

Technologies Management, Inc.

February 7, 1991

Mr. Steve Tribble, Director
Division of Records and Reporting
Florida Public Service Commission
101 East Gaines Street
Tallahassee, Florida 32301

910125-TI

RE: Application of U.S. Osiris Corporation for Authority to
Provide Interexchange Telecommunications Service in
Florida

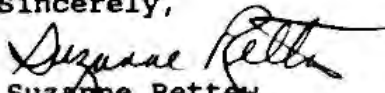
Dear Mr. Tribble:

Enclosed for filing are the original and 12 copies of the
application of U.S. Osiris Corporation for authority to provide
interexchange telecommunications service within the state of
Florida.

Questions pertaining to this application or tariff may be
directed to my attention at (407) 740-8575. Please acknowledge
receipt of this filing by returning a date-stamped copy of this
transmittal letter in the self-addressed, stamped, envelope
provided for that purpose.

Thank you for your assistance.

Sincerely,


Suzanne Rettew
Consultant to
U.S. Osiris Corporation

cc: w/encl.
Andrew Tarasuk, U.S. Osiris
To File: U.S. Osiris - FL Appl.

RECEIVED & FILED


FPSC-BUREAU OF RECORDS

FLORIDA PUBLIC SERVICE COMMISSION

Application Form

for

Authority to Provide Interexchange Telecommunications Service
Between Points Within the State of Florida

To: Florida Public Service Commission
Division of Records and Reporting
101 East Gaines Street
Tallahassee, Florida 32399-0870

1. This is an application for:

- Original Authority (new company)
- Approval of transfer (to another certificated company)
- Approval of assignment of existing certificate (to a noncertificated company)

2. The legal name of the applicant.

U.S. Osiris Corporation

3. Name under which the applicant will do business: Provide proof of compliance with the fictitious name statute (Chapter 865.09 FS), if applicable.

U.S. Osiris Corporation

4. Florida address (including street name & number, post office box, city, state and zip code).

c/o Prentice-Hall Corporation System, Inc.
110 North Magnolia
Tallahassee, Florida 32301

5. National address (including street name & number, post office box, city, state and zip code).

U.S. Osiris Corporation
108 S. Akard Street
Suite 2200
Dallas, Texas 75202

6. Structure of organization:

- Individual
- Corporation
- Foreign Corporation
- Foreign Partnership
- General Partnership
- Limited Partnership
- Other: _____

7. If applicant is an individual or partnership, please give name, title and address of sole proprietor or partners. Provide proof of compliance with the foreign partnership statute (Chapter 620.169 FS), if applicable.

Not applicable, U.S. Osiris is a Corporation.

8. If incorporated, give names, titles and addresses of the directors, chief officers and ten (10) largest stockholders.

DIRECTORS, OFFICERS AND STOCKHOLDERS

DIRECTORS

Bill Brice, Chairman
2100 Olympia and York Tower
1999 Bryan Street
Dallas, TX 75201

James K. Devlin, Director
108 S. Akard Street
Suite 2200
Dallas, TX 75202

Carol Young, Treasurer
313 East Fuller
Eules, TX 76039

William G. Milne, Director
15110 N. Dallas Parkway
Suite 215
Dallas, TX 75248

George Lebus, Director
3816 Potomac
Fort Worth, TX 76107

Lawrence Kern, Director
1331 N. Plano Road
Richardson, TX 75081

OFFICERS

James K. Devlin, CEO
108 S. Akard Street
Suite 2200
Dallas, TX 75202

George Lebus, President
3816 Potomac
Forth Worth, TX 76107

Denise Cromartie, Vice President
2908 Corby Drive
Plano, TX 75025
Suite 2200

Carol Young, Controller
313 East Fuller
Eules, TX 76039

OFFICERS, cont.

James E. Devlin, Secretary
108 S. Akard Street, Suite 2200
Dallas, Texas 75202

SHAREHOLDER

National Telemanagement Corp.
108 S. Akard Street, Suite 2400
Dallas, TX 75202

9. If incorporated, please give:

- (a) Proof from the Florida Secretary of State that the applicant has authority to operate in Florida.

Provided in Attachment I

- (b) Name and address of the company's Florida registered agent.

Registered Agent:
Prentice-Hall Corporation System, Inc.
110 North Magnolia Street
Tallahassee, FL 32301

10. Information as to whether any of the officers or directors have been adjudged bankrupt, mentally incompetent, or found guilty of any felony or of any crime, or whether such actions may result from pending proceedings. If so, please explain.

No officer or director has been adjudged bankrupt, mentally incompetent, or found guilty of any felony or of any crime. No such actions are pending.

11. Indicate if any of the officers, directors, partners or stockholders have previously been and/or currently are an officer, director, partner or stockholder in any other certificated telephone company.

- (a) If yes, give name of company and relationship.
As indicated below.

- b) If no longer associated with the company, give reason why not. As indicated below.

James K. Devlin is presently CEO and a director of U.S. Osiris; he is also CEO and Chairman and stockholder of U.S. Operators, Inc.

George F. Lebus is presently President and a Director of U.S. Osiris; he was President and a Director of U.S. Operators, Inc., but resigned to assume present position.

William G. Milne was Secretary of U.S. Operators, Inc., but resigned that position and has become a Director of U.S. Osiris Corporation.

William Brice is presently Chairman of U.S. Osiris; he is also a stockholder of U.S. Operators, Inc.

Carol Young was Controller of U.S. Operators, Inc., but resigned that position to become Treasurer and Controller of U.S. Osiris.

Lawrence Kern is presently a Director of U.S. Osiris and U.S. Operators, Inc.

National Telemanagement Corp. is presently a stockholder in U.S. Operators and U.S. Osiris.

12. List the states in which the applicant:

(a) Has operated as an interexchange carrier.

None.

(b) Has applications pending to be certificated as an interexchange carrier.

U.S. Osiris Corporation has a certificate application pending in each of the following states: Texas, New Jersey, California, and New York.

(c) Is certificated to operate as an interexchange carrier.

None.

(d) Has been denied authority to operate as an interexchange carrier and the circumstances involved.

None.

(e) Has had regulatory penalties imposed for violations of telecommunications statutes and the circumstances involved.

None.

- (f) Has been involved in civil court proceedings with an interexchange carrier, local exchange carrier or other telecommunications entity, and the circumstances involved.

None.

