

KELLEY DRYE & WARREN LLP

A LIMITED LIABILITY PARTNERSHIP

TYSONS CORNER

8000 TOWERS CRESCENT DRIVE

SUITE 1200

VIENNA, VIRGINIA 22182

(703) 918-2300

FACSIMILE

(703) 918-2450

www.kelleydrye.com

DIRECT LINE (703) 918-2311

E-MAIL: tconnor@kelleydrye.com

NEW YORK, NY  
WASHINGTON, DC  
LOS ANGELES, CA  
CHICAGO, IL  
STAMFORD, CT  
PARSIPPANY, NJ

BRUSSELS, BELGIUM

HONG KONG

AFFILIATE OFFICES  
BANGKOK, THAILAND  
JAKARTA, INDONESIA  
MANILA, THE PHILIPPINES  
MUMBAI, INDIA  
TOKYO, JAPAN

September 28, 2001

*VIA FEDERAL EXPRESS*

Thomas Dorman  
Executive Director  
Kentucky Public Service Commission  
211 Sower Blvd.  
Frankfort, Kentucky 40601

RECEIVED

OCT 01 2001

REGISTRATION  
COMMISSION

05161000  
0510

Re: Notice of Intent of Power-Finder West Communications, LLC to Provide Resold Interexchange Telecommunications Service in KY

Dear Mr. Dorman:

Enclosed for filing on behalf of Power-Finder West Communications, LLC ("Power-Finder") please find Power-Finder's Notice of Intent to provide competitive resold interexchange telecommunications services in Kentucky, together with Power-Finder's proposed resold interexchange tariff. Per my conversation with Deborah Eversole, we have enclosed an original and five (5) copies.

Also enclosed please find a duplicate copy of this filing. Please date-stamp the duplicate copy upon receipt and return it in the self-addressed, stamped envelope provided. Should you have any questions regarding this filing, do not hesitate to contact me.

Respectfully submitted,



Tamara E. Connor

Enclosures

**POWER-FINDER WEST COMMUNICATIONS, LLC**  
**NOTICE OF INTENT TO PROVIDE**  
**RESOLD TELECOMMUNICATIONS SERVICE**  
**IN THE COMMONWEALTH OF KENTUCKY**

In accordance with the Kentucky Public Service Commission's Order in *Exemptions for Interexchange Carriers, Long Distance Resellers, Operator Service Providers and Customer-Owned, Coin-Operated Telephones*, Administrative Case No. 359 (June 21, 1996), Power-Finder West Communications, LLC ("Power-Finder" or "Company") respectfully submits this Notice of Intent to Provide Resold Intrastate Interexchange services (including resold operator services) in the Commonwealth of Kentucky ("Notice"). In support of this Notice, Power-Finder submits the following information:

**I. NAME, ADDRESS, AND TELEPHONE NUMBER OF THE COMPANY**

The name, address, and telephone number of the Company are:

Power-Finder West Communications, LLC  
9250 Gaither Road  
Gaithersburg, MD 20877  
Telephone: (301) 948-6620 x107  
Facsimile: (301) 948-6576

**II. CERTIFICATE OF FORMATION**

Power-Finder is a limited liability company organized under the laws of Maryland. Copies of the Company's Articles of Organization and Kentucky Certificate of Authority are appended hereto as *Exhibits A and B*.

### III. CONTACTS

#### A. Customer Complaints

Customers may contact the Company toll-free, 24 hours a day, 7 days a week at (877) 669-3624.

#### B. Corporate Contact

Power-Finder's contact for customer complaints and regulatory issues is:

Robert Katzen  
Chief Financial Officer  
POWER-FINDER WEST COMMUNICATIONS, LLC  
9250 Gaither Road  
Gaithersburg, MD 20877  
Telephone: (301) 948-6620 x107  
Facsimile: (301) 948-6576

#### C. Designated Contacts for Notice

The designated contacts for questions regarding this Notice are:

Robert Katzen  
Chief Financial Officer  
POWER-FINDER WEST COMMUNICATIONS, LLC  
9250 Gaither Road  
Gaithersburg, MD 20877  
Telephone: (301) 948-6620 x107  
Facsimile: (301) 948-6576

Winafred Brantl  
Tamara E. Connor  
KELLEY DRYE & WARREN LLP  
8000 Towers Crescent Drive  
Suite 1200  
Vienna, VA 22182  
(703) 918-2300  
(703) 918-2450

**IV. NOTARIZED STATEMENT**

A notarized statement by an officer of Power-Finder is appended hereto as *Exhibit C*. The company has not provided or collected for intrastate service in Kentucky prior to filing this Notice.

