



270 South Main Street
Flemington, NJ 08822
PHONE: 908-806-7450
FAX: 908-806-2178

www.x2comm.com

October 31, 2001

RECEIVED

Kentucky Public Service Commission
P.O. Box 615
211 Sower Boulevard
Frankfort, Kentucky 40602-0615

NOV 02 2001

PUBLIC SERVICE
COMMISSION

Re: Original Application and proposed tariff of X2Comm, Inc. d/b/a Directly
Connected Communications for authority to operate as a Reseller of
Interexchange Telephone Service throughout Kentucky

To Whom It May Concern:

Enclosed are an original and four copies of X2Comm, Inc. d/b/a Directly Connected
Communications' Original Application and proposed tariff for authority to operate as a
Reseller of Interexchange Telephone Service throughout Kentucky

Please acknowledge receipt of this filing by date-stamping the extra copy of this cover
Letter and returning it to me in the self-addressed, stamped envelope provided for this
Purpose.

Any questions you may have regarding this filing may be directed to me at
(908)-806-4479.

Sincerely,

Mark Pavol
Secretary/Treasurer

05161500
0510

**Before the
PUBLIC SERVICE COMMISSION OF KENTUCKY**

IN THE MATTER OF THE INFORMATIONAL FILING OF)
X2COMM, INC. D/B/A DIRECT CONNECT)
COMMUNICATIONS FOR AUTHORITY TO OPERATE) No. _____
AS A RESELLER OF INTEREXCHANGE TELEPHONE)
SERVICE THROUGHOUT KENTUCKY)

X2Comm, Inc. hereby submits the following information in accordance with the provisions of
Administrative Case No. 359 and its proposed tariffs in accordance with 807 KAR 5:011.

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

X2Comm, Inc. d/b/a Direct Connect Communications
270 South Main Street
Flemington, NJ 08822
Ph: (908) 806-4479
Fx: (908) 806-2178
Toll Free: 1-866-330-4322

2. A copy of the Company's Articles of Incorporation and Kentucky Certificate of Authority
attached hereto as **Exhibits A and B**.

3. The name, street address, telephone and fax numbers of the responsible contact person(s) for
Customer complaints and regulatory issues:

Customer Service Contact:

Mark Pavol
270 South Main Street
Flemington, NJ 08822
Ph: (908) 806-4479 or Toll Free: 1-866-330-4322
Fx: (908) 806-2178

Regulatory Contact:

Mark Pavol
270 South Main Street
Flemington, NJ 08822
Ph: (908) 806-4479 or Toll Free: 1-866-330-4322
Fx: (908) 806-2178

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 C**.

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 D**.
7. A sample Company bill is attached as **Exhibit E**.

WHEREFORE, X2Comm, Inc. d/b/a Direct Connect Communications requests that the Public Service Commission of the Commonwealth of Kentucky grant authority to engage in the resale of interexchange telecommunications Service to the public in accordance with applicable laws currently in effect or hereinafter enacted by the Commission.

Respectfully submitted this 31st day of October, 2001.

X2Comm, Inc. d/b/a Direct Connect Communications

By: 

Mark Pavol-Secretary/Treasurer
X2Comm, Inc.
270 South Main Street
Flemington, NJ 08822
Ph. (908) 806-4479

VERIFICATION OF APPLICANT

STATE OF PENNSYLVANIA)
)
COUNTY OF BUCKS)

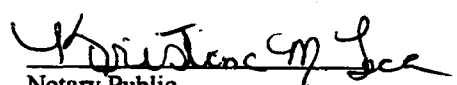
ss:

I, Mark Pavol, being first duly sworn, state that I am the Secretary/Treasurer of X2Comm, Inc. d/b/a Direct Connect Communications, the Applicant herein, that I have reviewed the matter 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.

X2Comm, Inc. d/b/a Direct Connect Communications

By: 
Mark Pavol, Secretary/Treasurer

Sworn to and subscribed before me this 31st day of October, 2001.


Notary Public

My Commission Expires:

NOTARIAL SEAL
KRISTINA M. TECCE, Notary Public
New Hope Boro, Bucks County
My Commission Expires June 16, 2003

EXHIBIT A

ARTICLES OF INCORPORATION

FILED # C32729-99

DEC 21 1999

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SECRETARY OF STATE

Articles of Incorporation
For
X2COMM, Inc.
(Pursuant to NRS 78)
State of Nevada
Secretary of State

- 1. Name of Corporation:** X2COMM, Inc.
- 2. Resident Agent:** The name and street address in Nevada of the Resident Agent for this Corporation where process may be served is:

National Registered Agents, Inc. of NV
202 South Minnesota Street
Carson City, Nevada 89703
- 3. Shares:** The corporation is authorized to issue 1,500 shares of common stock, all of one class, at \$1.00 par value per share.
- 4. Governing Board:** The governing board shall be styled as Directors. The First Board of Directors shall consist of 1 Member(s) whose name and address information is as follows:

<u>Name</u>	<u>Address</u>
Emanuel DeMaio	809 Atkinson Circle Neeshanic Station, New Jersey 08853

- 5. Purpose:** The purpose of the corporation shall be to engage in any and all lawful business.
- 6. Signatures of Incorporator(s):** The name and address information of the incorporator signing the Articles of Incorporation is as follows:


Philip K. Akalp, Incorporator
28500 West Agoura Road, #572
Calabasas, California 91302

- 7. Certificate of Acceptance of Appointment of Resident Agent:** I, National Registered Agents, Inc. of NV, hereby accept appointment as Resident Agent for the above-named corporation.