13. Who will serve as liaison with the Commission in regard to (please give name, title, address and telephone number):

(a) The application:

George F. Lebus, President
U.S. Osiris Corporation
108 S. Akard Street
Suite 2200
Dallas, TX 75202
(214) 741-5009

(b) Official Point of Contact for the ongoing operations of the company:

George F. Lebus, President
U.S. Osiris Corporation
108 S. Akard Street
Suite 2200
Dallas, TX 75202
(214) 741-5009

(c) Tariff:

George F. Lebus, President
U.S. Osiris Corporation
108 S. Akard Street
Suite 2200
Dallas, TX 75202
(214) 741-5009

(d) Complaints/Inquiries from customers:

Denise Cromartie or Andrew Tarasuk
U.S. Osiris Corporation
108 S. Akard Street
Suite 2200
Dallas, Texas 75202
(214) 741-5009

14. The applicant will provide the following interexchange carrier services (Check all that apply):

- NTS with distance sensitive per minute rates
 - Method of access is FGA
 - Method of access is FGB
 - Method of access is FGD
 - Method of access is 800

- NTS with route specific rates per minute
 - Method of access is FGA
 - Method of access is FGB
 - Method of access is FGD
 - Method of access is 800

- NTS with statewide flat rates per minute (i.e. not distance sensitive)
 - Method of access is FGA
 - Method of access is FGB
 - Method of access is FGD
 - Method of access is 800

- NTS for pay telephone service providers.

- Block of time calling plan (Reach Out Florida, Ring America, etc.)

- 800 Service (toll free)

- WATS type service (Bulk or volume discount)
 - Method of access is via dedicated facilities
 - Method of access is via switched facilities

- Private line services (Channel services for ex. 1.544 mbps, DS3, etc.)

- Travel service
 - Method of access is 950
 - Method of access is 800

- 900 service

- Operator Services
 - Available to presubscribed customers
 - Available to non presubscribed customers (for example, to patrons of hotels, students in universities, patients in hospitals)
 - Available to inmates

14. The applicant will provide the following interexchange carrier services (Check all that apply): (continued)

Services included are:

- Station assistance
- Person to person assistance
- Directory assistance
- Operator verify and interrupt
- Conference calling
- Other

15. What does the end user dial for each of the interexchange carrier services that were checked in question 14?

The current business plan call for the following access methods:

All services offered are accessed via 800 service or switched access WATS type services. This access is accomplished through the use of autodialers or PBX/Smart payphone programming. This allows the user to simply dial "0 + called number."

Other dial access methods may be used at a future date as business opportunities and economic considerations change.

16. What services will the applicant offer to other certificated telephone companies:

- Facilities
- Operators
- Billing and Collection
- Sales
- Maintenance
- Other: None contemplated at this time.

17. Will your marketing program:

- Pay commissions?
- Offer sales franchises?
- Offer multi-level sales incentives?
- Offer other sales incentives?

18. Explain any of the offers checked above (to whom, what amount, type of franchise, etc.).

Sales commissions are paid to internal sales personnel and agents of the company based on the level of sales obtained. In addition, premises owners such as hotels may be paid a commission based on the total interLATA operator call revenues generated by that property.

Other sales incentives such as awards and prizes may be used as motivational tools for internal sales personnel.

19. Who will receive the bills for your service (check all that apply)?

- Residential customers
- Business customers
- PATS providers
- PATS station end-users
- Hotels & motels
- Hotel & motel guests
- Universities
- University dormitory residents.
- Other: (specify) Any entity who orders service from the applicant.

U.S. Osiris anticipates that the majority of its users will be hotel and motel guests.

20. Provide the name and address of the firm who will bill for your service.

Operator assisted calls handled by U.S. Osiris are billed by: OAN
7755 Haskell Avenue
Van Nuys, California 91406

21. Will the name of your company appear on the bill for your services, and if not, why?

Yes.

22. Who will the billed party contact to ask questions about the bill (provide name and phone number) and how is this information provided?

Billed parties may contact U.S. Osiris' Customer Service Department to ask questions. OAN will provide the company telephone number on each bill for inquiries.

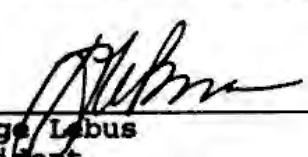
U.S. Osiris' customer service department telephone number is: (800) 728-7130.

23. Please submit the proposed tariff under which the company plans to begin operations. Use the format required by Commission Rule 25-24.485 (example enclosed).

See Attachment II.

APPLICANT ACKNOWLEDGMENT STATEMENT

1. **REGULATORY ASSESSMENT FEE:** I understand that all telephone companies must pay a regulatory assessment fee in the amount of one-eighth of one percent of its gross operating revenue derived from intrastate business. Regardless of the gross operating revenue of a company, a minimum annual assessment fee of \$25 is required.
2. **GROSS RECEIPTS TAX:** I understand that all telephone companies must pay a gross receipts tax of two percent on all intra and interstate business.
3. **SALES TAX:** I understand that a six percent sales tax must be paid on intra and interstate revenues.
4. **LEC BYPASS RESTRICTIONS:** I acknowledge that Commission's policy that interexchange carriers shall not construct facilities to bypass the LECs without first demonstrating to the Commission that the LEC cannot offer the needed facilities at a competitive price and in a timely manner.
5. **RECEIPT AND UNDERSTANDING OF RULES:** I acknowledge receipt and understanding of the Florida Public Service Commission's Rules and Orders relating to my provision of interexchange telephone service in Florida. I also understand that it is my responsibility to comply with all current and future Commission requirements regarding interexchange telephone service.
6. **ACCURACY OF APPLICATION:** By my signature below, I attest to the accuracy of the information contained in this application and associated attachments.



George Lebus
President

2/5/91

Date

Attachments

- A - Certificate of transfer statement
- B - Customer deposits and advance payments
- C - Intrastate network
- D - Florida telephone exchanges and EAS routes
- E - Glossary

APPENDIX A

CERTIFICATE TRANSFER STATEMENT

I, _____, current holder
of certificate number _____, have reviewed this
application and join in the petitioner's request.

Not Applicable.

Signature of owner or chief
officer of the certificate
holder.

Title

Date

APPENDIX B

CUSTOMER DEPOSITS AND ADVANCE PAYMENTS

A statement of how the Commission can be assured of the security of the customer's deposits and advance payments may be responded to in one of the following ways (applicant please check one):

- (X) The applicant will not collect deposits nor will it collect payments for service more than one month in advance.
- () The applicant will file with the Commission and maintain a surety bond in an amount equal to the current balance of deposits and advance payments in excess of one month. (Bond must accompany application.)



George Lebus
President

2/5/91

Date

4. **ORIGINATING SERVICE:** Please provide the list of exchanges where you are proposing to provide originating service within thirty (30) days after the effective date of the certificate. (Appendix D)

5. **TRAFFIC RESTRICTIONS:** Please explain how the applicant will comply with the EAEA requirements contained in Commission Rule 25-24.471 (4)(a) (copy enclosed).

As long as the restriction exists, the applicant intends to either route 1+ intraEAEA traffic to the local exchange company (i.e. through PBX or autodialer screening methods) or terminate such traffic over local exchange company facilities or report and pay compensation on intraEAEA minutes. All 0- traffic will be routed to the LEC for handling. All 0+ intraLATA traffic will be routed directly to the LEC.

