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PUBLIC SERVICE  
COMMISSION

Before the  
PUBLIC SERVICE COMMISSION OF KENTUCKY

IN THE MATTER OF THE INFORMATIONAL FILING OF )  
TELSON COMMUNICATIONS, INC. )  
FOR AUTHORITY TO OPERATE AS RESELLER OF ) No. \_\_\_\_\_  
INTEREXCHANGE AND LOCAL EXCHANGE )  
TELEPHONE SERVICE THROUGHOUT KENTUCKY )

TelSon Communications Inc. hereby submits the following information in accordance with the provisions of Administrative Case No. \_\_\_\_ 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:

TelSon Communications, Inc.  
106 Broadmoor Blvd.  
Monroe, LA 71203  
Ph: (318) 343-5151  
Fax: (318) 343-4611  
Toll Free Ph: 1-866-686-7664  
Toll Free Fax: 1-866-686-7666

05052390-0505 - ON  
22205239-0510 - ADD  
9500

2. A copy of the Company's Articles of Incorporation and Kentucky Certificate of Authority are 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:

Eric Whitten  
106 Broadmoor Blvd.  
Monroe, LA 71203  
Ph: (318) 343-5151  
Fax: (318) 343-4611  
Toll Free Ph: 1-866-686-7664  
Toll Free Fax: 1-866-686-7666

Regulatory Contact:

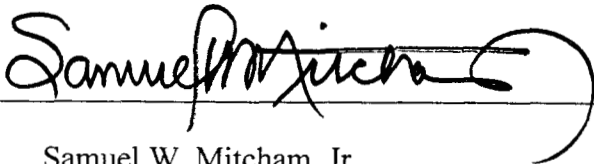
Dr. Samuel W. Mitcham, Jr.  
106 Broadmoor Blvd.  
Monroe, LA 71203  
Ph: (318) 343-5151  
Fax: (318) 343-4611  
Toll Free Ph: 1-866-686-7664  
Toll Free Fax: 1-866-686-7666

4. A letter confirming TelSon's resale agreement with BellSouth is attached in **Exhibit C**.
5. A notarized statement that the company has not provided or collected for intrastate service in Kentucky prior to filing its tariff is attached in **Exhibit D**.
6. The company does not seek authority to provide operator assisted services to traffic aggregators as defined in Administrative Case No. 330.
7. The company's proposed tariff is attached as **Exhibit E**.
8. A sample Company bill is attached as **Exhibit F**.

WHEREFORE, TelSon Communications, Inc. requests that the Public Service Commission of the Commonwealth of Kentucky grant authority to engage in the resale of local exchange and interexchange telecommunications services to the public in accordance with applicable laws currently in effect or hereinafter enacted by the Commission.

Respectfully submitted this 10<sup>th</sup> day of January, 2001.

**TelSon Communications, Inc.**

By: 

Samuel W. Mitcham, Jr.  
President, TelSon Communications, Inc.  
106 Broadmoor Blvd  
Monroe, LA 71203  
Ph. (318) 343-9348

**EXHIBIT A**

ARTICLES OF INCORPORATION

UNITED STATES OF AMERICA  
State of Louisiana



**Jox McKeithen**  
SECRETARY OF STATE

*As Secretary of State, of the State of Louisiana, I do hereby Certify that*

a copy of the Articles of Incorporation and Initial Report  
of

TELSON COMMUNICATIONS, INC.

Domiciled at MONROE, LOUISIANA,

Was filed and recorded in this Office on April 26, 2000,

And all fees having been paid as required by law, the  
corporation is authorized to transact business in this  
State, subject to the restrictions imposed by law, including  
the provisions of R.S. Title 12, Chapter 1.

