



100 Commercial Drive
Fairfield, OH 45014

Phone: 513-942-7900
Fax: 513-942-5579

E-Mail: solutions@pngmail.com
www.powernetglobal.com

September 30, 2004

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0420

RECEIVED

OCT 01 2004

PUBLIC SERVICE
COMMISSION

Kentucky Public Service Commission
Filings Division
211 Sower Blvd.
Frankfort, KY 40602-0615

Tie to
05118200
(9414)

Re: PNG Telecommunications, Inc. d/b/a PowerNet Global Communications
Notice of Provision of Wireless Telecommunications Services

Dear Sir or Madam:

Enclosed please find one original and one copy of the Notice of Provision of Wireless Telecommunications Services by PNG Telecommunications, Inc. d/b/a PowerNet Global Communications. Please return a file-stamped copy of the Notice of Provision of Wireless Telecommunications Services in the enclosed stamped, self-addressed envelope.

Thank you.

Sincerely,

Diane Cole
Paralegal

Enclosure



100 Commercial Drive
Fairfield, OH 45014

Phone: 513-942-7900
Fax: 513-942-5579

E-Mail: solutions@pngmail.com
www.powernetglobal.com

Dennis Packer
General Counsel
Tel: (513)645-4932
Fax: (513)645-4960
e-mail: dpacker@pngmail.com

Kentucky Public Service Commission
Filings Division
211 Sower Blvd.
Frankfort, KY 40602-0615

Re: Notice of Provision of Wireless Telecommunications
Services by PNG Telecommunications, Inc.
d/b/a PowerNet Global Communications

Dear Sir or Madam:

This notice is provided pursuant to the Commission's August 8, 2000 Order in Administrative Case 359 regarding the intention of PNG Telecommunications, Inc. d/b/a PowerNet Global Communications ("PNG") to provide wireless telecommunications services in the Commonwealth of Kentucky. As required, PNG provides the following information:

1. Name and Address of Provider

PNG Telecommunications, Inc. d/b/a PowerNet Global Communications
100 Commercial Drive
Fairfield, Ohio 45014
Tel: (513)942-900
Fax: (513)645-4960

2. Articles of Incorporation

Attached.

3. Contact Persons

Customer Complaints:

Robin Kotz
Legal Assistant
PowerNet Global Communications
100 Commercial Drive
Fairfield, Ohio 45014
Tel: (513)645-4981
Fax: (513)645-4960
e-mail: rkotz@pngmail.com

General Regulatory Issues:

Stacy Lewis
Assistant Counsel
PowerNet Global Communications
100 Commercial Drive
Fairfield, Ohio 45014
Tel: (513)645-4942
Fax: (513)645-4960
e-mail: slewis@pngmail.com

Please do not hesitate to contact me with any questions regarding this notice.

Respectfully,

POWERNET GLOBAL COMMUNICATIONS

A handwritten signature in black ink, appearing to read "Dennis Packer", written over a horizontal line.

Dennis Packer
General Counsel

DP/rk
Encl.

HC458-1623



The State of Ohio

Bob Taft
Secretary of State

829679

Certificate

It is hereby certified that the Secretary of State of Ohio has custody of the Records of Incorporation and Miscellaneous Filings; that said records show the filing and recording of: ARF

of:

PNG TELECOMMUNICATIONS INC.

United States of America
State of Ohio
Office of the Secretary of State

Recorded on Roll H458 at Frame 1624 of
the Records of Incorporation and Miscellaneous Filings.

Witness my hand and the seal of the Secretary of State at
Columbus, Ohio, this 19TH day of OCT
A.D. 19 92 .