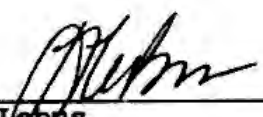
6. **CURRENT FLORIDA INTRASTATE SERVICES:** Applicant has () or has not (X) previously provided intrastate telecommunications in Florida. If the answer is has, fully describe the following:

(a) What services have been provided and when did these service begin?

n/a

(b) If the services are not currently offered, when were they discontinued?

n/a



George Iebus
President

2/5/91

Date

APPENDIX D

FLORIDA TELEPHONE EXCHANGES AND EAS ROUTES

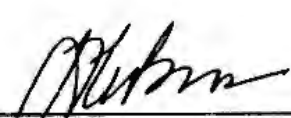
Describe the service area in which you hold yourself out to provide service by telephone company exchange. If all services listed in your tariff are not offered at all locations, so indicate.

In an effort to assist you, attached is a list of major exchanges in Florida showing the small exchanges with which each has extended area service (EAS).

Service is proposed to be initially offered from the following exchanges:

Pensacola	Panama City	Tallahassee
Jacksonville	Gainesville	Ocala
Daytona Beach	Tampa	Clearwater
St. Petersburg	Lakeland	Orlando
Winter Park	Titusville	Cocoa
Melbourne	Sarasota	Ft. Myers
Naples	West Palm Beach	Pompano Beach
Ft. Lauderdale	Hollywood	North Dade
Miami		

All services described in the tariff will be offered from all locations.



George Lebus
President

2/5/91

Date

ATTACHMENT I

AUTHORITY TO OPERATE IN FLORIDA



The State of Texas

Secretary of State
MAR. 29, 1990

WILLIAM G. MILNE
15110 N. DALLAS PARKWAY STE. 215
DALLAS, TX 75248

RE:
OSIRIS COMMUNICATIONS, INC.
CHAPTER NUMBER 01148236-00

IT HAS BEEN OUR PLEASURE TO APPROVE AND PLACE ON RECORD THE ARTICLES OF INCORPORATION THAT CREATED YOUR CORPORATION. WE EXTEND OUR BEST WISHES FOR SUCCESS IN YOUR NEW VENTURE.

AS A CORPORATION, YOU ARE SUBJECT TO STATE TAX LAWS. SOME NON-PROFIT CORPORATIONS ARE EXEMPT FROM THE PAYMENT OF FRANCHISE TAXES AND MAY ALSO BE EXEMPT FROM THE PAYMENT OF SALES AND USE TAX ON THE PURCHASE OF TAXABLE ITEMS. IF YOU FEEL THAT UNDER THE LAW YOUR CORPORATION IS ENTITLED TO BE EXEMPT YOU MUST APPLY TO THE COMPTROLLER OF PUBLIC ACCOUNTS FOR THE EXEMPTION. THE SECRETARY OF STATE CANNOT MAKE SUCH DETERMINATION FOR YOUR CORPORATION.

IF WE CAN BE OF FURTHER SERVICE AT ANY TIME, PLEASE LET US KNOW.



VERY TRULY YOURS,

A handwritten signature in cursive script, reading "George S. Boyer Jr.", written over a horizontal line.
Secretary of State



The State of Texas
Secretary of State

CERTIFICATE OF INCORPORATION
OF

OSIRIS COMMUNICATIONS, INC.
CHARTER NUMBER 01148236

THE UNDERSIGNED, AS SECRETARY OF STATE OF THE STATE OF TEXAS, HEREBY CERTIFIES THAT ARTICLES OF INCORPORATION FOR THE ABOVE CORPORATION, DULY SIGNED HAVE BEEN RECEIVED IN THIS OFFICE AND ARE FOUND TO CONFORM TO LAW.

ACCORDINGLY THE UNDERSIGNED, AS SUCH SECRETARY OF STATE, AND BY VIRTUE OF THE AUTHORITY VESTED IN THE SECRETARY BY LAW, HEREBY ISSUES THIS CERTIFICATE OF INCORPORATION AND ATTACHES HERETO A COPY OF THE ARTICLES OF INCORPORATION.

ISSUANCE OF THIS CERTIFICATE OF INCORPORATION DOES NOT AUTHORIZE THE USE OF A CORPORATE NAME IN THIS STATE IN VIOLATION OF THE RIGHTS OF ANOTHER UNDER THE FEDERAL TRADEMARK ACT OF 1946, THE TEXAS TRADEMARK LAW, THE ASSUMED BUSINESS OR PROFESSIONAL NAME ACT OR THE COMMON LAW.

CATED MAR. 29, 1990



Joseph S. Bayard Jr.
Secretary of State

ARTICLES OF INCORPORATION
OF

FILED
In the Office of the
Secretary of State of Texas

MAR 29 1990

OSIRIS COMMUNICATIONS, INC.

I, the undersigned natural person of the age of eighteen years or more, acting as incorporator of a corporation under the Texas Business Corporation Act, do hereby adopt the following Articles of Incorporation for such corporation:

Corporations Section

ARTICLE I

The name of the corporation is OSIRIS COMMUNICATIONS, INC.

ARTICLE II

The period of its duration is perpetual.

ARTICLE III

The purpose for which this corporation is organized is to engage in any act, activity and/or business for which corporations may be organized under the Texas Business Corporation Act; provided, however, that this corporation shall not transact any business in this state which is prohibited by Article 2.01-B of the Texas Business Corporation Act, as amended.

ARTICLE IV

The total number of shares of all classes of stock which the corporation shall be authorized to issue is 120,000,000 shares, divided into the following: (i) 100,000,000 shares of voting common stock, of the par value of \$0.001 per share; (ii) 20,000,000 shares of Preferred Stock, of the par value of \$0.01 per share. The corporation may purchase, directly or indirectly, its own shares to the extent of the aggregate and unrestricted capital surplus available therefore and unrestricted reduction surplus available therefore.

A description of the respective classes of stock and a statement of designations, preferences, limitations and relative rights of such classes of stock and the limitations on or denial of the voting rights of the shares of such classes of stock are as follows:

A. Preferred Stock

1. Issuance of Preferred Shares in Series.

The preferred shares authorized by these Articles of Incorporation shall be issued from time to time in series. The relative rights and preferences of preferred shares may vary between series in any and all respects.

2. Authority of Board of Directors to Fix Terms of Series.

All preferred shares of each series shall be of equal rank and identical, except in the particulars that may be fixed by the Board of Directors as provided in this Paragraph. Each share of each series shall be identical in all respects with the other shares of such series, except as to the date from which dividends thereon shall be cumulative. The Board of Directors is hereby authorized and required to fix, in the manner and to the full extent provided and permitted by law, all provisions of the shares of each series not otherwise set forth in these Articles and, insofar as such provisions shall not be inconsistent with the provisions of this Article IV, applicable to all series of the preferred shares, or applicable to the first series of preferred shares, including, but not limited to:

(a) Designation of Series--Number of Shares.

The distinctive designation of all series and the number of shares which shall constitute such series, which number may be increased (except where otherwise provided by the Board of Directors in its resolution creating such series) or decreased (but not below the number of shares thereof then outstanding) from time to time by resolution of the Board of Directors;

(b) Dividend Rates and Rights.