*In testimony whereof, I have hereunto set  
my hand and caused the Seal of my Office  
to be affixed at the City of Baton Rouge on,*

April 26, 2000  
*Jox McKeithen*



SMA 34931030D  
*Secretary of State*

STATE OF LOUISIANA  
SECRETARY OF STATE

W. FOX M<sup>C</sup>KEITHEN  
SECRETARY OF STATE

HELEN J. CUMBO  
ADMINISTRATOR



April 26, 2000

Law Offices Madison, Garrett, Brandon et al  
Attn: Frank B. Tugwell  
201 East Madison  
Bastrop, LA 71220

DEAR SIR/MADAM:

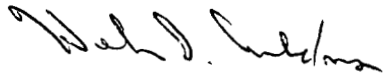
TELSON COMMUNICATIONS, INC.

It has been a pleasure to approve and place on file your ARTICLES OF INCORPORATION AND INITIAL REPORT. The appropriate evidence is attached for your files, and the original has been placed on file in this office.

Payment of the filing fee is acknowledged by this letter.

If we can be of further service at any time, please let us know.

Sincerely,



Helen J. Cumbo

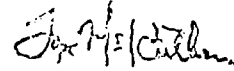
SMA

Corporations  
(225) 925-4704  
Administrative Services  
(225) 922-0425  
FAX  
(225) 925-4726  
(225) 925-4410  
FAX-On-Demand  
(225) 922-2044  
Uniform Commercial Code  
(225) 342-5542  
FAX  
(225) 342-7011  
34931030D

ARTICLES OF INCORPORATION  
OF  
TELSON COMMUNICATIONS, INC.

STATE OF LOUISIANA  
PARISH OF MOREHOUSE

STATE OF LOUISIANA  
Office of the Secretary of State  
I hereby certify that this is a true and correct copy  
taken from the original on file in this office.



Fox McKeithen  
Secretary of State

Dated: APR 26 2000

BE IT KNOWN AND REMEMBERED: That on the 20th day of April, 2000, before me the undersigned Notary Public, duly commissioned, qualified and acting in and for the above named Parish and State, personally came and appeared SAMUEL W. MITCHAM, JR., a major resident of Ouachita Parish, Louisiana, residing at 19 Town East Circle, Monroe, Louisiana 71203, who declared to me, said Notary, in the presence of the undersigned competent witnesses, that, availing himself of the laws of the State relative to the formation of private business corporations, and particularly the Business Corporation Law (Title 12, Chapter 1, Louisiana Revised Statutes of 1950, as amended, revised and reenacted by Act No. 105 of 1968), and all acts or laws supplemental thereto and/or amendatory thereof, he has formed and does hereby and by these presents form and constitute a corporation and body politic under the laws of the State of Louisiana, and for that purpose he has adopted and does hereby adopt the following Articles of Incorporation, to-wit:

ARTICLE I

The name of this Corporation shall be:

TELSON COMMUNICATIONS, INC.

ARTICLE II

The objects and purposes for which this Corporation is organized and formed, and the nature of the business and/or businesses to be carried on by it are stated and declared to be as follows:

(A) To undertake, establish and maintain a business enterprise devoted to the providing of local and/or long-distance telephonic communication services and to be engaged in the sale, merchandising and/or distribution of tangible personal properties of any and all types, kinds, descriptions and/or applications, whether as

owner, vendor, broker, distributor or otherwise, within the State of Louisiana, or elsewhere, as may be required or desirable, in connection with the business activities of the Corporation, as such type of business is normally conceived and conducted in the business, professional and/or industrial community in the area, and to engage in any and all business activities related, necessary, incidental or convenient thereto, or in any way connected therewith.

(B) To buy, acquire, own, improve, develop, sell, lease, pledge, hypothecate and/or mortgage, or otherwise deal in, any and all property, real or personal, corporeal or incorporeal, stocks, securities, bonds, warrants and rights of every kind and nature, wherever located or situated, whether same be within the State of Louisiana or elsewhere.

(C) To enter into, make effect, perform and carry out any lawful contracts of every kind and nature with any person, firm, association, corporation, private or municipal, or other body politic and/or with the government of the United States of America or of any State or Territory thereof, or with any foreign government.

