

Pending
ALLTEL

~~222-787-0000~~
333-511-84 -0505
(9503)

RECEIVED

MAR 31 1999

**PUBLIC SERVICE
COMMISSION**

March 31, 1999

Ms. Helen C. Helton
Executive Director
Public Service Commission
730 Schenkel Lane
Post Office Box 615
Frankfort, Kentucky 40602

Re: ALLTEL Communications, Inc.'s notice of intent to operate as a competitive local exchange carrier (CLEC) in the Commonwealth of Kentucky.

Dear Ms. Helton:

Pursuant to the guidelines established in Case No. 370 ALLTEL Communications, Inc., herein after "Applicant", provides the following information in support of its notice of intent to operate as a competitive local exchange carrier in the Commonwealth of Kentucky.

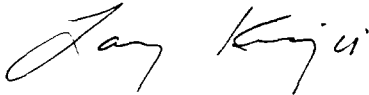
1. The correct name and address of the corporate headquarters of Applicant is:
ALLTEL Communications, Inc.
One Allied Drive
Little Rock, Arkansas 72202
(501) 905-8000
2. Applicant's articles of incorporation and certificate of authority to do business in the Commonwealth of Kentucky are attached to this letter as Exhibit A.
3. The regulatory contact person for Applicant is:
Larry Krajci,
Staff Manager - State Regulatory Matters
ALLTEL Communications Service Corporation
One Allied Drive
Little Rock, Arkansas 72202
Telephone: (501) 905-5342
Facsimile: (501) 905-5679
4. A notarized statement by an officer of ALLTEL Communications, Inc. that the Applicant has not provided or collected for intrastate local exchange service in Kentucky prior to filing this notice of intent is attached to this letter as Exhibit B.

5. The Applicant does not seek to provide operator assisted services to traffic aggregators as defined in Case No. 330.

ALLTEL Communications, Inc hereby submits its proposed tariffs and provides this commission 30 day's notice of its intent to operate as a competitive local exchange carrier in the Commonwealth of Kentucky.

Please call me at (501) 905-5342 should you have any questions regarding this notice.

Respectfully submitted,



Larry Krajci

Attachments:

EXHIBIT A

Applicant's
Articles of Incorporation
And
Certificate of Authority

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MAR 9 1 1999

**PUBLIC SERVICE
COMMISSION**



JOHN Y. BROWN III

SECRETARY OF STATE

**APPLICATION FOR AMENDED CERTIFICATE
OF AUTHORITY OF**

ALLTEL Communication, Inc.

(Exact Corporate Name)

John Y. Brown III
SECRETARY OF STATE
Michael D. Rhoda

Dec 9 11 12 AM '96

A. H. Hays

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Pursuant to the provisions of Chapters 271B and 273 of the Kentucky Revised Statutes, the undersigned hereby applies, on behalf of said corporation, for an Amended Certificate of Authority to transact business in Kentucky and for that purpose submits the following statement:

A Certificate of Authority was issued to the above named corporation by the Secretary of State of Kentucky on August 12, 19 96, authorizing said corporation to transact business in the State of Kentucky under the name of ALLTEL Communication, Inc.

The corporation's name in its state or country of incorporation has been changed to ALLTEL Communications, Inc.

The name of the corporation to be used in Kentucky is ALLTEL Communications, Inc.

(if "real name" is unavailable for use)

The corporation's period of duration has been changed to _____

The corporation's state or country of incorporation has been change to _____

This application is accompanied by a Certificate of Existence (or document of similar import) *Duly Authenticated* by the Secretary of State or other official having custody of corporate records in the state or country under whose law it is incorporated.

Dated November 26, 19 96

Michael D. Rhoda

Signature and Title

Michael D. Rhoda, Vice President

Type or Print Name & Title

CERTIFICATE OF INCORPORATION
OF
ALLTEL LONG DISTANCE, INC.

The undersigned, desiring to form a corporation for profit under Delaware General Corporation Law, does hereby certify:

FIRST. The name of the Corporation is ALLTEL Long Distance, Inc.