**V. SERVICE TO AGGREGATORS**

In the event that Company chooses to provide operator-assisted calling to its customers it will comply fully with the Commission's mandates in Administrative Case No. 330.

**VI. PROPOSED TARIFF**

Power-Finder appends hereto as *Exhibit D* its proposed tariff for interexchange telecommunications service. This tariff is submitted to become effective thirty (30) days from the date of this filing.

Respectfully submitted,

POWER-FINDER WEST COMMUNICATIONS, LLC

By: 

Alexander J. Eucare, Jr.  
Chief Executive Officer

Dated: 17 SEPT 2001

**VERIFICATION**

[Commonwealth/State] of Virginia :

: ss.

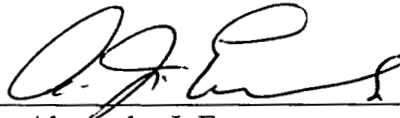
County of Ferry :

Alexander J. Eucare, Affiant, being duly [sworn/affirmed] according to law, deposes and says that:

He is the Chief Executive Officer of Power-Finder West Communications, LLC ("Power-Finder");

That he is authorized to and does make this affidavit for Power-Finder;

That the facts above set forth are true and correct to the best of his knowledge, information, and belief.



Alexander J. Eucare

Sworn and subscribed before me this 17 day of SEPT, 2001.



Signature of official administering oath

**Charles M. Hines, III**  
**Notary Public Commonwealth of Virginia**  
**My Commission Expires June 30, 2008**

My commission expires \_\_\_\_\_

**EXHIBIT A**  
**ARTICLES OF ORGANIZATION**

ARTICLES OF ORGANIZATION  
OF  
POWER-FINDER WEST COMMUNICATIONS, LLC

APPROVED AND RECEIVED FOR RECORD BY THE STATE DEPARTMENT OF ASSESSMENTS AND TAXATION  
OF MARYLAND FEBRUARY 19, 1997 AT 8:35 O'CLOCK A.M. AS IN CONFORMITY  
WITH LAW AND/OR PREVIOUSLY RECORDED

ORGANIZATION AND  
CAPITALIZATION FEE PAID

RECORDING  
FEE PAID

SPECIAL  
FEE PAID

\$ \_\_\_\_\_

\$ 50.00

\$ \_\_\_\_\_

W4620394

IT IS HEREBY CERTIFIED THAT THE WITHIN INSTRUMENT TOGETHER WITH ALL INSTRUMENTS THEREON HAS

STATE OF MARYLAND

I hereby certify that this is a true and complete copy of the 2  
page document on file in this office. DATED: 4-18-01

STATE DEPARTMENT OF ASSESSMENTS AND TAXATION

BY: G. LaMeda <sup>ACE & EDUCARE</sup> POWER-FINDER WEST COMMUNICATIONS, LLC, Custodian

This stamp replaces our previous certification system. Effective: 6/95



165C3101880

A 11 1997

RECORDED IN THE RECORDS OF THE  
STATE DEPARTMENT OF ASSESSMENTS  
AND TAXATION OF MARYLAND IN CHURCH TOWER

2/19/97 8736A

ARTICLES OF ORGANIZATION  
OF  
POWER-FINDER WEST COMMUNICATIONS, LLC

The undersigned, being authorized to execute and file these Articles, hereby certifies that

FIRST The Company name shall be POWER-FINDER WEST COMMUNICATIONS, LLC 4

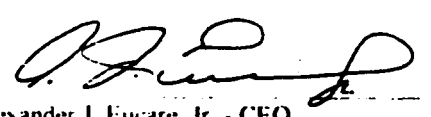
SECOND The latest date upon which the Company shall be dissolved and its affairs wound up is February 12, 2002

THIRD The purposes for which the Company are formed are as follows 70508151  
(a) to acquire, hold, own, develop, manage and otherwise deal with telecommunications related goods and services to be acquired by the Company including 700,000 or more 500 exchange telephone service numbers for the exclusive use in the fourteen states of the US WEST service area, (b) to have and exercise all powers now or hereafter conferred by the laws of the State of Maryland on limited liability companies formed pursuant to the Maryland Limited Liability Company Act, and (c) to do any and all things necessary, convenient or incidental to the achievement of the foregoing.