(D) To buy, sell, hold, trade in, fabricate, devise, and/or manufacture and convey such goods, merchandise, clothing, materials, attachments, devices, machinery, accessories, parts, assemblies and other personal property as may be necessary for the operation of the business of the Corporation.

(E) To take, acquire, purchase or repurchase, discount, own and otherwise deal or trade in notes and bills of exchange, or other evidences of indebtedness, secured by vendor's liens and/or chattel mortgages, real mortgages, or otherwise secured or unsecured, for profit at legal rates of interest.

(F) To apply for, obtain, register, purchase or otherwise acquire, hold, own, use, develop, operate and introduce, and to sell, assign, grant licenses or territorial rights in respect to, or otherwise to turn to account or dispose of any copyrights or trademarks, trade names, brands, labels, patent rights, inventions, improvements or processes, letters patent of the United States or of any other country or government, whether used in connection with or secured under letters patent or otherwise.

(G) To do and perform all and every other act, acts or things incidental or necessary to, or in way connected with or growing out of the aforesaid businesses or purposes, or any part or portion thereof, as may be necessary, suitable or proper, for the furtherance, accomplishment and/or attainment of the objects, purposes and powers of the Corporation as hereinabove set out, and to do any and all other things permitted by law, and to enjoy all of the rights, powers and privileges accorded to private corporations under the laws of the State of Louisiana.

The foregoing statement of purposes and powers shall not be held to limit or restrict in any manner the general powers of this Corporation to carry on any other business necessary or incidental to said purpose and powers, or in any way connected therewith, and to exercise in connection with all of its activities all powers conferred by the laws of the State of Louisiana.

### ARTICLE III

This Corporation shall enjoy perpetual corporate existence, unless sooner dissolved in accordance with law.

#### ARTICLE IV

The domicile of this Corporation shall be Ouachita Parish, Louisiana, and its Registered Office shall be located at 19 Town East Circle, Monroe, Ouachita Parish, Louisiana 71203, where all meetings of the Stockholders and directors shall be held, provided, that with the written consent of all Directors, valid meetings of the Board of Directors may be held outside the State or within the State elsewhere than at the domicile.

#### ARTICLE V

The names and Post Office addresses of its Registered Agents are:

Samuel W. Mitcham, Jr.      19 Town East Circle  
Monroe, Louisiana 71203

Eric Whitten                      233 Web Hill Road  
Oak Ridge, Louisiana 71264

#### ARTICLE VI

The total authorized Capital Stock of this Corporation is hereby fixed at One Hundred Thousand (100,000) Shares, all of said Shares being designated as Common Stock, being all of the same Class, with equal voting rights, and all of which Shares shall have a par value of No par.

The initial issue of Shares of said Capital Stock has been subscribed and/or will be purchased by the incorporator hereof and/or persons instrumental and interested in the organization hereof.

With the formal approval of the Board of Directors, and at any time after the initial issue, sale and purchase of Shares, referred to hereinabove, the remaining Shares of Capital Stock, up to the authorized number aforesaid, may be issued by the Corporation through its Board of Directors, from time to time, for such consideration as may be fixed and/or approved in each case by the Board of Directors and any and all such Shares of Capital Stock so issued, if the full fixed consideration, whether cash, property, services and/or good will, for such Shares has been paid or delivered, shall be deemed full paid Capital Stock and not liable to any further call or assessment, and the holders of such Shares shall not be liable for any other payment thereon.

#### ARTICLE VII

Should additional Shares of the Capital Stock of this Corporation be allotted for sale, following the initial issue, sale and purchase referred to in Article VI above, and as provided in



said Article VI, the then Shareholder or Shareholders of this Corporation shall have the preemptive right, for a period of ten (10) days from the date such Shares are allotted for sale by the Board of Directors and written notice of said allocation received by each Shareholder of record at his address as indicated on the corporate records, to subscribe to and purchase such additional Shares of Capital Stock in the same proportions as each then owns the outstanding Shares of Capital Stock of the Corporation. The failure on the part of any such Shareholder to exercise his said rights within said ten (10) day period shall be construed as an election on his part not to exercise the preemptive right thus accorded.