SECOND. The address of the Corporation's registered office in the State of Delaware is Corporation Trust Center, 1209 Orange Street in the City of Wilmington, County of New Castle, and the name of its registered agent at that address is The Corporation Trust Company.

THIRD. The nature of the business or purpose to be conducted or promoted by the Corporation is to engage in any lawful act or activity for which corporations may be organized under the General Corporation Law of Delaware.

FOURTH. The total number of shares of stock which the Corporation shall have authority to issue is 1,000 shares of Common Stock, and the par value of each of such shares is \$1.00.

FIFTH. The name and mailing address of the incorporator are as follows:

<u>NAME</u>	<u>MAILING ADDRESS</u>
Stephen B. Rowell	One Allied Drive Little Rock, Arkansas 72202

SIXTH. Each person who was or is made a party or is threatened to be made a party to or is involved in any action, lawsuit, or proceeding, whether civil, criminal, administrative, or investigative (hereinafter a "proceeding"), by reason of the fact that he, or a person of whom he is the legal representative, is or was a director, officer, employee, or agent of the Corporation or is or was serving at the request of the Corporation as a director, officer, employee, or agent of another corporation or of a partnership, joint venture, trust, or other enterprise, including service with respect to employee benefit plans, whether the basis of such proceeding is alleged action in an official capacity as a director, officer, employee, or agent or in any other capacity while serving as a director, officer, employee or agent, shall be indemnified and held harmless by the Corporation to the fullest extent authorized by the Delaware General Corporation Law, as from time to time in effect.

SEVENTH. The Corporation reserves the right to amend, alter, change, or repeal any provision contained in this certificate of incorporation, in the manner now or hereafter prescribed by statute, and all rights conferred upon stockholders herein are granted subject to this reservation.

THE UNDERSIGNED, being the incorporator, for the purpose of forming a corporation in accordance with the General Corporation Law of the State of Delaware, does make this

Office of the Secretary of State

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF INCORPORATION OF "ALLTEL LONG DISTANCE, INC.", FILED IN THIS OFFICE ON THE SIXTEENTH DAY OF AUGUST, A.D. 1995, AT 3:15 O'CLOCK P.M.



Edward J. Freel

Edward J. Freel, Secretary of State

2534400 8100

960012931

AUTHENTICATION:

7790306

DATE:

01-16-96

CERTIFICATE OF AMENDMENT
OF
CERTIFICATE OF INCORPORATION

ALLTEL Long Distance, Inc., a corporation organized and existing under and by virtue of the General Corporation Law of the State of Delaware, DOES HEREBY CERTIFY:

FIRST: That the Board of Directors of ALLTEL Long Distance, Inc., by the unanimous written consent of its members, filed with the minutes of the board, duly adopted resolutions setting forth a proposed amendment to the Certificate of Incorporation of said corporation, declaring said amendment to be advisable and calling a meeting of the stockholders of said corporation for consideration thereof. The resolution setting forth the proposed amendment is as follows:

RESOLVED, That the Certificate of Incorporation of this corporation be amended by changing the First Article thereof so that, as amended said Article shall be and read as follows:

"The name of the Corporation is ALLTEL Communication, Inc."

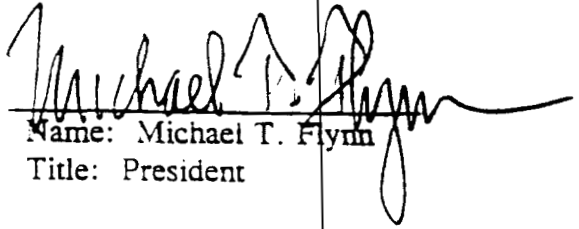
SECOND: That thereafter, pursuant to resolution of its Board of Directors, a special meeting of the stockholders of said corporation was duly called and held, at which meeting the necessary number of shares as required by statute were voted in favor of the amendment.

THIRD: That said amendment was duly adopted in accordance with the provisions of Section 242 of the General Corporation Law of the State of Delaware.

