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October 31, 2000

BY HAND

001349-TL

Magalie Roman Salas, Secretary
Federal Communications Commission
Office of the Secretary
445 12th Street, S.W.
Washington, D.C. 20554

Re: Application of Everest Broadband Networks Inc. for Determination
of Status as an Exempt Telecommunications Company

Dear Ms. Roman Salas:

Enclosed herewith for filing, on behalf of Everest Broadband Networks Inc. ("Everest"), is an Application for Determination of Status as an Exempt Telecommunications Company. This filing is being made pursuant to Section 34(a) of the Public Utility Holding Company Act of 1935, and Section 1.5000 *et seq.* of the regulations of the Federal Communications Commission ("Commission").

An extra copy of this filing is enclosed for date-stamping and return by the Commission.

Please address any inquiries regarding this matter to the undersigned counsel for Everest.

Very truly yours,


Andrea S. Miano

- APP _____
- CAF _____
- CMP _____
- COM _____
- CTR _____
- ECR _____
- LEG _____
- OPC _____
- PAI _____
- RGO _____
- SEC I
- SER _____
- OTH _____

Enclosures

DOCUMENT NUMBER-DATE

14343 NOV-78

FPSC-RECORDS/REPORTING

Before the
FEDERAL COMMUNICATIONS COMMISSION
Washington, DC 20054

In the Matter of)
)
Application of)
Everest Broadband Networks Inc.) FCC File No. _____
For Determination of Exempt)
Telecommunications Company Status)

APPLICATION OF
EVEREST BROADBAND NETWORKS INC.
FOR DETERMINATION OF STATUS AS AN
EXEMPT TELECOMMUNICATIONS COMPANY

Pursuant to Section 34(a) of the Public Utility Holding Company Act of 1935 ("PUHCA"), and Section 1.5000 *et seq.* of the regulations of the Federal Communications Commission ("FCC" or "Commission"), 47 C.F.R. §1.5000 *et seq.*, Everest Broadband Networks Inc. ("Everest" or "Applicant") hereby applies for a determination that it is an exempt telecommunications company ("ETC"). In support of this Application, Applicant sets forth the following:

1. Everest is a privately-held corporation organized pursuant to the laws of the state of Delaware. Its principal place of business is located at One Executive Drive, Suite 170, Fort Lee, New Jersey 07024.
2. Everest provides a range of high-speed Internet access, long-distance telephone service, digital broadcast satellite television, and related broadband services in multi-tenant commercial and residential buildings and hotels. Everest is and will be engaged directly or indirectly through one or more "affiliates," as defined in Section

2(a)(11)(B) of PUHCA, exclusively in the business of providing telecommunications services, information services, other services or products subject to the jurisdiction of the Commission and/or products or services that are related or incidental to the provision of such products or services within the meaning of Section 34(a)(1) of PUHCA.

3. Exelon Capital Partners, Inc. ("ECAP"), a Delaware corporation, is an SEC approved indirect investment affiliate of Exelon Corporation ("Exelon"), a PUHCA registered holding company. See *Exelon Corporation*, Holding Co. Act Release No. 35-27256 (October 19, 2000). Public utility companies that are PUHCA associates of ECAP include PECO Energy Company and Commonwealth Edison Company. ECAP intends to acquire approximately a 10.3 percent ownership interest in Everest after Everest becomes an ETC.

4. In 2001 Exelon intends to undertake a system-wide corporate restructuring that will realign its holdings. As a result of this restructuring some of ECAP's upstream owners are expected to change, but Exelon will remain the ultimate parent of the holding company system. The Exelon corporate reorganization should not have any material effect on the manner in which Everest conducts its business or on the pertinent facts set forth in this Application.

5. Everest hereby certifies that neither it nor any party to this application is subject to denial of federal benefits pursuant to Section 5301 of the Anti-Drug Abuse Act of 1988, 21 U.S.C. 862 and accordingly, Everest satisfies part 1, subpart P of the Commission regulations, 47 C.F.R. §1.2001 through 1.2003, regarding implementation of the Anti-Drug Abuse Act of 1988.

6. All communications regarding this application should be addressed to the following:

David Leach, Communications Industry Advisor
Andrea Miano, Esquire
Dewey Ballantine LLP
1775 Pennsylvania Avenue, NW
Washington, D.C. 20006
(202) 429-2381 (phone)
(202) 862-1093 (fax)

7. Based on the foregoing facts and representations, Everest satisfies the requirements for ETC status and respectfully requests that the Commission determine that it is an ETC.