Should any Shareholder or Shareholders elect not to exercise the preemptive rights thus accorded, the remaining Shareholder or Shareholders shall have the right to subscribe and purchase the whole or any part of such additional Shares in the same proportions as he own the remaining outstanding Shares.

#### ARTICLE VIII

Except as otherwise may be provided by law, no Shareholder shall sell or transfer any of the Shares of Capital Stock owned by him in this Corporation, or any stock certificate representing the same, until said Shares have been first offered to the Corporation, or to the remaining Shareholders, at the same price and on the same terms as said Shares are proposed to be sold.

Any Shareholder desiring to sell the Shares of Capital Stock owned by him and who has received a bona fide offer therefor shall advise the Corporation by Registered Letter, addressed to its Registered Office, of the price and terms upon which he proposes to sell such Shares, and, for a period of ten (10) days from the receipt of said letter, the Corporation, acting through its Board of Directors, shall have the exclusive right to purchase such Shares from such Shareholder at the same price and upon the same terms as have been made in said bona fide offer. If the Corporation, acting through its Board of Directors, elects not to avail itself of this privilege of purchase, then the individual Shareholders, or as many thereof as desire to avail himself of the privilege, shall have, for an additional ten (10) day period the exclusive right to purchase said Shares at the same price and upon the same terms and conditions, and in the proportions which the Shares held by each bears to the total Shares held by all of the Shareholders who elect to take advantage of this privilege.

#### ARTICLE IX

No attempted transfer of Shares of Capital Stock in violation of the provisions of these Articles shall be recognized by the Corporation, but any one or all of the Shareholders, or the Corporation, acting through its Board of Directors, may waive in writing, as to any particular sale or transfer of Shares of Capital Stock by the Corporation or by any Shareholder, or as to any sale or transfer of Shares of Capital Stock of all of the then Shareholders, the preemptive rights hereinabove provided for.

#### ARTICLE X

The Corporation shall have the right and power to purchase and/or redeem Shares of its own Capital Stock and, subject to the preemptive rights accorded to Shareholders by these Articles and other restrictions hereinabove provided, with respect to the issuance of additional Capital Stock, to reissue and dispose of the same at the will of its Board of Directors at a price or for a consideration to be fixed by said Board in accordance with law.

#### ARTICLE XI

No Stock Certificate shall be issued until the Shares represented thereby have been paid in full. The payment may be made in cash, goods, property or services of equal value, provided that when payment is made with property or services, the value thereof shall be fixed and determined by the Board of Directors.

#### ARTICLE XII

All of the corporate powers of this Corporation shall be vested in, and its business affairs managed by a Board of Directors, composed of not less than one (1) nor more than nine (9) natural persons. Stock ownership shall be a prerequisite to holding office as a Director of this Corporation.

The Board of Directors shall have the authority to make and alter Bylaws, including the right to make and alter Bylaws fixing their qualifications, classifications, or terms of office, so long as same do not conflict with the provisions of these Articles, or fixing or increasing their compensation, subject to the power of the Shareholders to change or repeal the Bylaws so made, and all other powers and authority granted under the laws of the State of Louisiana.

Members of the Board of Directors shall be selected at the Annual Meeting of this Corporation and shall serve for a period of one (1) year from such date or until their successors have been elected or qualified.

#### ARTICLE XIII

The names and addresses of the first Board of Directors, who shall serve as such until the first Annual Meeting of this Corporation or until their successors have been selected and qualified, are:

Samuel W. Mitcham, Jr.	19 Town East Circle Monroe, Louisiana 71203
Eric Whitten	233 Webb Hill Road Oak Ridge, Louisiana 71264
Doug I. Pederson	215 Woodcock Drive Monroe, Louisiana 71203-8875

#### ARTICLE XIV

The Officers of this Corporation shall be a President and a Secretary and a Treasurer, but the office of the Treasurer may be combined with that of Secretary and combined in and filled by one and the same person, provided that stock ownership and/or membership on the Board of Directors shall not be a prerequisite to the holding of any of said offices.