Bob Taft
Bob Taft
Secretary of State

Prescribed by
Bob Taft, Secretary of State
80 East Broad Street, 14th Floor
Columbus, Ohio 43260-0418
Form ARF (December 1990)

Approved MTTP
Date 10/19/92
Fee \$75

H0458-1624

931000001

ARTICLES OF INCORPORATION

(Under Chapter 1701 of the Ohio Revised Code)
Profit Corporation

The undersigned, desiring to form a corporation, for profit, under Sections 1701.01 et seq. of the Ohio Revised Code, do hereby state the following:

FIRST. The name of said corporation shall be WEST CHESTER UNION TOWNSHIP

SECOND. The place in Ohio where its principal office is to be located is WEST CHESTER UNION TOWNSHIP, BUTLER County, Ohio.
(city, village or township)

THIRD. The purpose(s) for which this corporation is formed is:
RESALE OF LONG DISTANCE SERVICES

H0458-1625

FOURTH. The number of shares which the corporation is authorized to have outstanding is: 100
(Please state whether shares are common or preferred, and their par value, if any. Shares will be recorded as common with no par value unless otherwise indicated.) Common No Par Value

IN WITNESS WHEREOF, we have hereunto subscribed our names, this 4th day of SEPT. 19 92

By: B. Stevens Incorporator
BERNARD STEVENS

By: _____ Incorporator

By: _____ Incorporator

Print or type Incorporators' names below their signatures.

INSTRUCTIONS

1. The minimum fee for filing Articles of Incorporation for a profit corporation is \$75.00. If Article Fourth indicates more than 750 shares of stock authorized, please see Section 111.16 (A) of the Ohio Revised Code or contact the Secretary of State's office (614-466-3910) to determine the correct fee.

2. Articles will be returned unless accompanied by an Original Appointment of Statutory Agent. Please see Section 1701.07 of the Ohio Revised Code.



Prescribed by
Bob Taft, Secretary of State
30 East Broad Street, 14th Floor
Columbus, Ohio 43266-0418
Form AGO (August 1992)

H458-1626

ORIGINAL APPOINTMENT OF STATUTORY AGENT

The undersigned, being at least a majority of the incorporators of PNG TELECOMMUNICATIONS INC. (name of corporation), hereby appoint BERNIE STEVENS (name of agent) to be statutory agent upon whom any process, notice or demand required or permitted by statute to be served upon the corporation may be served. The complete address of the agent is: 8116 TIMBERTREE (street address) WEST CHESTER (city), Ohio 45069 (zip code)

NOTE: P.O. Box addresses are not acceptable.

[Signature]
(Incorporator)

(Incorporator)

(Incorporator)

ACCEPTANCE OF APPOINTMENT

The undersigned, [Signature] BERNIE STEVENS named herein as the statutory agent for PNG TELECOMMUNICATIONS INC. (name of corporation), hereby acknowledges and accepts the appointment of statutory agent for said corporation.

[Signature]
Statutory Agent

INSTRUCTIONS

- 1) Profit and non-profit articles of incorporation must be accompanied by an original appointment of agent. R.C. 1701.07(B), 1702.06(B).
- 2) The statutory agent for a corporation may be (a) a natural person who is a resident of Ohio, or (b) an Ohio corporation or a foreign profit corporation licensed in Ohio which has a business address in this state and is explicitly authorized by its articles of incorporation to act as a statutory agent. R.C. 1701.07(A), 1702.06(A).
- 3) An original appointment of agent form must be signed by at least a majority of the incorporators of the corporation. R.C. 1701.07(B), 1702.06(B). These signatures must be the same as the signatures on the articles of incorporation.

* As of October 8, 1992, R.C. 1701.07(B) will be amended to require acknowledgment and acceptance by the appointed statutory agent.

Form SH AMD, August 1983

Prescribed by **Sherrod Brown**
Secretary of State

05423-0911
Charter # 204679
Approved by CR
Date 1-24-96
Fee \$ 58.40
96011035601

Certificate of Amendment

By Shareholders
to the Articles of Incorporation of

PNG Telecommunications Inc.