FOURTH The address of the principal office of the Company is POWER-FINDER WEST COMMUNICATIONS, LLC, 9250 Gaither Road, Gaithersburg, MD 20877. The name and address of the resident agent of the Company is Alexander J. Eucare, Jr. 6708 Lansdale Street, District Heights, MD 20747

FIFTH The relation of the Managing and Non-Managing Members and affairs of the Company shall be governed by the act as well as a written operating agreement which may be amended from time to time as set forth herein

I have signed these Articles of Organization and acknowledged them to be my act this 12th day of February 1997



Alexander J. Eucare, Jr. - CEO  
Power-Finder West Communications, LLC  
703 503-1784 Phone 703 503-8138 Fax

90 8 5



2

ARTICLES OR CERTIFICATE OF REINSTATEMENT

The name of this entity at the time of its cancellation was:

POWER-FINDER WEST COMMUNICATIONS, LLC

The name the entity will use upon reinstatement is:

POWER-FINDER WEST COMMUNICATIONS, LLC

The address of its principal office in Maryland is:

9250 GAITHER RD.  
GAITHERSBURG, MD 20877

(NO P. O. BOXES)

The name and address of its resident agent in Maryland is:

ALEXANDER J. EUCARE, JR.  
9250 GAITHER RD  
GAITHERSBURG, MD 20877

(NO P. O. BOXES)

I swear under penalties of perjury that this is an authorized act of the above named entity.

*Alexander J. Eucare Jr.* - CEO

I hereby consent to my designation in this document as resident agent for this entity.

*Alexander J. Eucare Jr.*  
(SIGNATURE OF RESIDENT AGENT)

STATE OF MARYLAND

I hereby certify that this is a true and complete copy of the page document on file in this office. DATED: 4-18-01 2

STATE DEPARTMENT OF ASSESSMENTS AND TAXATION

BY: *Elita McDaniel*, Custodian

This stamp replaces our previous certification system. Effective: 6/95

**\*\* FOR DEPARTMENTAL USE ONLY \*\***

DOCUMENT CODE 46 BUSINESS CODE \_\_\_\_\_  
# W04020377 P.J. \_\_\_\_\_ Religious \_\_\_\_\_ Close \_\_\_\_\_ Stock \_\_\_\_\_ Nonstock \_\_\_\_\_

Marging (Transferor) \_\_\_\_\_  
\_\_\_\_\_  
\_\_\_\_\_

Surviving (Transferee) \_\_\_\_\_  
\_\_\_\_\_  
\_\_\_\_\_

**FEES REMITTED**

Base Fee: 50  
Org. & Cap. Fee: \_\_\_\_\_  
Expedite Fee: 39  
Penalty: \_\_\_\_\_  
State Recordation Tax: \_\_\_\_\_  
State Transfer Tax: \_\_\_\_\_  
Certified Copies: \_\_\_\_\_  
Copy Fee: \_\_\_\_\_  
Certificates: \_\_\_\_\_  
Certificate Fee: 6  
Other: \_\_\_\_\_  
TOTAL FEES: 95

(New Name) \_\_\_\_\_  
\_\_\_\_\_

\_\_\_\_\_  
Credit Card  
\_\_\_\_\_  
Check  
\_\_\_\_\_  
Cash

- \_\_\_\_\_  
Change of Name
- \_\_\_\_\_  
Change of Principal Office
- \_\_\_\_\_  
Change of Resident Agent
- \_\_\_\_\_  
Change of Resident Agent Address
- \_\_\_\_\_  
Resignation of Resident Agent
- \_\_\_\_\_  
Designation of Resident Agent and Resident Agent's Address
- \_\_\_\_\_  
Change of Business Code
- \_\_\_\_\_  
Adoption of Assumed Name
- \_\_\_\_\_  
Other Change(s) \_\_\_\_\_

\_\_\_\_\_  
Documents on \_\_\_\_\_ Checks  
APPROVED BY: [Signature]

ID # 1104920389 ACK # 100018070800000  
LIBER W00125 FOLIO: 193 PAGES: 0002  
POWER FINDER WEST COMMUNICATIONS, LLC

**NOTE:**  
1998 499 PDRs filed 3/23/00

03/23/2000 AT 02:48 P WD # 0001293643

MAIL TO ADDRESS: \_\_\_\_\_  
Alexander T. Escobar, Jr.  
9250 Gaither Rd.  
Gaithersburg, MD 20877

STATE OF MICHIGAN  
DEPARTMENT OF TREASURY  
CUST. ID: 000335643  
FORM: 00000000000000000000  
DATE: 03-23-2000 02:48  
AMT. PAID: 95.00  
COMMENT: \_\_\_\_\_

**ARTICLES OF AMENDMENT AND RESTATEMENT**  
to the  
**ARTICLES OF ORGANIZATION**  
of  
**Power-Finder West Communications, LLC**

**FIRST:** The name of the limited liability company is Power-Finder West Communications, LLC.

**SECOND:** Pursuant to Section 4A-204 of the Maryland Corporations and Associations Code, the Articles of Organization are hereby amended by deleting all provisions of the Articles of Organization currently on file with the Maryland State Department of Assessments and Taxation and substituting in lieu thereof the following text:

**"ARTICLES OF ORGANIZATION**  
**OF**  
**Power-Finder West Communications, LLC**

**ARTICLE**

**NAME**

The name of the Company shall be "Power-Finder West Communications, LLC" (the "Company").

