

**KENTUCKY NOTICE OF INTENT TO PROVIDE SERVICE
OF
GLOBAL CONNECTION INC. OF KENTUCKY**

Global Connection Inc. of Kentucky (GCIK) submits this notice of intent to provide local exchange service, to customers within the Commonwealth of Kentucky.

1. The name, and address of the company is:

Global Connection Inc. of Kentucky
3781 Presidential Pkwy, Suite 140
Atlanta, GA. 30340
Telephone: (770) 457-7174
Facsimile: (770) 458-6773

Registered Agent:
Kentucky Home Life Building
Louisville, KY. 40202

2. Articles of Incorporation- See Attachment 1
3. Representative for ongoing operations and correspondence:

Questions concerning this application and tariff should be directed to:

Company Contact: Donovan T. Hightower, Sen. Vice President
3781 Presidential Pkwy. Suite 140
Atlanta, GA. 30340
Telephone: 770-457-7174 ext. 200
Facsimile: 770-458-6773

5. Global Connection Inc. of Kentucky has not provided service in Kentucky prior to filing this notice of intent. See notarized statement in attachment 2.
6. Global Connection does not intend to provide operator assisted services, nor does Global Connection seek to provide operator assisted service to traffic aggregators.

RECEIVED

AUG 31 1999

PUBLIC SERVICE
COMMISSION

*originally
assigned*

05050820

0505

should be

→ 05013100

0505

(NAME CHANGED)

*Interconnection
Agreement with
BellSouth in
CN 98-407*

ATTACHMENT 1

Global Connection Inc. of Kentucky

ARTICLES OF INCORPORATION

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GLOBAL CONNECTION INC. OF KENTUCKY

ARTICLE I-NAME

The name of the Corporation is

GLOBAL CONNECTION INC. OF KENTUCKY

ARTICLE II-CAPITAL SHARES AUTHORIZED

The number of shares the corporation is authorized to issue is Five Thousand (5,000) of Common stock having a par value of One Dollar (\$1.00) each.

ARTICLE III-REGISTERED OFFICE

The street address of the initial registered office of the corporation is the Kentucky Home Life Building, Louisville, Kentucky 40202, and the name of the initial registered agent of the corporation at such address is C T CORPORATION SYSTEM.

ARTICLE IV-INCORPORATOR

The name and address of the incorporator is:

SAM ABDALLAH
3781 Presidential Pkwy., Suite 140
ATLANTA, GEORGIA 30340

ARTICLE V-PRINCIPLE OFFICE

The mailing address of the initial principal office of the corporation is 3781 Presidential Pkwy., Suite 140, Atlanta, Georgia 30340

ARTICLE VI-INITIAL DIRECTORS AND OFFICERS

The names and address of the initial Directors and Officers are:

SAM ABDALLAH, Director & President
3781 Presidential Pkwy., Suite 140, Atlanta, Georgia 30340
DONOVAN HIGHTOWER, Senior Vice President
3781 Presidential Pkwy., Suite 140, Atlanta, Georgia 30340

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation this 19th day of August, 1999.



SAM ABDALLAH
Incorporator

ATTACHMENT 2

Global Connection Inc. of Kentucky

STATEMENT OF PREVIOUS SERVICE

BEFORE THE PUBLIC SERVICE COMMISSION OF KENTUCKY

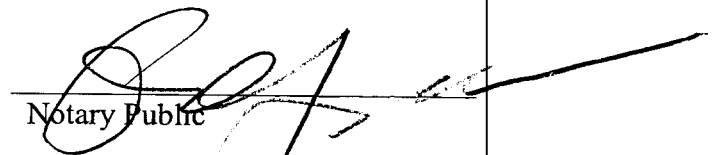
AFFIDAVIT

The undersigned attests that Global Connection Inc. of Kentucky has not provided service in the Commonwealth of Kentucky prior to the filing of this Notice of Intent to provide service.



Sam Abdallah, President

This document was signed in my presence on the 27 day of August, 1999.



Notary Public

My Commission Expires Nov. 3, 2002

ATTACHMENT 3

Global Connection Inc. of Kentucky

PROPOSED LOCAL EXCHANGE TARIFF