The annual rate of dividends payable on the shares of all series, the date from which dividends shall be cumulative on all shares of any series issued prior to the record date for the first dividend on shares of such series, and the dividend rights applicable to the shares of all series and the dates, terms and other conditions on which such dividends shall be payable.

(c) Redemption Price.

The redemption price or prices, if any, for the shares of each, any, or all series.

(d) Sinking Fund.

The obligation, if any, of the corporation to maintain a sinking fund for the periodic redemption of shares of any series and to apply the sinking fund to the redemption of such shares.

(e) Voluntary of Involuntary Liquidation Preferences.

The amount payable on shares of each series in the event of any voluntary or involuntary liquidation, dissolution, or winding up of the affairs of the corporation.

(f) Conversion Rights.

The rights, if any, of the holders of shares of each series to convert such shares into common shares and the terms and conditions of such conversion.

(g) Voting Rights.

Any voting rights in respect of matters other than those for which voting rights are specifically provided herein, and any other preferences, and relative, participating, optional, or other special rights, and qualifications, limitations, or restrictions thereof.

(h) Other Rights.

Such other special rights and protective provisions as the Board of Directors may deem advisable.

B. Common Stock

1. Dividends.

Subject to all the rights of the Preferred Stock and the conditions set forth in Part A of this Article IV, the holders of the Common Stock shall be entitled to receive, when, as and if declared by the Board of Directors, out of funds legally available therefor, dividends payable in cash, stock or otherwise.

3. Voting Rights.

Each holder of Common Stock shall be entitled to one vote for each share held.

ARTICLE V

The corporation will not commence business until it has received for the issuance of shares consideration of the value of at least One Thousand and No/100 Dollars (\$1,000.00), consisting of money, labor done or property actually received.

ARTICLE VI

No shareholder of this corporation shall have, by reason of his holding shares of any class of stock of this corporation, any preemptive or preferential right to purchase or subscribe for any shares (including treasury shares) of any class of stock of this corporation, now or hereafter to be authorized, or any notes, debentures, bonds or other security convertible into or carrying options, warrants or rights to purchase shares of any class, now or hereafter to be authorized, whether or not the issuance of any shares or such notes, debentures, bonds or other security would adversely affect the dividend or voting rights of any such shareholder, other than such rights, if any, as the Board of Directors, at its discretion, from time to time, may grant, and at such price as the Board of Directors, at its discretion, may fix; and the Board of Directors may issue shares of any class of stock of this corporation or any notes, debentures, bonds or other securities convertible into or carrying options, warrants or right to purchase shares of any class without offering any such shares of any class or such notes, debentures, bonds or other security either in whole or in part to the existing shareholders of any class.

ARTICLE VII

All of the corporation's directors and officers and all persons who may have served at this corporation's request as a director or officer of another corporation in which this corporation owns shares of capital stock or of which this corporation is a creditor, shall be indemnified against expenses actually and necessarily incurred by them in connection with the defense of any action, suit or proceeding in which they, or any of them are made parties, or a party, by reason of being directors or officers or a director or officer of this corporation, or of such other corporation. The foregoing right to indemnification shall include reimbursement of the amounts and expenses paid or incurred in settlement of any such action, suit or proceeding if settlement thereof or a plea of nolo

contenders (or other plea of substantially the same import and effect) in the opinion of counsel for this corporation appears to be in the interest of this corporation. Such indemnification shall not be deemed exclusive of any other rights to which those indemnified may be entitled by law or under any bylaws, agreement, vote of shareholders or otherwise.

ARTICLE VIII

No director of the corporation shall be liable to the corporation or its shareholders for monetary damages for any act or omission in the director's capacity as a director, except to the extent the director is found liable for:

1. A breach of the director's duty of loyalty to the corporation and its shareholders;
2. An act or omission not in good faith that constitutes a breach of duty of the director to the corporation or an act or omission that involves intentional misconduct or a knowing violation of law;
3. A transaction from which the director received an improper benefit, whether or not the benefit resulted from an action taken within the scope of the director's office; or
4. An act or omission for which the liability of the director is expressly provided by an applicable statute.

ARTICLE IX

The right to cumulate votes in the election of directors and/or cumulative voting by any shareholder is hereby expressly denied.

ARTICLE X

The street address of the corporation's initial registered office is 15110 N. Dallas Parkway, Suite 215, Dallas, Texas 75202, and the name of its initial registered agent at such address is William G. Milne.

ARTICLE XI

The number of directors constituting the initial Board of Directors is one (1), and the name and address of the person who will serve as director until the first annual meeting of the shareholders, or until their successors are elected and qualified are:

NAME

ADDRESS

James K. Devlin

108 S. Akard, Suite 2400
Dallas, Texas 75202

ARTICLE XII

The name and address of the incorporator is:

NAME

ADDRESS

William G. Milne

15110 N. Dallas Parkway
Suite 215
Dallas, Texas 75202

ARTICLE XIII

The Board of Directors is hereby expressly authorized to adopt, alter, and amend the bylaws of the corporation.

IN WITNESS WHEREOF, I have hereunto set my hand this 18th
day of March, 1946.

W. G. Milne
William G. Milne

STATE OF TEXAS)

COUNTY OF DALLAS)

I, the undersigned Notary Public, do hereby certify that on this 18th day of March, 1946, personally appeared before me William G. Milne, who being by me first duly sworn, declared that he signed the foregoing document as incorporator and that the statements therein contained are true.



Jodie L. Hager
Notary Public, State of Texas



The State of Texas

SECRETARY OF STATE

**CERTIFICATE OF AMENDMENT
OF
OSIRIS COMMUNICATIONS CORPORATION
FORMERLY
OSIRIS COMMUNICATIONS, INC.**

The undersigned, as Secretary of State of the State of Texas, hereby certifies that the attached Articles of Amendment, duly signed, have been received in this Office and are found to conform to law.

ACCORDINGLY the undersigned, as such Secretary of State, and by virtue of the authority vested in the Secretary by law, issues this Certificate and attaches hereto a copy.

Dated MAY 3 , 19 90 .



Gery S Bayouche Jr.
Secretary of State

MAY 03 1990

Corporations Section

**ARTICLES OF AMENDMENT
OSIRIS COMMUNICATIONS, INC.**

Pursuant to the provisions of Article 4.04 of the Texas Business Corporation Act, the undersigned corporation adopts the following Articles of Amendment to its Articles of Incorporation.

ARTICLE ONE

The name of the corporation is Osiris Communications, Inc.

ARTICLE TWO

Article I of the Articles of Incorporation is amended to read in its entirety as follows:

ARTICLE I

The name of the corporation is Osiris Communications Corporation.

ARTICLE THREE

The number of shares outstanding were 1,000,000. The number of shares entitled to vote on the amendments were 1,000,000. No shares were entitled to vote as a class.

ARTICLE FOUR

The number of shares voting for the Amendment was 1,000,000 and the number of shares voting against the Amendment was 0 (zero).

