



July 30, 1998
VIA OVERNIGHT

210 N. Park Ave.
Winter Park, FL
32789

P.O. Drawer 200
Winter Park, FL
32790-0200

Tel: 407-740-8575
Fax: 407-740-0613
tmi@tminc.com

Secretary
Tennessee Regulatory Authority
460 James Robertson Parkway
P.O. Box 3412
Nashville, TN 37219

RECEIVED

AUG 03 1998

TN REGULATORY AUTHORITY
TELECOMMUNICATIONS DIVISION

RE: **Change of Name of Network Long Distance to Eclipse Telecommunications, Inc.**

To Whom It May Concern:

Enclosed is the original of a new tariff for Eclipse Telecommunications, Inc. This filing implements a company name change and incorporates and grandfathers the products resulting from the merger of Network Long Distance, Inc. and US WATS, Inc. The name was officially changed on June 3. To that end, also enclosed is an approved Application for Amended Certificate of Authority for the name change. The Company respectfully requests this tariff revision to become effective on July 31, 1998.

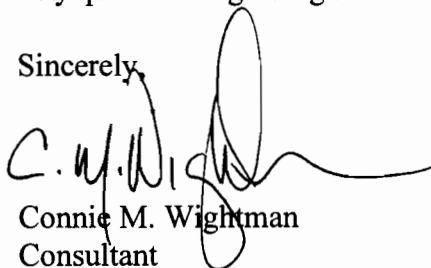
Pages included in this filing are as follows:

Original Pages 1 - 56

Please acknowledge receipt of this filing by date-stamping the extra copy of this cover letter and returning it to me in the self-addressed, stamped envelope provided for that purpose.

Any questions regarding this filing may be directed to my attention at (407) 740-8575.

Sincerely,



Connie M. Wightman
Consultant

CW/ks

cc: Jaci Caldwell
File: IXC/Eclipse-TN
TMS: TNi9801

Secretary of State

Corporations Section

James K. Polk Building, Suite 1800
Nashville, Tennessee 37243-0306

DATE: 07/16/98
REQUEST NUMBER: 3537-0086
TELEPHONE CONTACT: (615) 741-0537
FILE DATE/TIME: 07/16/98 0957
EFFECTIVE DATE/TIME: 07/16/98 0957
CONTROL NUMBER: 0257600

TO:
ECLIPSE TELECOMMUNICATIONS INC
1122 CAPITAL OF
TEXAS HWY SOUTH
AUSTIN, TX 78746

RE:
ECLIPSE TELECOMMUNICATIONS, INC.
APPLICATION FOR AMENDED CERTIFICATE OF
AUTHORITY - FOR PROFIT

THIS WILL ACKNOWLEDGE THE FILING OF THE ATTACHED DOCUMENT WITH AN
EFFECTIVE DATE AS INDICATED ABOVE.

WHEN CORRESPONDING WITH THIS OFFICE OR SUBMITTING DOCUMENTS FOR
FILING, PLEASE REFER TO THE CORPORATION CONTROL NUMBER GIVEN ABOVE.

FOR: APPLICATION FOR AMENDED CERTIFICATE OF
AUTHORITY - FOR PROFIT

ON DATE: 07/16/98

FROM:
C T CORPORATION SYSTEM (HOUSTON, TX.)
811 DALLAS AVE

HOUSTON, TX 77002-0000

	FEES	
RECEIVED:	\$20.00	\$0.00
TOTAL PAYMENT RECEIVED:		\$20.00

RECEIPT NUMBER: 00002338372
ACCOUNT NUMBER: 00000023

Riley C. Darnell

RILEY C. DARNELL
SECRETARY OF STATE



APPLICATION FOR AMENDED CERTIFICATE OF AUTHORITY

Network Long Distance, Inc.