(Name of Corporation)

Bernie Stevens, who is Chairman of the Board President Vice President (Check one)

and Roberta D. Stevens, who is Secretary Assistant Secretary (Check one)

of the above named Ohio corporation for profit with its principal location at Union Township, West Chester

Ohio do hereby certify that: (check the appropriate box and complete the appropriate statements)

a meeting of the shareholders was duly called for the purpose of adopting this amendment and held on _____, 19____, at which meeting a quorum of the shareholders was present in person or by proxy, and by the affirmative vote of the holders of shares entitling them to exercise _____% of the voting power of the corporation.

In a writing signed by all of the shareholders who would be entitled to notice of a meeting held for that purpose,

the following resolution to amend the articles was adopted:

Resolved, that Article Fourth be amended to read as follows:

The number of shares which the corporation is authorized to have outstanding is 100 shares of Class A common stock and 233-1/3 shares of Class B common stock. Both classes of stock shall be identical in all respects except that Class A shall be voting stock and Class B shall be nonvoting stock.

IN WITNESS WHEREOF, the above named officers, acting for and on the behalf of the corporation, have hereto subscribed their names this 28th day of December, 1995.

RECEIVED
JAN 10 1996
BOB TAFT
SECRETARY OF STATE

RECEIVED

By Bernie Stevens
Bernie Stevens (Chairman/President of PNG Telecommunications Inc.)
By Roberta D. Stevens
Roberta D. Stevens (Assistant Secretary)

NOTE: Ohio law does not permit one officer to sign in two capacities. Two separate signatures are required, even if this necessitates the election of a second officer before the filing can be made.

Charter # _____
Approved by _____
Date _____
Fee \$ _____

Certificate of Amendment
By Shareholders
to the Articles of Incorporation of

PNG Telecommunications Inc.
(Name of Corporation)

Bernie Stevens, who is ___ Chairman of the Board x President ___ Vice President (check one)
and Roberta D. Stevens, who is x Secretary ___ Assistant Secretary (check one)

of the above named Ohio corporation for profit with its principal location at Union Township, West Chester, Ohio do hereby certify that: (check the appropriate box and complete the appropriate statements)

___ a meeting of the shareholders was duly called for the purpose of adopting this amendment and held on _____, 199__, at which meeting a quorum of the shareholders was present in person or by proxy, and by the affirmative vote of the holders of shares entitling them to exercise ___% of the voting power of the corporation.

x In a writing signed by all of the shareholders who would be entitled to notice of a meeting held for that purpose,

the following resolution to amend the articles was adopted:

Resolved that Article Fourth be amended to read as follows:

The number of shares which the corporation is authorized to have outstanding is 100 shares of Class A common stock and 468 shares of Class B common stock. Both classes of stock shall be identical in all respects except that Class A stock shall be voting stock and Class B stock shall be nonvoting stock.

IN WITNESS WHEREOF, the above named officers, acting for and on the behalf of the corporation, have hereto subscribed their names this 16, day of June, 1999.

By: Bernie Stevens
Bernie Stevens, President

By: Roberta D. Stevens
Roberta D. Stevens, Secretary

NOTE: Ohio law does not permit one officer to sign in two capacities. Two separate signatures are required, even if this necessitates the election of a second officer before the filing can be made.



Prescribed by **J. Kenneth Blackwell**

Please obtain fee amount and mailing instructions from the Forms Inventory List (using the 3 digit form # located at the bottom of this form). To obtain the Forms Inventory List or for assistance, please call Customer Service:
Central Ohio: (614)-466-3910 Toll Free: 1-877-SOS-FILE (1-877-767-3453)

Expedite is an additional fee
 Yes

7673 JUN 14 AM 9:43

**CERTIFICATE OF AMENDMENT
BY SHAREHOLDERS TO ARTICLES OF**

(Name of Corporation)

829679

(charter number)

Bernie Stevens, who is the President

(name)

(title)

of the above named Ohio corporation organized for profit, does hereby certify that: (Please check the appropriate box and complete the appropriate statements.)

