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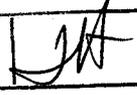
January 27, 1998

rharris@helein.com

Arizona Corporation Commission
DOCKETED

JAN 29 1998

Docket Control Center
Arizona Corporation Commission
1200 W. Washington Street
Phoenix, AZ 85007

DOCKETED BY 

Re: New Century Telecom, Inc.
Application for Certificate of Convenience and Necessity
Docket No. W-3462-97-619

Ladies and Gentlemen:

On behalf of New Century Telecom, Inc. ("New Century"), a long distance resale carrier, we transmit herewith an original and ten (10) copies of its Authority to Transact Business in Arizona, to be attached as Exhibit 2 to its pending Application for Certificate of Convenience and Necessity.

An extra copy of this letter and filing is enclosed. Please date-stamp it and returned it in the postage-paid envelope provided. Please direct all inquiries and correspondence related to this filing to the undersigned.

Sincerely,



Rogena Harris

Enclosures

JIM IRVIN
COMMISSIONER CHAIRMAN

RENZ D. JENNINGS
COMMISSIONER

CARL J. KUNASEK
COMMISSIONER



JACK ROSE
EXECUTIVE SECRETARY

ARIZONA CORPORATION COMMISSION

CORPORATION SERVICE COMPANY
3636 NORTH CENTRAL AVENUE
PHOENIX, AZ 85012

RE: NEW CENTURY TELECOM, INC.
File Number: F-0826119-8

We are pleased to notify you that your Application for Authority to transact business in Arizona was approved and filed on January 21, 1998.

You must publish a copy of your Application for Authority WITHIN SIXTY (60) DAYS from the File Date. The publication must be in a newspaper of general circulation in the county of the known place of business, for three (3) consecutive publications. An affidavit from the newspaper, evidencing such publication, must be delivered to the Commission for filing WITHIN NINETY (90) DAYS from the File Date.

All corporations transacting business in Arizona are required to file an Annual Report with the Commission, on the anniversary of the date of incorporation. Each year, a preprinted Annual Report Form will be mailed to you prior to the due date of the report.

If you have any questions or need further information, please contact us at (602) 542-3135 in Phoenix, (520) 628-6560 in Tucson, or Toll Free (Arizona residents only) at 1-800-345-5819.

Very truly yours,

ELVA MENDIVIL
Examiner
Corporations Division
Arizona Corporation Commission

CF:07
Rev: 4/97

Attention Corporate Officers

If you have the responsibility of collecting, accounting for, and paying over payroll taxes withheld from the wages and salaries of corporate employees, read on.

A principal benefit of incorporation is limiting an owner's liability to the amount of his/her capital investment. This limited liability may not apply in all circumstances.

Section 6672 of the Internal Revenue Code States that the liability for taxes withheld from the wages and salaries of corporate employees may be assessed against the corporate officer(s) or employee(s) found to be responsible for their collection and payment. The personal liability of the responsible officer or employee is not limited to the amount of capital investment.

There are other civil and criminal penalties in the law regarding filing, paying, depositing of employment taxes.

If you would like more information regarding this or any other federal tax issue, contact your local Internal Revenue Service office or call toll-free,

1-800-829-1040.

5.b. The street address of the known place of business of the foreign corporation in Arizona IF DIFFERENT from the street address of the statutory agent is:

No other office in Arizona

6. The purpose of the corporation is to engage in any and all lawful business in which corporations may engage in the state, province or country under whose law the foreign corporation is incorporated, with the following limitations, if any: (If none, so state.)

None

7. The names and usual business addresses of the current directors and officers of the foreign corporation are: (Attach additional sheets if necessary.)

Charles H. Helein . Pres. (title)
8180 Greensboro Dr., #700
McLean, VA 22102

Charles H. Helein . Sec./Treas. (title)

Same

Robert F. Schneberger . Exec. V.P. (title)

Same

Charles H. Helein . Director (title)

Same

8. The foreign corporation is authorized to issue 1000 shares, itemized as follows:
(Attach additional sheets if necessary.)

1000 shares of COMMON (class or series) stock at
 no par value or par value of \$ _____ per share.

_____ shares of _____ (class or series) stock at
_____ no par value or par value of \$ _____ per share.

_____ shares of _____ (class or series) stock at
_____ no par value or par value of \$ _____ per share.

9. The foreign corporation has issued 87 shares, itemized as follows:
(Attach additional sheets if necessary.)

87 shares of Common (class or series) stock at
 no par value or par value of \$ _____ per share.

_____ shares of _____ (class or series) stock at
_____ no par value or par value of \$ _____ per share.

_____ shares of _____ (class or series) stock at
_____ no par value or par value of \$ _____ per share.

10. The character of business the foreign corporation initially intends to conduct in Arizona is:

Telecommunications Services

This application is accompanied by:

A Certificate of Disclosure containing the information set forth in Arizona Revised Statutes Section 10-202.D.

A certified copy of our articles of incorporation, all amendments (AZ Const. Art. XIV, § 8) and a certificate of existence or document of similar import duly authenticated by the official having custody of corporate records in the state, province or country under whose laws we are incorporated (A.R.S. §10-1503.B).

The filing fee(s) (U.S.) made payable to the Arizona Corporation Commission.

DATED this 9th day of December, 1997.

New Century Telecom, Inc.
(Name of Corporation)

Executed By:

Charles H. Helein
Charles H. Helein - President
(print name) (title)

ACCEPTANCE OF APPOINTMENT BY STATUTORY AGENT

The undersigned hereby acknowledges and accepts the appointment as statutory agent of this corporation effective this 8th day of December, 1997.

Corporation Service Company

By:

Mary Jo Kenny
Signature

Mary Jo Kenny
(Print Name)