**ARTICLE**

**DURATION**

The latest date on which the Company shall be dissolved and its affairs wound up is February 12, 2031, unless dissolved sooner pursuant to applicable Maryland law.

**ARTICLE**

**PURPOSES**

The purposes for which the Company is formed are as follows: (a) to acquire, hold, own, develop, manage and otherwise deal with telecommunications related goods and services to be acquired by the Company, including but not limited to 700,000 or more 500 exchange telephone service numbers; (b) to have and exercise all powers now or hereafter conferred by the laws of the State of Maryland on limited liability companies formed pursuant to the Maryland Limited Liability Company Act (the "Act"); and (c) to do any and all things necessary, convenient or incidental to the achievement of the foregoing.

STATE OF MARYLAND  
DEPT. OF ASSESSMENTS AND TAXATION  
CLERK ID: 000010229  
WORK ORDER: 000436130  
DATE: 04-18-01 03:41 PM  
TEL: 410-221-1200

<b>STATE OF MARYLAND</b>	
I hereby certify that this is a true and complete copy of the <u>3</u>	
page document on file in this office. DATED: <u>4-18-01</u>	
STATE DEPARTMENT OF ASSESSMENTS AND TAXATION	
BY: <u>Ann Curtis</u>	Custodian
This stamp replaces our previous certification system. Effective: 6/95	

**ARTICLE**

**PRINCIPAL OFFICE AND RESIDENT AGENT**

The address of the principal office of the Company is POWER-FINDER WEB COMMUNICATIONS, LLC, 9250 Gaither Road, Gaithersburg, MD 20877. The name and address of the resident agent of the Company is Alexander J. Eucare, Jr., 9250 Gaither Road, Gaithersburg, MD 20877.

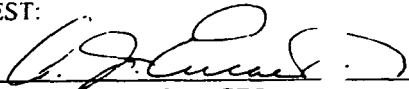
**ARTICLE**

**COMPANY GOVERNANCE**

The relation of the Managing and Non-Managing Members and affairs of the Company shall be governed by the Act as well as a written operating agreement which may be amended from time to time as set forth herein

I have signed these Articles of Amendment and Restated Articles of Organization and acknowledged them to be my act this 30<sup>th</sup> day of March 2001.

ATTEST:

By:   
Alexander J. Eucare, Jr. - CEO  
POWER-FINDER COMMUNICATIONS, LLC  
(703) 503-1784 (phone) (703) 503-8138 (fax)

**\*\* EXPEDITED SERVICE \*\***

**\*\* KEEP WITH DOCUMENT \*\***

DOCUMENT CODE 41 BUSINESS CODE \_\_\_\_\_

# W04620399

Close \_\_\_\_\_ Stock \_\_\_\_\_ Nonstock \_\_\_\_\_

P.A. \_\_\_\_\_ Religious \_\_\_\_\_

Merging (Transferor) \_\_\_\_\_

Surviving (Transferee) \_\_\_\_\_

ID # W04620399 ACK # 1C00317740000000  
LIBER: B00242 FOLIO: 1327 PAGES: 0003  
POWER-FINDER WEST COMMUNICATIONS, LLC

04/03/2001 AT 10:46 A WO # 0000436136

**FEES REMITTED**

Base Fee: 50  
Org. & Cap. Fee: \_\_\_\_\_  
Expedite Fee: 78  
Penalty: \_\_\_\_\_  
State Recordation Tax: \_\_\_\_\_  
State Transfer Tax: \_\_\_\_\_  
1 Certified Copies: 40  
Copy Fee: 8  
Certificates: \_\_\_\_\_  
Certificate Fee: \_\_\_\_\_  
Other: \_\_\_\_\_  
TOTAL FEES: 128