The Board of Directors may appoint an Assistant Secretary, who need not be a Shareholder or Director of the Corporation. If an Assistant Secretary is appointed, all of the duties usually performed by the Secretary may be delegated to him whether or not the Secretary be present. Except in the event that any Assistant Secretary be already a Director of the Corporation, he shall not by virtue of his office be entitled to participate in any meeting of the Board of Directors.

The Board of Directors may also appoint a General Manager, who may be, but need not be, one of the Directors or Officers of this Corporation.

The Board of Directors may also designate an Officer or Shareholder as Chairman of the Board.

The names and Post Office addresses of the first Officers of this Corporation, who shall serve as such for a period of one (1) year or until their successors have been duly elected and qualified are:

Samuel W. Mitcham, Jr. President	19 Town East Circle Monroe, Louisiana 71203
-------------------------------------	--

Eric Whitten  
Secretary-Treasurer

233 Webb Hill Road  
Oak Ridge, Louisiana 71264

#### ARTICLE XV

The Annual Meeting of the shareholders of this Corporation, for the election of the Directors and for other lawful purposes, shall be held at the Registered Office of this Corporation, or at such other place within or outside the State of Louisiana as may be designated by the President or Board of Directors, on the second Tuesday in April of each year, beginning with year 2001. Other meetings may be held and called as provided by law.

Each Shareholder shall be entitled at any such meetings to one (1) vote for each Share of Capital Stock owned by him and registered in his name on the books of the Corporation. Should any Shareholder be the owner of a fraction of a Share, the voting power of said fraction of a Share shall be that fractional proportion of one (1) vote as said fraction of a Share bears to a whole Share.

#### ARTICLE XVI

Any Shareholder, Officer or Director may be present and act in person, or may be represented and act by written proxy at any meeting of the Shareholders or Directors of this Corporation at which he is entitled to be present and act.

#### ARTICLE XVII

The name and Post Office address of the Incorporator is as follows:

Samuel W. Mitcham, Jr.      19 Town East Circle  
Monroe, Louisiana 71203

#### ARTICLE XVIII

This Corporation shall enjoy all of the corporate powers and privileges granted to Corporations by the laws of the State of Louisiana, particularly the Business Corporations Law (Title 12, Chapter 1, Louisiana Revised Statutes of 1950, as amended, revised and reenacted by Act No. 105 of 1968), shall begin business as of this date or as soon thereafter as may be permitted under the provisions of said laws and statutes, and the Officers, Directors and

Shareholders shall enjoy all of the corporate powers and perform all duties granted and required by said laws and statutes.

IN TESTIMONY WHEREOF, the said Appearer has executed these Articles of Incorporation and has hereunto signed his name in my presence, and in the presence of the undersigned legal and competent witnesses, at Bastrop, Morehouse Parish, Louisiana, on this the 20<sup>th</sup> day of April, 2000.

WITNESSES:

Michael Braudry

Samuel W. Mitcham, Jr.  
Samuel W. Mitcham, Jr.

Emily Barks

A. S. Gird  
Notary Public, Morehouse Parish, Louisiana

AFFIDVIT OF ACCEPTANCE OF APPOINTMENT  
BY DESIGNATED REGISTERED AGENT  
ACT 769 OF 1987

To the State Corporation Department  
State of Louisiana

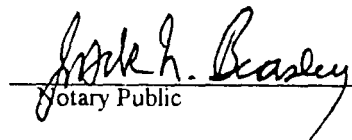
State of Louisiana  
Parish of:  Duachita

On this 20<sup>th</sup> day of April, 2000, before me, a Notary Public in  
and for the State and Parish aforesaid, personally came and appeared Samuel W. Mitcham, Jr. and  
Eric Whitten, who are to me known to be the persons, and who, being duly sworn, acknowledged  
to me that they do hereby accept appointment as the Registered Agents of TELSON  
COMMUNICATIONS, INC., which is a Corporation authorized to transact business in the State  
of Louisiana pursuant to the provisions of Title 12, Chapter 1, 2 and 3.