Signature of Resident Agent

12/16/99
Date

12/21/1999 03:47P K06185 FY99-880-36916

EXHIBIT B

KENTUCKY 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:

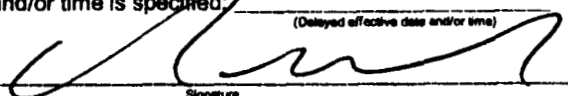
0524370.09


**John Y. Brown III
Secretary of State
Received and Filed
10/23/01 10:32 AM
Fee Receipt: \$90.00
Paine - P101**

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 X2Comm, INC.
3. The name of the corporation to be used in Kentucky is X2Comm, INC.
(If "real name" is unavailable for use)
4. NV is the state or country under whose law the corporation is incorporated.
5. 12/21/99 is the date of incorporation and the period of duration is Perpetual
6. The street address of the corporation's principal office is
270 SOUTH MAIN ST FLEMINGTON NJ 08822
Street City State Zip Code
7. The street address of the corporation's registered office in Kentucky is
400 WEST MARKET STREET SUITE 1800
Street City State Zip Code
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	<u>EMANUEL DEMAIO</u>	<u>270 SOUTH MAIN ST. FLEMINGTON NJ 08822</u>
Vice President		
Secretary	<u>MARK PAROL</u>	<u>270 SOUTH MAIN ST. FLEMINGTON NJ 08822</u>
Treasurer	<u>MARK PAROL</u>	<u>270 SOUTH MAIN ST. FLEMINGTON NJ 08822</u>
Directors	<u>MARK PAROL</u>	<u>270 SOUTH MAIN ST. FLEMINGTON NJ 08822</u>
	<u>EMANUEL DEMAIO</u>	<u>270 SOUTH MAIN ST. FLEMINGTON NJ 08822</u>

(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
MARK PAROL
Type or Print Name & Title
 Date: OCTOBER 15, 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.

Signature of Registered Agent
Margaret Timmins
Type or Print Name & Title

COMMONWEALTH OF KENTUCKY
JOHN Y. BROWN III
SECRETARY OF STATE



CERTIFICATE OF ASSUMED NAME

0524370.04

John Y. Brown III
Secretary of State
Received and Filed
10/23/2001 10:35 AM
Fee Receipt: \$20.00
Pcraine - C226

This certifies that the assumed name of

Direct Connect Communications
(Name under which the business will be conducted)

has been adopted by X2 Comm, Inc
(Real name - KRS 365.015(1))

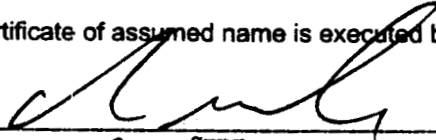
which is the "real name" of [YOU MUST CHECK ONE]

- a Domestic General Partnership
- a Domestic Registered Limited Liability Partnership
- a Domestic Limited Partnership
- a Domestic Business Trust
- a Domestic Corporation
- a Domestic Limited Liability Company
- a Joint Venture
- a Foreign General Partnership
- a Foreign Registered Limited Liability Partnership
- a Foreign Limited Partnership
- a Foreign Business Trust
- a Foreign Corporation
- a Foreign Limited Liability Company

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

1100 East William Street, Ste 207 Carson City NV 89701
Street address, if any City State Zip Code

The certificate of assumed name is executed by


Signature
Mark Pavel Secretary/Treas
Print or type name and title
10/15/01
Date

Signature

Print or type name and title

Date

EXHIBIT C

NOTORIZED STATEMENT

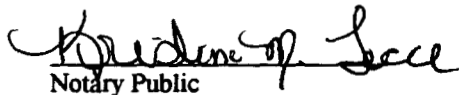
AFFIDAVIT

I, Mark Pavol, Secretary/Treasurer of X2Comm, Inc. d/b/a Direct Connect Communications, do hereby certify that the Company has not provided or collected for intrastate service in Kentucky prior to filing of this application and tariff.



Mark Pavol, Secretary/Treasurer
X2Comm, Inc. d/b/a Direct Connect
Communications

Sworn to and subscribed before me
This 31st day of October, 2001.



Notary Public

My Commission Expires: June 16, 2003

NOTARIAL SEAL
KRISTINA M. TECCE, Notary Public
New Hope Boro, Bucks County
My Commission Expires June 16, 2003

EXHIBIT D

PROPOSED INTEREXCHANGE TARIFF