Dated this 1st day of May, 1990

OSIRIS COMMUNICATIONS, INC.

By: 
James K. Devlin

Its: Chief Executive Officer and
President

artamend/osiris

**ACTION BY UNANIMOUS WRITTEN CONSENT OF
SHAREHOLDERS OF
OSIRIS COMMUNICATIONS, INC.**

Pursuant to the provisions of Article 9.10(A) of the Texas Business Corporation Act, as amended, and the Bylaws of the Corporation, the undersigned, being the sole shareholder of Osiris Communications, Inc., hereby consents to take the following actions and adopt the following resolutions with the same force and effect as if said resolutions were duly adopted by a unanimous vote of the shareholders of this Corporation at a meeting thereof duly and regularly called for said purposes.

NOW, BE IT RESOLVED, that the shareholders vote to Amend Article I of the Articles of Incorporation so that the name of the Corporation is Osiris Communications Corporation.

Date: 5/1/90

NATIONAL TELEMAGEMENT CORPORATION

By: [Signature]

Its: C.E.O.

consnamechg/osiris

**ACTION BY UNANIMOUS WRITTEN CONSENT OF
THE BOARD OF DIRECTORS OF
OSIRIS COMMUNICATIONS, INC.**

Pursuant to the provisions of Article 9.10(B) of the Texas Business Corporation Act, as amended, and the Bylaws of the Corporation, the undersigned, being the sole member of the Board of Directors of Osiris Communications, Inc., hereby consents to take the following actions and adopt the following resolutions with the same force and effect as if said resolutions were duly adopted by a unanimous vote of the Board of Directors of this Corporation at a meeting thereof duly and regularly called for said purposes.

BE IT RESOLVED, that the Board of Directors suggest that the shareholders vote to Amend Article I of the Articles of Incorporation so that the name of the Corporation is Osiris Communications Corporation; and

BE IT FURTHER RESOLVED, that if such proposal be approved by a two-third (2/3) majority of the shares outstanding and entitled to vote thereon, that the officers be authorized and directed to file Articles of Amendment with the Secretary of the State of Texas and pay all necessary filing fees.

Date: 5/1/90


James K. Devlin

Its: Sole Director

bdunanamechq/osiris



The State of Texas

Secretary of State

JUNE 14, 1990

**MR. G. MILNE/ATTY
15110 N DALLAS PARKWAY STE 215
DALLAS TX 75248**

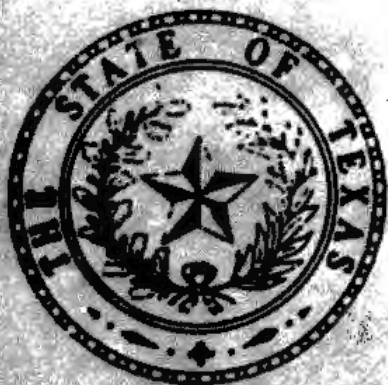
**RE:
U. S. OSIRIS CORPORATION
CHARTER NUMBER 01140236-00**

IT HAS BEEN OUR PLEASURE TO APPROVE AND PLACE ON RECORD YOUR ARTICLES OF AMENDMENT. THE APPROPRIATE EVIDENCE IS ATTACHED FOR YOUR FILES, AND THE ORIGINAL HAS BEEN FILED IN THIS OFFICE.

PAYMENT OF THE FILING FEE IS ACKNOWLEDGED BY THIS LETTER.

IF WE CAN BE OF FURTHER SERVICE AT ANY TIME, PLEASE LET US KNOW.

VERY TRULY YOURS,



George S. Bayard Jr.
Secretary of State



The State of Texas
Secretary of State

CERTIFICATE OF AMENDMENT

FOR

U. S. OSIRIS CORPORATION

FORMERLY

OSIRIS COMMUNICATIONS CORPORATION
CHARTER NUMBER 01148236

THE UNDERSIGNED, AS SECRETARY OF STATE OF THE STATE OF TEXAS, HEREBY CERTIFIES THAT ARTICLES OF AMENDMENT HAVE BEEN RECEIVED IN THIS OFFICE AND ARE FOUND TO CONFORM TO LAW.

ACCORDINGLY THE UNDERSIGNED, AS SUCH SECRETARY OF STATE, AND BY VIRTUE OF THE AUTHORITY VESTED IN THE SECRETARY BY LAW, ISSUES THIS CERTIFICATE AND ATTACHES HERETO A COPY OF THE ARTICLES OF AMENDMENT.

DATED JUNE 13, 1990



George S. Boyd Jr.
Secretary of State

FILED
In the Office of the
Secretary of State of Texas

JUN 13 1990

Corporations Section

ARTICLES OF AMENDMENT
OSIRIS COMMUNICATIONS CORPORATION

Pursuant to the provisions of Article 4.04 of the Texas Business Corporation Act, the undersigned corporation adopts the following Articles of Amendment to its Articles of Incorporation.

ARTICLE ONE

The name of the corporation is Osiris Communications Corporation.

ARTICLE TWO

Article I of the Articles of Incorporation is amended to read in its entirety as follows:

ARTICLE I

The name of the corporation is U. S. Osiris Corporation.

ARTICLE THREE

The number of shares outstanding were 1,000,000. The number of shares entitled to vote on the amendments were 1,000,000. No shares were entitled to vote as a class.

ARTICLE FOUR

The number of shares voting for the Amendment was 1,000,000 and the number of shares voting against the Amendment was 0 (zero).

Dated this 8th day of June, 1990.

OSIRIS COMMUNICATIONS CORPORATION

By 

James R. Devlin

Its: Chief Executive Officer and
President

artamend/osiris

AUTHORITY TO OPERATE IN FLORIDA

U.S. Osiris Corporation has filed an application for authority to do business in Florida as a foreign corporation. That application was approved on December 31, 1990. A copy of that application is attached. A copy of the final documentation will be forwarded to this Commission under separate cover upon receipt.

**APPLICATION BY FOREIGN CORPORATION FOR
AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA**

IN COMPLIANCE WITH SECTION 607.1503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO REGISTER A FOREIGN CORPORATION TO TRANSACT BUSINESS IN THE STATE OF FLORIDA:

1. US Girls Corporation
(Name of corporation; the word "INCORPORATED," "COMPANY," or "CORPORATION" or words or abbreviations of like import in language, as will clearly indicate that it is a corporation instead of a natural person or partnership if not so contained in the name at present.)

