1.14
07/07	07:05P	406-288-3830	DRUMMOND MT A	.7	.04
07/07	07:30P	801-226-2405	OREM UT A	14.5	.93
07/09	06:00P	801-547-0756	KAYSVILLE UT A	22.2	1.42
07/09	06:26P	801-226-2405	OREM UT A	18.3	1.17
07/09	08:18P	801-772-1968	AMERCNFORK UT A	15.8	1.01
07/11	10:05A	406-293-5718	LIBBY MT A	3.0	.19
07/11	10:35A	801-776-5001	CLEARFIELD UT A	30.3	1.93
07/11	01:08P	406-293-5718	LIBBY MT A	2.2	.14
07/14	09:57A	801-431-0543	OREM UT A	9.9	.64
07/14	05:22P	406-825-2976	CLINTON MT A	.2	.01
07/14	10:12P	801-295-0951	BOUNTIFUL UT A	16.5	1.06
07/15	09:35A	801-776-5001	CLEARFIELD UT A	24.1	1.54
07/15	10:03A	801-295-0951	BOUNTIFUL UT A	16.0	1.02

ACCOUNT # 4518 LESLIE HEINER CALL DETAIL
406-251-2431 DOMESTIC

PAGE 0000

DATE	TIME	AREA/NUMBER	PLACE	MINUTES	COST
07/15	02:59P	406-825-2976	CLINTON MT A	.4	.03
07/15	06:33P	801-295-0951	BOUNTIFUL UT A	.6	.04
07/15	09:29P	801-776-5001	CLEARFIELD UT A	10.4	.67
07/16	07:17P	801-776-5001	CLEARFIELD UT A	27.3	1.75
07/16	09:24P	801-371-2632	PROVO UT A	23.8	1.52
07/16	10:05P	801-431-0543	OREM UT A	18.9	1.21

49 CALLS TOTAL 490.1 31.36

SUMMARY OF ACCOUNT HISTORY

AMOUNT OF LAST STATEMENT	\$	78.64
PAYMENTS RECEIVED 00/00/00	\$.00

BALANCE FORWARD	\$	78.64
CALL DETAIL	\$	33.98
SERVICES	\$	23.49
FEDERAL EXCISE TAX	\$	1.01
MT EXCISE TAX	\$	1.28
FED USF SURCHARGE	\$	1.47

TOTAL DUE BY 08/15/00	\$	139.87

ACCOUNT # 4518 LESLIE HEINER DETAIL OF OTHER CHARGES
*LOCAL CHARGES

DATE	DESCRIPTION	#	ITEMS	AMOUNT
07/16	Residence Line	1		17.12
	REF 003351FR 990923			
07/16	Federal Access Charge	1		3.50
	REF 003359LM 990923			
07/16	Federal Charge - Service	1		.43
	Provider Number			
	Portability			
	REF 00335FEDPORT 000701			
07/16	Extended Calling Area	1		2.44
	REF 00335ZNB 990923			
TOTALS:		4		23.49

ACCOUNT # 4518 LESLIE HEINER CALL DETAIL
406-251-2431 DIRECTORY ASSISTANCE

PAGE 0000

DATE	TIME	AREA/NUMBER	PLACE	MINUTES	COST
06/20	06:50A	801-555-1212	DIR ASST UT A	1.0	.45

ACCOUNT # 4518 LESLIE HEINER CALL DETAIL
300-775-3234 TOLL CALLS FROM PAY PHONE

DATE	TIME	AREA/NUMBER	PLACE	MINUTES	COST
06/20	01:29P	406-683-9486	DILLON MT A	2.6	.42
07/02	07:49P	406-728-9069	MISSOULA MT A	1.0	.30
2 CALLS			TOTAL	3.6	.72

ACCOUNT # 4518 LESLIE HEINER CALL DETAIL
300-775-3234 800 SERVICE

DATE	TIME	AREA/NUMBER	PLACE	MINUTES	COST
06/20	10:35P	801-226-2405	OREM UT A	7.0	.52
06/22	06:56P	801-226-2405	OREM UT A	.8	.06
07/01	08:51A	801-222-0982	OREM UT A	9.3	.70
07/01	01:55P	801-222-0982	OREM UT A	2.3	.17
4 CALLS			TOTAL	19.4	1.45

ACCOUNT # 4518 LESLIE HEINER USER ID SUMMARY

DESCRIPTION	# CALLS	MINUTES	COST
406-251-2431	50	491.1	31.81
800-775-3234	6	23.0	2.17
TOTALS:	56	514.1	33.98

ACCOUNT # 4518 LESLIE HEINER AREA CODE SUMMARY

DESCRIPTION	# CALLS	MINUTES	COST
OUTBOUND:			
AREA CODE 406	14	59.0	3.78
AREA CODE 702	1	16.1	1.03
AREA CODE 801	35	416.0	27.00
Sub-Total:	50	491.1	31.81
INBOUND:			
AREA CODE 406	2	3.6	.72

ACCOUNT # 4518 LESLIE HEINER AREA CODE SUMMARY

DESCRIPTION	# CALLS	MINUTES	COST
AREA CODE 801	4	19.4	1.45
Sub-Total:	6	23.0	2.17
TOTALS:	56	514.1	33.98