  
Registered Agent

  
Registered Agent

Subscribed and sworn to before  
me on the day, month, and year  
first above set forth.

  
Notary Public

NOTE: If the Agent is a Corporation authorized to act as an agent then the affidavit must be  
executed by an officer of the corporation.

INITIAL REPORT OF TELSON COMMUNICATIONS, INC.

ARTICLE I.

The Corporation's registered office is located at and its post office address is 19 Town East Circle, Monroe, Ouachita Parish, Louisiana 71203

ARTICLE II

Its registered agents are:

Samuel W. Mitcham, Jr.      19 Town East Circle  
Monroe, Louisiana, 71203

Eric Whitten                      233 Webb Hill Road  
Oak Ridge, Louisiana 71264

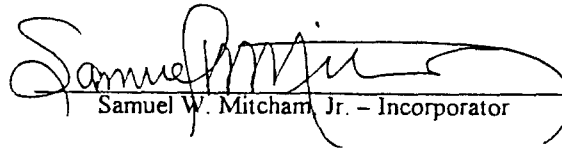
ARTICLE III.

The first directors are:

Samuel W. Mitcham, Jr.      19 Town East Circle  
Monroe, Louisiana, 71203

Eric Whitten                      233 Webb Hill Road  
Oak Ridge, Louisiana 71264

Doug I. Pederson                215 Woodcock Drive  
Monroe, Louisiana 71203-8875

  
Samuel W. Mitcham, Jr. - Incorporator

**EXHIBIT B**

KENTUCKY CERTIFICATE OF AUTHORITY



COMMONWEALTH OF KENTUCKY  
JOHN Y. BROWN III  
SECRETARY OF STATE

0506645.09



John Y. Brown III  
Secretary of State  
Received and Filed  
12/08/2000 12:58 PM  
Fee Receipt: \$90.00  
Potraire - 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:

- 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 TelSon Communications, Inc.

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

4. Louisiana is the state or country under whose law the corporation is incorporated. (If "real name" is unavailable for use)

5. April 26, 2000 is the date of incorporation and the period of duration is Perpetual

6. The street address of the corporation's principal office is 106 Broadmoor Blvd., Monroe LA 71203

7. The street address of the corporation's registered office in Kentucky is 400 West Market Street, Suite 1800, Louisville, KY 40202

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 Samuel W. Mitcham, Jr. 19 Town East Circle, Monroe, LA 71203  
 Vice President \_\_\_\_\_  
 Secretary Eric R. Whitten 233 Webb Hill Road, Oak Ridge, LA 71264  
 Treasurer Eric R. Whitten 233 Webb Hill Road, Oak Ridge, LA 71264  
 Directors Floyd M. Perryman 168 Ledbetter Road, Calhoun, LA 71225  
Also: Dr. Mitcham and Mr. Whitten (addresses shown above)

(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: \_\_\_\_\_

Samuel Mitcham, Jr.  
Signature  
Samuel W. Mitcham, Jr., President  
Type or Print Name & Title  
Date: November 27, 2000

I, National Registered Agents, Inc., consent to serve as the registered agent on behalf of the corporation.  
Type or print name of registered agent

Juanita Mahoney  
Signature of Registered Agent  
Juanita Mahoney, Ass't Sec.  
Type or Print Name & Title

UNITED STATES OF AMERICA

State of  Louisiana

**Jox McKeithen**

SECRETARY OF STATE

*As Secretary of State, of the State of Louisiana, I do hereby Certify that*

the Articles of Incorporation of

TELSON COMMUNICATIONS, INC.