2. Texas
(State or country under the law of which it is incorporated)

3. June 19, 1990 4. Perpetual
(Date of incorporation) (Duration)

5. 75-2322-872
(Federal Employer Identification number, if applicable)

6. N/A
(Date first transacted business in Florida. See sections 607.1501, 607.1502, and 817.155, F.S.)

7. 108 South Akard Street, Suite 2200, Dallas, Texas 75202
(Current mailing address)

8. Provide Telecommunication Services
(Brief description of the nature of the business in which it is engaged in the state of Florida)

9. **Name and addresses of officers and or directors:**

A. Directors:

Chairman: Bill Brice
Address: 2100 Olympia and York Tower, 1999 Bryan Street
Dallas, Texas 75201

Vice Chairman: _____
Address: _____

Director: James K. Devlin
Address: 108 South Akard Street, Suite 2400
Dallas, Texas 75202

Director: William G. Milne
Address: 15110 N. Dallas Pkwy., Suite 215
Dallas, TX 75248

FILED
1990 DEC 31 PM 4:36
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ATTACHMENT II

PROPOSED TARIFF

TITLE PAGE

**FLORIDA TELECOMMUNICATIONS TARIFF
OF
U.S. OSIRIS CORPORATION**

This tariff contains the descriptions, regulations, and rates applicable to the furnishing of service and facilities for telecommunications services provided by U.S. Osiris Corporation ("Osiris") within the state of Florida.

Issued: February 7, 1991

Effective:

**by: George Lebus, President
U.S. Osiris Corporation
108 S. Akard Street, Suite 2200
Dallas, Texas 75202**

CHECK SHEET

Sheets 1 through 20, inclusive, of this tariff are effective as of the date shown at the bottom of the respective sheet(s). Original and revised sheets as named below comprise all changes from the original tariff and are currently in effect as of the date on the bottom of this page.

SHEET	REVISION
1	Original
2	Original
3	Original
4	Original
5	Original
6	Original
7	Original
8	Original
9	Original
10	Original
11	Original
12	Original
13	Original
14	Original
15	Original
16	Original
17	Original
18	Original
19	Original
20	Original

Issued: February 7, 1991

Effective:

by: George Lebus, President
U.S. Osiris Corporation
108 S. Akard Street, Suite 2200
Dallas, Texas 75202

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Title Page.....1
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Section 1 - Technical Terms and Abbreviations.....6
Section 2 - Rules and Regulations.....9
Section 3 - Description of Service.....15
Section 4 - Rates.....18

Issued: February 7, 1991

Effective:

**by: George Lebus, President
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Dallas, Texas 75202**

SYMBOLS

The following are the only symbols used for the purposes indicated below:

- C** - To signify changed regulation
- D** - Delete or discontinue.
- I** - Change Resulting in an increase to a customer's bill.
- M** - Moved from another tariff location.
- N** - New
- R** - Change resulting in a reduction to a customer's bill.
- T** - Change in text or regulation.

Issued: February 7, 1991

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TARIFF FORMAT

A. Sheet Numbering - Sheet numbers appear in the upper right corner of the page. Sheets are numbered sequentially. However, new sheets are occasionally added to the tariff. When a new sheet is added between sheets already in effect, a decimal is added. For example, a new sheet added between sheets 14 and 15 would be 14.1.

B. Sheet Revision Numbers - Revision numbers also appear in the upper right corner of each page. These numbers are used to determine the most current sheet version on file with the FPSC. For example, the 4th revised Sheet 14 cancels the 3rd revised Sheet 14. Because of various suspension periods, deferrals, etc. the FPSC follows in its tariff approval process, the most current sheet number on file with the Commission is not always the tariff page in effect. Consult the Check Sheet for the sheet currently in effect.

C. Paragraph Numbering Sequence - There are nine levels of paragraph coding. Each level of coding is subservient to its next higher level:

- 2.
- 2.1.
- 2.1.1.
- 2.1.1.A.
- 2.1.1.A.1.
- 2.1.1.A.1.(a).
- 2.1.1.A.1.(a).I.
- 2.1.1.A.1.(a).I.(1).
- 2.1.1.A.1.(a).I.(1).(1).

D. Check Sheets - When a tariff filing is made with the FPSC, an updated Check Sheet accompanies the tariff filing. The Check Sheet lists the sheets contained in the tariff, with a cross reference to the current revision number. When new pages are added, the Check Sheet is changed to reflect the revision. All revisions made in a given filing are designated by an asterisk (*). There will be no other symbols used on this page if these are the only changes made to it (i.e., the format, etc. remain the same, just revised revision levels on some pages.) The tariff user should refer to the latest Check Sheet to find out if a particular sheet is the most current on file with the FPSC.

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SECTION 1 - TECHNICAL TERMS AND ABBREVIATIONS

Access Line - An arrangement which connects the customer's location to a carrier switching center or point of presence.

Calling Card - A billing convenience whereby the End User may bill the charges for a call to an approved telephone company-issued calling card. The terms and conditions of the local telephone company will apply to payment arrangements.

Collect Billing - A billing convenience whereby the originating caller may bill the charges for a call to the called party, provided the called party agrees to accept the charges.

Commercial Credit Card - A billing convenience whereby the End User may bill charges for a call to an authorized national charge card such as VISA or MasterCard.

Company or Carrier - U.S. Osiris Corporation ("Osiris") unless otherwise clearly indicated by the context.

Customer Dialed Calling Card Call - A service whereby the End User dials all of the digits necessary to route and bill the call.

Customer or End User - The person, firm, corporation or other entity which initiates a call on the Company's network, or accepts billing for a call on the Company's network, subject to the terms and conditions of the Company's tariff regulations.

Credit Card - A billing convenience whereby the End User may bill the charges for a call to an authorized national charge card. The terms and conditions of the agreement between the credit card company and its patrons will apply to payment arrangements.

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Effective:

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SECTION 1 - TECHNICAL TERMS AND ABBREVIATIONS, CON'T.

Day - From 8:00 AM up to but not including 5:00 PM local time Monday through Friday.

Evening - From 5:00 PM up to but not including 11:00 PM local time Sunday through Friday.

FPSC - Florida Public Service Commission

Holidays - Holidays observed by the Carrier are: New Year's Day, Independence Day, Labor Day, Thanksgiving Day and Christmas Day.

LEC - Local Exchange Company

Night/Weekend - From 11:00 PM up to but not including 8:00 AM Sunday through Friday, and 8:00 AM Saturday up to but not including 5:00 PM Sunday.

Operator-Station Call - A service whereby the originating End User requests the assistance of a Company operator to place or bill the call. Calls billed Collect or to a telephone company-issued Calling Card or to an authorized Credit Card are Operator-Station calls unless the call is placed on a Person-to-Person basis. Automated Calling Card calls are not Operator-Station calls.

PATS - A Pay Telephone instrument which is owned and operated by a person or company which is not a local exchange telephone company.

Pay Telephone - A telephone instrument equipped with a device that allows a charge to be made for each call.

Person-to-Person Call - A service whereby the originating End User specifies to the Company operator a particular person to be reached, or a particular station, room number, department, or office to be reached through a PBX attendant.

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SECTION 1 - TECHNICAL TERMS AND ABBREVIATIONS, CON'T.

Serving Wire Center - A geographic point from which the vertical and horizontal coordinate is used in calculation of airline mileage for the purposes of rating a call.

Subscriber - The person, firm, partnership, corporation, or other entity who owns, leases, or manages the pay telephone, PBX, or other switch vehicle from which a Customer or End User places a call utilizing the services of the Company. The Subscriber has a pre-existing business arrangement with the Company and may also be a Customer or an End User.