To the Secretary of State of the State of Tennessee:

Pursuant to the provisions of Section 48-25-104 of the Tennessee Business Corporation Act, the undersigned corporation hereby applies for an amended certificate of authority to transact business in the State of Tennessee, and for that purpose sets forth:

1. The name of the corporation is Eclipse Telecommunications, Inc.

If different, the name under which the certificate of authority is to be obtained is _____

2. The state or country under whose law it is incorporated is Delaware

3. The date of its incorporation is December 3, 1987 (must be month, day, and year), and the period of duration, if other than perpetual, is _____

4. The complete street address (including zip code) of its principal office is 1122 Capital of Texas Highway South, Austin, Texas 78746

Street	City	State/Country	Zip Code
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5. The complete street address (including the county and the zip code) of its registered office in Tennessee is 1912 Hayes Street, Nashville, County of Davidson, Tennessee 37203

Street	City/State	County	Zip Code
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The name of its registered agent at that office is National Registered Agents, Inc.

6. The names and complete business addresses (including zip code) of its current officers are: (Attach separate sheet if necessary.)

See attached list of officers

7. The names and complete business addresses (including zip code) of its current board of directors are: (Attach separate sheet if necessary.)

See attached list of directors

8. The corporation is a corporation for profit.

9. If the document is not to be effective upon filing by the Secretary of State, the delayed effective date/time is N/A, 19____ (date), _____ (time).

[NOTE: A delayed effective date shall not be later than the 90th day after the date this document is filed by the Secretary of State.]

[NOTE: This application must be accompanied by a certificate of existence (or a 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. The certificate shall not bear a date of more than one (1) month prior to the date the application is successfully filed in Tennessee.]

REBOUL, MACMURRAY, HEWITT, MAYNARD & KRISTOL

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EXECUTIVE SECRETARY

1122 Capital of Texas Hwy. So.
Austin, TX 78746-6426

July 23, 1998

98-00508

112013

FAX TO 512 328 7902
Jackie L. Adame
VIA FEDERAL EXPRESS

only
Davis

David Waddell
Executive Secretary
Tennessee Regulatory Authority
460 James Robertson Parkway
Nashville, Tennessee 37243-0505

Re: Name Change of Network Long Distance, Inc. to Eclipse
Telecommunications, Inc.

Dear Mr. Waddell:

Eclipse Telecommunications, Inc., formerly known as Network Long Distance, Inc. (hereinafter "Eclipse"), hereby requests the Tennessee Regulatory Authority ("Authority") to amend its certification to reflect its change of name, which occurred on June 3, 1998. In a February 4, 1998 letter to the Authority, Eclipse (then Network) and IXC Long Distance, Inc. ("IXCLD") notified the Authority of their intention to transfer control of Network to IXCLD. The same letter also advised the Authority that Network would then become Eclipse Telecommunications, Inc. The closing date of the transaction also was June 3, 1998.

Enclosed is Eclipse's amended Certificate of Authority as filed with the Tennessee Secretary of State. As reflected in the attached documentation, the amended Certificate of Authority became effective on July 16, 1998. Tariffs reflecting the name change are being prepared and will be filed after the name change is approved by the Authority.

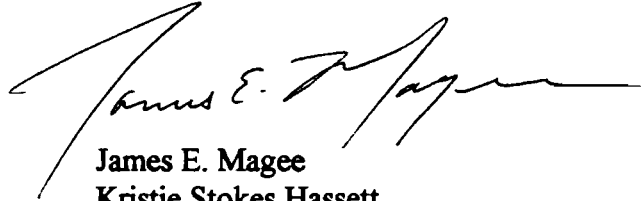
Eclipse received its authorization to provide resold interexchange telecommunications services in Tennessee under the name Network Long Distance, Inc. on August 2, 1995, in Case No. 95-02659. Eclipse respectfully requests that the Authority change its certification to reflect its name change.

Approved 7-15 Agenda

July 23, 1998
Page 2

Enclosed are thirteen (13) copies of this letter. A filing fee of \$25.00 is also enclosed. Also enclosed is a receipt copy of this letter. Please file-stamp and return the receipt copy in the self-addressed, stamped envelope. Please contact the undersigned with any questions or comments regarding Network's name change to Eclipse Telecommunications Services, Inc.

Respectfully submitted,

A handwritten signature in black ink, appearing to read "James E. Magee", with a long, sweeping horizontal stroke extending to the right.

James E. Magee
Kristie Stokes Hassett
Reboul, MacMurray, Hewitt,
Maynard & Kristol
1111 19th Street, N.W.
Suite 406
Washington, D.C. 20036

Attorneys for Eclipse Telecommunications,
Inc.

Enclosures