IN WITNESS WHEREOF, said ALLTEL Long Distance, Inc. has caused this certificate to be signed by Michael T. Flynn, its President, this 20th day of June, 1996.

ALLTEL Long Distance, Inc.

By:



Name: Michael T. Flynn
Title: President

Office of the Secretary of State

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF AMENDMENT OF "ALLTEL LONG DISTANCE, INC.", CHANGING ITS NAME FROM "ALLTEL LONG DISTANCE, INC." TO "ALLTEL COMMUNICATION, INC.", FILED IN THIS OFFICE ON THE TWENTIETH DAY OF JUNE, A.D. 1996, AT 4:15 O'CLOCK P.M.

A CERTIFIED COPY OF THIS CERTIFICATE HAS BEEN FORWARDED TO THE NEW CASTLE COUNTY RECORDER OF DEEDS FOR RECORDING.



A handwritten signature in cursive script, reading "Edward J. Freel".

Edward J. Freel, Secretary of State

2534400 8100

960181610

AUTHENTICATION:

DATE:

7996699

06-21-96

CERTIFICATE OF AMENDMENT
OF
CERTIFICATE OF INCORPORATION

ALLTEL Communication, Inc., a corporation organized and existing under and by virtue of the General Corporation Law of the State of Delaware. DOES HEREBY CERTIFY:

FIRST: That the Board of Directors of ALLTEL Communication, Inc., by the unanimous written consent of its members, filed with the minutes of the board, duly adopted resolutions setting forth a proposed amendment to the Certificate of Incorporation of said corporation, declaring said amendment to be advisable and calling a meeting of the stockholders of said corporation for consideration thereof. The resolution setting forth the proposed amendment is as follows:

RESOLVED. That the Certificate of Incorporation of this corporation be amended by changing the First Article thereof so that, as amended said Article shall be and read as follows:

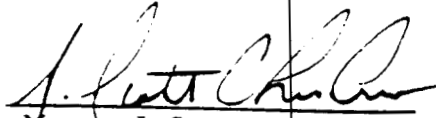
"The name of the Corporation is ALLTEL Communications, Inc."

SECOND: That thereafter, pursuant to resolution of its Board of Directors, a special meeting of the stockholders of said corporation was duly called and held, at which meeting the necessary number of shares as required by statute were voted in favor of the amendment.

THIRD: That said amendment was duly adopted in accordance with the provisions of Section 242 of the General Corporation Law of the State of Delaware.

IN WITNESS WHEREOF, said ALLTEL Communication, Inc. has caused this certificate to be signed by J. Scott Chesbro, its President, this 30th day of October, 1996.

ALLTEL Communication, Inc.

By: 
Name: J. Scott Chesbro
Title: President

Office of the Secretary of State

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF AMENDMENT OF "ALLTEL COMMUNICATION, INC.", CHANGING ITS NAME FROM "ALLTEL COMMUNICATION, INC." TO "ALLTEL COMMUNICATIONS. INC.", FILED IN THIS OFFICE ON THE TWENTY-FIFTH DAY OF NOVEMBER, A.D. 1996, AT 10:01 O'CLOCK A.M.

A CERTIFIED COPY OF THIS CERTIFICATE HAS BEEN FORWARDED TO THE NEW CASTLE COUNTY RECORDER OF DEEDS FOR RECORDING.



Edward J. Freel

Edward J. Freel, Secretary of State

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960345026

AUTHENTICATION: 8209444

DATE: 11-25-96

NOTARIZED STATEMENT

I, Willie G. Staggs, hereby certify that I am Vice President of Regulatory at ALLTEL Communications, Inc. and that ALLTEL Communication's, Inc. has in no way provided or collected for intrastate local exchange services in the Commonwealth of Kentucky prior to this filing. ALLTEL Communications, Inc. is, however, certified to provide intrastate interexchange telecommunications service in the Commonwealth of Kentucky.

W. Staggs

Willie G. Staggs
Vice President - Regulatory
ALLTEL Communications, Inc.