Third Party Billing - A billing convenience by which the charges for a call may be billed to a telephone number that is different from the calling number and the called number.

Issued: February 7, 1991

Effective:

**by: George Lebus, President
U.S. Osiris Corporation
108 S. Akard Street, Suite 2200
Dallas, Texas 75202**

SECTION 2 - RULES AND REGULATIONS

2.1 Undertaking of U.S. Osiris Corporation

U.S. Osiris Corporation's services and facilities are furnished for communications originating at specified points within the state of Florida under terms of this tariff.

Osiris installs, operates, and maintains the communications services provided hereinunder in accordance with the terms and conditions set forth under this tariff. Osiris may act as the Subscriber's agent for ordering access connection facilities provided by other carriers or entities, when authorized by the Subscriber, to allow connection of a Subscriber's location to the Osiris network. The Subscriber shall be responsible for all charges due for such service arrangement.

The Company's services and facilities are provided on a monthly basis unless otherwise provided, and are available twenty-four hours per day, seven days per week.

2.2 Limitations

2.2.1 Service is offered subject to the availability of the necessary facilities and equipment, or both facilities and equipment, and subject to the provisions of this tariff.

2.2.2 Osiris reserves the right to discontinue or limit service when necessitated by conditions beyond its control, or when the Subscriber or Customer is using service in violation of provisions of this tariff, or in violation of the law.

2.2.3 The Company does not undertake to transmit messages, but offers the use of its facilities when available, and will not be liable for errors in transmission or for failure to establish connections.

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Effective:

by: George Lebus, President
U.S. Osiris Corporation
108 S. Akard Street, Suite 2200
Dallas, Texas 75202

SECTION 2 - RULES AND REGULATIONS, CON'T.

2.2 Limitations, con't.

2.2.4 All facilities provided under this tariff are directly controlled by Osiris and the Subscriber may not transfer or assign the use of service or facilities without the express written consent of the Company. Such transfer or assignment shall only apply where there is no interruption of the use or location of the service or facilities.

2.2.5 Prior written permission from the Company is required before any assignment or transfer. All regulations and conditions contained in this tariff shall apply to all such permitted assignees or transferees, as well as all conditions of service.

2.3 Use

Services provided under this tariff may be used for any lawful purpose for which the service is technically suited.

2.4 Liabilities of the Company

2.4.1 Osiris' liability for damages arising out of mistakes, interruptions, omissions, delays, errors, or defects in transmission which occur in the course of furnishing service or facilities, in no event shall exceed an amount equivalent to the proportionate charge to the Customer for the period during which the faults in transmission occur.

2.4.2 The Company shall not be liable for claim or loss, expense or damage (including indirect, special or consequential damage), for any interruption, delay, error, omission, or defect in any service, facility or transmission provided under this tariff, if caused by any person or entity other than the Company, by any malfunction of any service or facility provided by any other carrier, by an act of God, fire, war, civil disturbance, or

Issued: February 7, 1991

Effective:

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U.S. Osiris Corporation
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Dallas, Texas 75202

SECTION 2 - RULES AND REGULATIONS, CON'T.

2.4 Liabilities of Company, con't.

2.4.2 act of government, or by any other cause beyond the Company's direct control.

2.4.3 The Company shall not be liable for, and shall be fully indemnified and held harmless by Customer and Subscriber against any claim or loss, expense, or damage (including indirect, special or consequential damage) for defamation, libel, slander, invasion, infringement of copy-right or patent, unauthorized use of any trademark, tradename or service mark, unfair competition, interference with or misappropriation or violation of any contract, proprietary or creative right, or any other injury to any person, property or entity arising out of the material, data, information, or other content revealed to, transmitted, or used by the Company under this tariff; or for any act or omission of the Customer or Subscriber; or for any personal injury or death of any person caused directly or indirectly by the installation, maintenance, location, condition, operation, failure, presence, use or removal of equipment or wiring provided by the Company, if not directly caused by negligence of the Company.

2.4.4 No agent or employee of any other carrier shall be deemed to be an agent or employee of the Company, except independent sales agents who may from time to time be employed by another carrier.

2.4.5 The Company shall not be liable for any defacement of or damages to the premises of a Subscriber resulting from the furnishing of service which is not the direct result of the Company's negligence.

Issued: February 7, 1991

Effective:

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U.S. Osiris Corporation
108 S. Akard Street, Suite 2200
Dallas, Texas 75202**

SECTION 2 - RULES AND REGULATIONS, CON'T.

2.5 Deposits

The Company does not require a deposit from the Customer or Subscriber.

2.6 Advance Payments

For Customers or Subscribers whom the Company feels an advance payment is necessary, Osiris reserves the right to collect an amount not to exceed one (1) month's estimated charges as an advance payment for service. This will be applied against the next month's charges and if necessary a new advance payment will be collected for the next month.

2.7 Taxes

All state and local taxes (i.e., gross receipts tax, sales tax, municipal utilities tax) are listed as separate line items and are not included in the quoted rates.

2.8 Terminal Equipment

The Company's facilities and service may be used with or terminated in Subscriber-provided terminal equipment or Subscriber-provided communications systems, such as a PBX or Pay Telephone. Such terminal equipment shall be furnished and maintained at the expense of the Subscriber, except as otherwise provided. The Subscriber is responsible for all costs at his or her premises, including personnel, wiring, electrical power, and the like, incurred in the use of Osiris' service. When such terminal equipment is used, the equipment shall comply with the generally accepted minimum protective criteria standards of the telecommunications industry as endorsed by the Federal Communications Commission.

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Effective:

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SECTION 2 - RULES AND REGULATIONS, CON'T.

2.9 Installation and Termination

Service is installed upon mutual agreement between the Subscriber and the Company. The agreement will determine terms and conditions of installation, termination of service, any applicable sales commission structure, and sales commission payment schedule. The service agreement does not alter rates specified in this tariff.

2.10 Payment for Service

All charges due by the Customer are payable to any agency duly authorized to receive such payments. The billing agency may be a local exchange telephone company, credit card company, or other billing service. Terms of payment shall be according to the rules and regulations of the agency and subject to the rules of regulatory agencies, such as the Florida PSC. Any objections to billed charges must be promptly reported to the Company's billing agent. Adjustments to Customer's bills shall be made to the extent that circumstances exist which reasonably indicate that such changes are appropriate.

2.11 Notice Requirements

As long as required by the FPSC, Subscribers to Osiris' Operator Services must disclose the following information to transient end users by displaying the information on stickers or tent cards provided by the company:

- InterLATA operator assisted service is provided by U.S. Osiris Corporation
- Operator Service Charge information is available at no charge from the U.S. Osiris operator.
- Calls may be charged to most telephone company calling cards or to major credit cards such as American Express, Mastercard or Visa.

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SECTION 2 - RULES AND REGULATIONS, CON'T.