Domiciled at MONROE, LOUISIANA,

Were filed in this Office and a Certificate of Incorporation was issued on April 26, 2000,

I further certify that no Certificate of Dissolution has been issued.

*In testimony whereof, I have hereunto set my hand and caused the Seal of my Office to be affixed at the City of Baton Rouge on,*

November 14, 2000

*Jox McKeithen*

CLO 34931030D

*Secretary of State*



**EXHIBIT C**

CONFIRMATION OF BELLSOUTH RESALE AGREEMENT



BellSouth Telecommunications, Inc.  
P.O. Box 32410  
Louisville, KY 40232

or  
BellSouth Telecommunications, Inc.  
Room 407  
601 West Chestnut Street  
Louisville, KY 40203

Creighton E. Mershon, Sr.  
General Counsel-Kentucky

502 582-8219  
Fax 502 582-1573

October 24, 2000

Creighton.Mershon@BellSouth.com

Mr. Thomas M. Dorman  
Executive Director  
Public Service Commission  
211 Sower Boulevard  
P. O. Box 615  
Frankfort, KY 40602

Re: Approval of the Resale Agreement Negotiated by BellSouth Telecommunications, Inc. ("BellSouth") and TelSon Communications, Inc. pursuant to Sections 251 and 252 of the Telecommunications Act of 1996

Dear Mr. Dorman:

Pursuant to section 252(e) of the Telecommunications Act of 1996, BellSouth and TelSon Communications, Inc. are submitting to the Kentucky Public Service Commission their negotiated agreement for the purchase of BellSouth's telecommunications services for the purpose of resale to end users by TelSon Communications, Inc. Three copies of the Agreement are filed. Also enclosed is a diskette containing the Agreement.

Please add the following to the service list for this matter: Creighton E. Mershon, Sr., BellSouth Telecommunications, Inc., P. O. Box 32410, Louisville, KY 40232; BellSouth Telecommunications, Inc., CLEC Account Team, 9th Floor, 600 N. 19th Street, Birmingham, AL 35203; and TelSon Communications, Inc., Eric Whitten, Chief Operations Officer, 106 BroadMoore Blvd., Monroe, LA 71203.

Pursuant to section 252(e) of the Act, the Commission is charged with approving or rejecting the negotiated agreement between BellSouth and TelSon Communications, Inc. within 90 days of its submission. The Act provides that the Commission may only reject such an agreement if it finds that the agreement or any portion of the agreement discriminates against a telecommunications carrier not a party to the agreement or the implementation of the agreement or any portion of the agreement is not consistent with the public interest, convenience and necessity. Both parties aver that neither of these reasons exist as to the agreement they have negotiated and therefore, are very hopeful that the Commission shall approve their agreement.

Sincerely,

  
Creighton E. Mershon, Sr.

Enclosures

cc: Eric Whitten, Chief Operations Officer, TelSon Communications, Inc.  
(letter only)

233415

**EXHIBIT D**

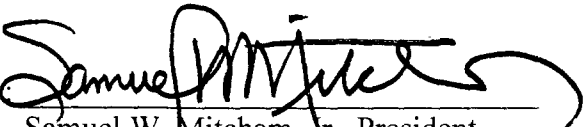
NOTARIZED STATEMENT

VERIFICATION OF APPLICANT

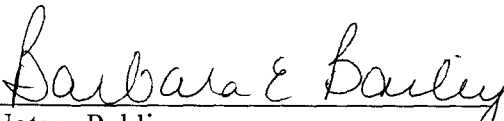
STATE OF LOUISIANA    )  
                                  )  
PARISH OF OUACHITA    )            ss:

I, Samuel W. Mitcham, Jr., being first duly sworn, state that I am President of TelSon Communications, 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.

**TelSon Communications, Inc.**

By:   
Samuel W. Mitcham, Jr., President

Sworn to and subscribed before me this 8 day of Jan, 2000

  
Notary Public

My Commission Expires: lifetime

**EXHIBIT E**

PROPOSED TARIFF