a meeting of the shareholders was duly called and held on June 11, 2001, at which meeting a quorum the shareholders was present in person or by proxy, and that by the affirmative vote of the holders of shares entitling them to exercise 100 % of the voting power of the corporation,

in a writing signed by all the shareholders who would be entitled to notice of a meeting held for that purpose, the following resolution to amend the articles was adopted:

RESOLVED, that Article FIFTH of the Corporation's Articles of Incorporation be and it hereby is adopted to read as follows:

FIFTH: No holders of shares of the Corporation shall have any preemptive rights to subscribe for or to purchase any shares of the Corporation of any class whether now or hereafter authorized.

IN WITNESS WHEREOF, the above named officer, acting for and on behalf of the corporation, has hereunto subscribed his name on June 11, 2001

(his/her)

(date)

Signature: [Signature]

Title: _____

President



Prescribed by **J. Kenneth Blackwell**

Ohio Secretary of State
Central Ohio: (614) 466-3910
Toll Free: 1-877-SOS-FILE (1-877-767-3453)

www.state.oh.us/sos
e-mail: busserv@sos.state.oh.us

Expedite this Form: (Select One)	
Mail Return: (Select One of the Following):	
<input type="radio"/> Yes	PO Box 1390 Columbus, OH 43216 *** Requires an additional fee of \$100 ***
<input checked="" type="radio"/> No	PO Box 1028 Columbus, OH 43216

Certificate of Amendment by Shareholders or Members (Domestic)
Filing Fee \$50.00

2004 FEB 15 PM 3:38

(CHECK ONLY ONE (1) BOX)

(1) Domestic for Profit <input type="checkbox"/> Amended (122-AMAP) <input checked="" type="checkbox"/> Amendment (125-AMDS)	(2) Domestic Non-Profit <input type="checkbox"/> Amended (128-AMAN) <input type="checkbox"/> Amendment (128-AMD)
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Complete the general information in this section for the box checked above.

Name of Corporation: PNG Telecommunications, Inc.

Charter Number: 829679

Name of Officer: Bernie Stevens

Title: President

Please check if additional provisions attached.

The above named Ohio corporation, does hereby certify that:

A meeting of the shareholders directors (*non-profit amended articles only*)
 members was duly called and held on _____ (Date)

at which meeting a quorum was present in person or by proxy, based upon the quorum present, an affirmative vote was cast which entitled them to exercise _____ % as the voting power of the corporation.

In a writing signed by all of the shareholders directors (*non-profit amended articles only*)
 members who would be entitled to the notice of a meeting or such other proportion not less than a majority as the articles of regulations or bylaws permit.

Clause applies if amended box is checked.

Resolved, that the following amended articles of incorporations be and the same are hereby adopted to supercede and take the place of the existing articles of incorporation and all amendments thereto.

All of the following information must be completed if an amended box is checked.
If an amendment box is checked, complete the areas that apply.

FIRST: The name of the corporation is: _____

SECOND: The place in the State of Ohio where its principal office is located is in the City of:

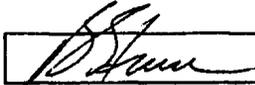
(city, village or township) (county)

THIRD: The purposes of the corporation are as follows:

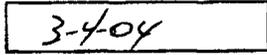
Any lawful act or activity for which corporations may be formed under Sections 1701.01 through 1701.98, inclusive, of the Ohio Revised Code.

FOURTH: The number of shares which the corporation is authorized to have outstanding is: _____
(Does not apply to box (2))

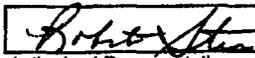
REQUIRED
Must be authenticated
(signed) by an authorized
representative
(See Instructions)



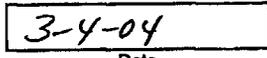
Authorized Representative
Bernie Stevens
(Print Name)
President



Date



Authorized Representative
Roberta Stevens
(Print Name)
Secretary



Date