2.11 Notice Requirements (continued...)

- * For dialing instructions and rates for intraLATA calling, please consult your local telephone directory or local telephone company operator.
- * To make interLATA calls: Dial 9 + 00 + area code + telephone number.
- * InterLATA rates may be obtained through a U.S. Osiris operator by dialing 9 + 00.

Any applicable surcharges billed by the hotel/motel for local or long distance calls must also be stated on the tent card.

When a local PBX functions differently than as stated above (i.e. does not use "9" for interLATA calls), the tent card will be changed to reflect the actual dialing pattern.

2.12 Other Rules

- 2.12.1** The Company reserves the right to refuse Third Party billing at its discretion.
- 2.12.2** The Company reserves the right to refuse to process Credit Card or Calling Card billed calls when authorization for use of the card cannot be validated.
- 2.12.3** The Company reserves the right to discontinue service, limit service, or to impose requirements on Subscribers as required to meet changing regulatory rules and standards of the FPSC.
- 2.12.4** The Company will not bill for Subscriber surcharges for non-PATS locations.

Issued: February 7, 1991

Effective:

**by: George Lebus, President
U.S. Osiris Corporation
108 S. Akard Street, Suite 2200
Dallas, Texas 75202**

SECTION 3 - DESCRIPTION OF SERVICE

3.1 Timing of Calls

- 3.1.1** Long distance usage charges are based on the actual usage of Osiris' network. Osiris will determine that a call has been established by signal from the local telephone company. Where such signaling is unavailable, Osiris will determine that an initiated call has been answered after 60 seconds of ring time. A call is terminated when either party disconnects from the call.
- 3.1.2** Unless otherwise specified in this tariff, the minimum call duration for billing purposes is 1 minute.
- 3.1.3** Unless otherwise specified in this tariff, usage is measured and rounded to the higher full minute for billing purposes.
- 3.1.4** There will be no billing applied for incomplete calls.

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Dallas, Texas 75202

SECTION 3 - DESCRIPTION OF SERVICE, CON'T.**3.2 Calculation of Distance**

Usage charges for all mileage sensitive products are based on the airline distance between serving wire centers associated with the originating and terminating points of the call.

The serving wire centers of a call are determined by the area codes and exchanges of the origination and destination points.

The distance between the serving wire center of the Subscriber's equipment and that of the destination point is calculated by using the "V" and "H" coordinates found in NECA FCC Tariff No. 4, in the following manner:

Step 1 - Obtain the "V" and "H" coordinates for the serving wire centers of the Subscriber's switch and the destination point.

Step 2 - Obtain the difference between the "V" coordinates of each of the wire centers. Obtain the Difference between the "H" coordinates.

Step 3 - Square the differences obtained in Step 2.

Step 4 - Add the squares of the "V" difference and "H" difference obtained in Step 3.

Step 5 - Divide the sum of the square obtained in Step 4 by ten (10). Round to the next higher whole number if any fraction results from the division.

Step 6 - Obtain the square root of the whole number obtained in Step 5. Round to the next higher whole number if any fraction is obtained. This is the distance between the serving wire centers.

Formula:

$$\sqrt{\frac{(V_1 - V_2)^2 + (H_1 - H_2)^2}{10}}$$

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SECTION 3 - DESCRIPTION OF SERVICE, CON'T.

3.2 Calculation of Distance, con't.

EXAMPLE: Distance between Miami and New York City -

	V	H
Miami:	8,351	529
New York:	<u>4,997</u>	<u>1,406</u>
Difference:	3,354	-877
Square and add:	11,249,316 + 769,129 = 12,018,445	
Divide by 10:	12,018,445 / 10 = 1,201,844.5	
Round up:	1,201,845	
Take square root:	$\sqrt{1,201,845} = 1,096.3$	
Round up:	1,097 miles	

3.3 Osiris Long Distance Service

Osiris Long Distance Service is offered to customers for calling within the state of Florida. Customers access Osiris' network via local exchange company provided feature group access. Calls are routed over the Company's transmission and switching facilities to any valid NPA-NXX in the state of Florida.

Osiris Long Distance Service is provided for use by transient and users at host locations. This service anticipates the provision of Operator Services or billing options. Calls are measured as described in Sections 3.1 and 3.2 of this tariff and rated based on time of day, call duration and mileage. Per-minute usage sensitive charges, as well as per-call operator surcharges apply.

Osiris Long Distance Service is provided for interLATA calling only. Zero minus "0-" and "0+" intraLATA calls will be routed to the Local Exchange Company.

Issued: February 7, 1991

Effective:

by: **George Lebus, President
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SECTION 4 - RATES

4.1 Osiris Long Distance Service Rates

DAYTIME RATES

MILES	INITIAL MINUTE	EACH ADD'L MINUTE
0-10	\$.1900	\$.0900
11-22	.2650	.1600
23-55	.2750	.2200
56-124	.2775	.2300
125-292	.2775	.2380
293-430	.2800	.2425
431-624	.2825	.2500

EVENING RATES

MILES	INITIAL MINUTE	EACH ADD'L MINUTE
0-10	\$.1425	\$.0675
11-22	.1988	.1200
23-55	.2063	.1650
56-124	.2081	.1725
125-292	.2081	.1785
293-430	.2100	.1819
431-624	.2119	.1875

NIGHT/WEEKEND RATES

MILES	INITIAL MINUTE	EACH ADD'L MINUTE
0-10	\$.0950	\$.0450
11-22	.1350	.0800
23-55	.1450	.1150
56-124	.1500	.1200
125-292	.1525	.1250
293-430	.1540	.1250
431-624	.1575	.1300

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Effective:

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U.S. Osiris Corporation
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SECTION 4 - RATES, CON'T.

4.2 Additional Charges

The following per-call charges apply in addition to the per minute usage rates when applicable. These charges apply in all rate periods.

Operator - Station	\$1.00
Customer Dialed Calling Card	0.75
Person-to-Person	2.50

4.3 Per-minute Charges - Applicable Rate Periods

	MON	TUES	WED	THUR	FRI	SAT	SUN	
8:00 AM TO 5:00 PM	FULL RATE PERIOD							
5:00 PM TO 11:00 PM	EVENING RATE PERIOD							EVE
11:00 PM TO 8:00 AM	NIGHT/WEEKEND RATE PERIOD							

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SECTION 4 - RATES, CON'T.

4.4 Holiday Discounts

Rates Applicable On Certain Holidays:

On Christmas Day (December 25), New Year's Day (January 1), Independence Day (July 4), Thanksgiving Day and Labor Day the rate applicable is the Evening rate unless a lower rate would normally apply.

4.5 PATS Surcharge

An optional PATS Surcharge may apply to calls made by transient end users (customers) using PATS telephones. PATS are pay telephones which are owned and operated by someone other than the local exchange company. In addition, Day rates as specified in section 4.1 of this tariff apply at all times.

PATS Surcharge: Not to exceed \$1.00 per call

4.6 Emergency Calls

No charge applies to calls placed to recognized emergency agencies.

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