Credit Card \_\_\_\_\_ Check  Cash \_\_\_\_\_

1 Documents on 2 Checks

APPROVED BY: H

KEYED BY: \_\_\_\_\_

COMMENT(S): \_\_\_\_\_

(New Name) \_\_\_\_\_

- \_\_\_\_\_ Change of Name
- \_\_\_\_\_ Change of Principal Office
- \_\_\_\_\_ Change of Resident Agent
- \_\_\_\_\_ Change of Resident Agent Address
- \_\_\_\_\_ Resignation of Resident Agent
- \_\_\_\_\_ Designation of Resident Agent and Resident Agent's Address
- \_\_\_\_\_ Change of Business Code

\_\_\_\_\_ Adoption of Assumed Name

\_\_\_\_\_ Other Change(s) \_\_\_\_\_

CODE 604

ATTENTION: \_\_\_\_\_

MAIL TO ADDRESS: \_\_\_\_\_

**CERTIFIED COPY MADE**

STATE OF MARYLAND  
DEPT. OF ASSESSMENTS AND TAXATION  
CUST ID: 0000610229  
WORK ORDER: 0000436136  
DATE: 04-04-2001 03:40 PM  
AMT. PAID: \$128.00

**EXHIBIT B**  
**KENTUCKY CERTIFICATE OF AUTHORITY**

COMMONWEALTH OF KENTUCKY  
JOHN Y. BROWN III  
SECRETARY OF STATE

FILED

SEP 13 3 13 PM '01

GUY R. ZEIGLER  
O.F.C.C.



0522442.06

John Y. Brown III  
Secretary of State

Received and Filed  
09/13/2001 03:01 PM

Fee Receipt: \$90.00

Change - L902

BY \_\_\_\_\_ APPLICATION FOR CERTIFICATE OF AUTHORITY

Pursuant to the provisions of KRS Chapter 275, the undersigned hereby applies for authority to transact business in Kentucky on behalf of the limited liability company named below and for that purpose submits the following information:

1. The company is  a limited liability company (LLC).  
 a professional limited liability company (PLLC).

2. The name of the limited liability company is  
Power-Finder West Communications, LLC

3. The name of the limited liability company to be used in Kentucky is  
\_\_\_\_\_

(if "real name" is unavailable for use)

4. Maryland is the state or country of organization.

5. February 12, 1997 is the date of organization and, if the limited liability company has a specific date of dissolution, the latest date upon which the limited liability company is to dissolve is February 12, 2031

6. The street address of the office required to be maintained in the state of formation or, if not so required, the principal office address is  
9250 Gaither Road, Gaithersburg, MD 20877

7. The names and usual business addresses of the current managers, if any, are as follows:

Name	Address

(Attach a continuation, if necessary)

8. The street address of the registered office in Kentucky is  
421 West Main Street Frankfort Kentucky 40601

Street

City

State

Zip Code

and the name of the registered agent at that office is  
Corporation Service Company d/b/a CSC-Lawyers Incorporating Service Company

9. This application will be effective upon filing, unless a delayed effective date and/or time is specified:

(Delayed effective date and/or time)

I certify that, as of the date of filing this application, the above-named limited liability company validly exists as a limited liability company under the laws of the jurisdiction of its formation.

Alexander J. Eucare, Jr.  
Signature

Alexander J. Eucare, Jr., MEMBER  
Type or Print Name & Title

Date: AUGUST 6, 2001

I, Corporation Service Company d/b/a CSC-Lawyers Incorporating Service Company, consent to serve as the registered agent on behalf of the limited liability company.

Type or print name of registered agent

Louise B. Smith  
Signature of Registered Agent  
Louise B. Smith, Asst. Vice President  
Type or Print Name & Title

**EXHIBIT C**  
**NOTARIZED STATEMENT**



VERIFICATION

STATE OF KENTUCKY:

Alexander J. Eucare, Chief Executive Officer of Power-Finder West Communications, LLC, being duly sworn according to law, deposes and says that:

The above named person is authorized to and does make this affidavit for said corporation; and

The Applicant has not provided or collected for intrastate service in Kentucky prior to the filing of a Notice of Intent with the Kentucky Public Service Commission.

By: *A. J. Eucare*

Name: Alexander J. Eucare, Jr.

Title: Chief Executive Officer

Date: 9-17-01

In *Warrick* County, *Virginia*

Sworn and subscribed to before me this *17<sup>th</sup>* day of *September*, 2001.

*Charles M. Hines*

Signature of Official Administering Oath

**Charles M. Hines, III**  
**Notary Public Commonwealth of Virginia**  
**My Commission Expires June 30, 2005**

My commission expires \_\_\_\_\_

**EXHIBIT D**

**PROPOSED  
INTEREXCHANGE TELECOMMUNICATIONS  
SERVICE TARIFF**