Respectfully submitted,

EVEREST BROADBAND NETWORKS

By:


David Leach, Communications Industry Advisor
Andrea S. Miano, Esquire
DEWEY BALLANTINE LLP
1775 Pennsylvania Avenue, N.W.
Washington, D.C. 20006

Its Counsel

Dated: October 31, 2000

Before the
FEDERAL COMMUNICATIONS COMMISSION
Washington, D.C. 20554

In the Matter of)
)
Application of)
Everest Broadband Networks Inc.) FCC File No. _____
For Determination of Exempt)
Telecommunications Company Status)

AFFIDAVIT OF JEFFREY FELDMAN IN SUPPORT OF
THE APPLICATION OF EVEREST BROADBAND NETWORKS INC.
FOR DETERMINATION OF EXEMPT TELECOMMUNICATIONS COMPANY
STATUS

State of _____)

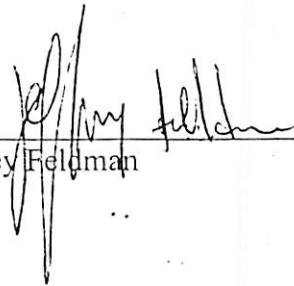
County of _____)

Jeffrey Feldman, being duly sworn, deposes and says:

1. I am the Chief Executive Officer of Everest Broadband Networks Inc. ("Everest" or "Applicant"), and in that capacity I am legally authorized to bind Everest.
2. I have read the foregoing application which was prepared by counsel and know the contents thereof. To the best of my knowledge and belief, I know the facts and representations stated therein to be true and correct.
3. To the best of my knowledge and belief, Everest will be engaged, directly and indirectly, wherever located, through one or more affiliates, as defined in Section 2(a)(11)(B) of the Public Utility Holding Company Act of 1935, and exclusively in the business of providing: (i) telecommunications services; (ii) information services; (iii) other services or products subject to the jurisdiction of the Federal Communications

Commission; or (iv) products or services that are related or incidental to the provision of a product or service described in (i), (ii), and (iii).

4. To the best of my knowledge and belief, the Applicant satisfies part 1, subpart P, of the Federal Communications Commission's regulations, 47 C.F.R. § 1.2001 through 1.2003, regarding implementation of the Anti-Drug Abuse Act of 1988, 21, U.S.C. 862.



Jeffrey Feldman

Sworn to before me this 30th
day of October, 2000



Notary Public

ELIZABETH M. SLIKER
NOTARY PUBLIC OF NEW JERSEY
NO. 2104551
MY COMM. EXP. 9/24/2002

CERTIFICATE OF SERVICE

I, Andrea S. Miano, hereby certify that the foregoing Application for Determination of Exempt Telecommunications Company Status of Everest Broadband Networks Inc. was served this 31st day of October, 2000, via first class mail, upon the Secretaries of the:

Securities and Exchange Commission
450 5th Street, N.W.
Washington, D.C. 20549

Arizona Corporation Commission
1200 West Washington Street
Phoenix, Arizona 85007

California Public Utilities Commission
California State Building
505 Van Ness Avenue
San Francisco, California 94102-3298

Connecticut Department of Public Utility
Control
10 Franklin Square
New Britain, Connecticut 06051

Delaware Public Service Commission
861 Silver Lake Boulevard
Cannon Building, Suite 100
Dover, Delaware 19904

District of Columbia Public Service
Commission
717 14th Street N.W.
Washington, D.C. 20005

Florida Public Service Commission
2540 Shumard Oak Boulevard
Gerald Gunter Building
Tallahassee, Florida 32399-0850

Georgia Public Service Commission
47 Trinity Avenue
Atlanta, Georgia 30334

Illinois Commerce Commission
State of Illinois Building
160 North LaSalle Street, Suite C-800
Chicago, Illinois 60601

Maryland Public Service Commission
6 St. Paul Street, 16th Floor
Baltimore, Maryland 21202-6806

Massachusetts Department of
Telecommunications and Energy
One South Station
Boston, Massachusetts 02110

New Jersey Board of Public Utilities
Two Gateway Center
Newark, NJ 07102

New York Public Service Commission
Three Empire State Plaza
Albany, New York 12223-1350

Oregon Public Utility Commission
550 Capitol Street, N.E.
Salem, Oregon 97310-1380

Pennsylvania Public Utility Commission
Post Office Box 3265
Harrisburg, Pennsylvania 17105-3265

Texas Public Utility Commission
1701 North Congress Avenue
Austin, Texas 78701

Washington Utilities and Transportation
Commission
Chandler Plaza Building
Post Office Box 47250
Olympia, Washington 98504-7250

Tennessee Regulatory Authority
460 James Robertson Parkway
Nashville, Tennessee 37243-0505

Virginia State Corporation Commission
Tyler Building
Post Office Box 1197
Richmond, Virginia 23218

Canadian Radio-Television and
Telecommunications Commission
Ottawa, Ontario
Canada K1A 0N2



Andrea S. Miano