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BEFORE THE ARIZONA CORPORATION COMMISSION

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AZ CORP COMMISSION
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Commissioner

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Commissioner

IN THE MATTER OF THE APPLICATION)
OF AMERICATEL CORPORATION AND)
MATRIX TELECOM, INC. FOR AN)
ORDER AUTHORIZING THE)
ENCUMBRANCE OF THEIR ASSETS)

DOCKET NOS. T-03517A-12-0225
T-03228A-12-0225

NOTICE OF FILING AFFIDAVIT OF PUBLICATION

Attached is the Affidavit of Publication published on June 15, 2012, in the Arizona Republic by which the Applicants gave public notice of the Application in this matter.

RESPECTFULLY SUBMITTED this 27th day of June, 2012.

LEWIS AND ROCA LLP

Michael T. Hallam
40 North Central Avenue
Phoenix, AZ 85004

Attorneys for Americatel Corporation and
Matrix Telecom, Inc.

Arizona Corporation Commission
DOCKETED
JUN 27 2012

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LEWIS
AND
ROCA
LLP
LAWYERS

1 Original and 13 copies of the foregoing
2 filed this 27th day of June, 2012 with:

3 Docket Control
4 Arizona Corporation Commission
5 1200 West Washington Street
6 Phoenix, Arizona 85007

7 Copy of the foregoing hand-delivered
8 this 27th day of June, 2012 to:

9 Lyn Farmer, Esq.
10 Chief Administrative Law Judge
11 Hearing Division
12 Arizona Corporation Commission
13 1200 West Washington Street
14 Phoenix, Arizona 85007

15 Janice Alward, Esq.
16 Chief Counsel, Legal Division
17 Arizona Corporation Commission
18 1200 West Washington Street
19 Phoenix, Arizona 85007

20 Mr. Steven M. Olea
21 Director, Utilities Division
22 Arizona Corporation Commission
23 1200 West Washington Street
24 Phoenix, Arizona 85007

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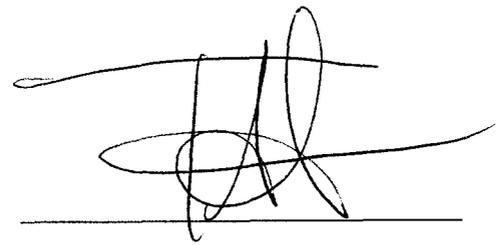

THE ARIZONA REPUBLIC

STATE OF ARIZONA }
COUNTY OF MARICOPA } SS.

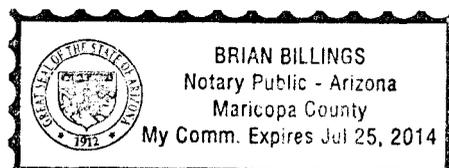
Tabitha Antoniadis, being first duly sworn, upon oath deposes and says: That she is a legal advertising representative of the Arizona Business Gazette, a newspaper of general circulation in the county of Maricopa, State of Arizona, published at Phoenix, Arizona, by Phoenix Newspapers Inc., which also publishes The Arizona Republic, and that the copy hereto attached is a true copy of the advertisement published in the said paper on the dates as indicated.

The Arizona Republic

June 15, 2012



Sworn to before me this
15TH day of
June A.D. 2012


Notary Public

of the Commission located at 1200 West Washington Street, Phoenix, Arizona 85007; and on the Internet via the Commission website (www.azcc.gov) using the e-Docket function.

Intervention in the Commission's proceedings on the Application shall be permitted to any person entitled by law to intervene and having a direct substantial interest in this matter. Persons desiring to intervene must file a Motion to Intervene with the Commission that must be served upon applicant and that, at a minimum, shall contain the following information:

1. The name, address and telephone number of the proposed intervenor and of any person upon whom service of documents is to be made if different from the intervenor.

2. A short statement of the proposed intervenor's interest in the proceeding.

3. Whether the proposed intervenor desires a formal evidentiary hearing on the Application and the reasons for such a hearing.

4. A statement certifying that a copy of the Motion to Intervene has been mailed to Applicants.

The granting of Motions to Intervene shall be governed by A.A.C. R14-3-105, except that all Motions to Intervene must be filed on or before the 15th day after this notice.

Pub: June 15, 2012

In the Matter of the Application of Ameritel Corporation and Matrix Telecom, Inc. d/b/a Matrix Business Technologies for an Order Authorizing the Encumbrance of Their Assets

Docket Nos. T-03517A-12-0225 and T-03228A-12-0225

Ameritel Corporation and Matrix Telecom, Inc. (collectively, the "Applicants"), filed an Application with the Arizona Corporation Commission on June 5, 2012, pursuant to Arizona Rev. Stat. § 40-285 and any regulations deemed applicable, for approval to encumber their respective assets in Arizona, and for their stock to be pledged by their parent company.

The Applicants intend to enter into a long-term financing arrangement expected to consist of a senior secured lien facility in an aggregate principal amount to be determined based on market conditions, currently expected to be up to \$40 million (the "Facility").

The proceeds of loans under the Facility will be used by the Applicants to refinance certain existing indebtedness and for other permissible general corporate purposes.

The Facility is expected to mature within five years after the closing date.

The Application is available for inspection during regular business hours at the office of the Applicants' legal counsel, Lewis and Roca LLP, 40 North Central Avenue, Suite 1900, Phoenix, Arizona 85004; at the offices