

MAX WELLS, BAKER & McFATRIDGE, P.C.

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May 23, 1997

VIA FEDERAL EXPRESS

DEPOSIT

DATE

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MAY 27 1997

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FILE COPY

Florida Public Service Commission  
Secretary  
2540 Shumard Oak Boulevard  
Tallahassee, Florida 32399-0866

970630-TX

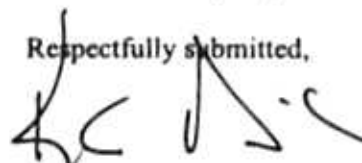
Re: *Application for Metro Connection, Inc. d/b/a TransAmerican Telephone for Authority to Provide Alternative Local Exchange Service Within the State of Florida.*

Dear Madam or Sir:

Enclosed herewith for filing on behalf of *Metro Connection, Inc., d/b/a TransAmerican Telephone*, please find an original and six (6) copies of its Application for Authority to Provide Alternative Local Exchange Services within the State of Florida. Also, please find our firm check in the amount of \$250.00 made payable to the Florida Public Service Commission to cover filing fees.

Please date-stamp the extra copy and return to the undersigned in the self-addressed stamped envelope provided. If you have any questions, please contact me at (281) 286-1040.

Respectfully submitted,



Kyle L. Dickson

Enclosures

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DOCUMENT NUMBER-DATE

05228 MAY 27 97

FFSC-RECORDS/REPORTING

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1. This is an application for (check one):
- (X) Original authority (new company)
- ( ) Approval of transfer (to another certificated company)  
Example, a certificated company purchases an existing company and desires to retain the original certificate authority.
- ( ) Approval of assignment of existing certificate (to a noncertificated company)  
Example, a non-certificated company purchases an existing company and desires to retain the certificate of authority rather than apply for a new certificate.
- ( ) Approval for transfer of control (to another certificated company)  
Example, a company purchases 51% of a certificated company. The Commission must approve the new controlling entity.

2. Name of Applicant:  
**Metro Connection, Inc. d/b/a TransAmerican Telephone**

3. A. National mailing address including street name, number, post office box, city, state, zip code, and phone number.  
**209 East University  
Denton, Texas 76201  
(817) 382-0533**

B. Florida mailing address including street name, number, post office box, city, state, zip code, and phone number.  
**CT Corp Systems  
1200 South Pine Island Road  
Plantation, Florida 33324  
(305) 473-5503**

C. Physical address of alternative local exchange service in Florida including street name, number, post office box, city, zip code, and phone number.  
**N/A.**

DOCUMENT NUMBER-DATE

05228 MAY 27 5

FPSC-RECORDS/REPORTING

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4. Structure of organization:

- |   |  |
|---|--|
| <input type="checkbox"/> Individual                     | <input type="checkbox"/> Corporation                 |
| <input checked="" type="checkbox"/> Foreign Corporation | <input type="checkbox"/> Foreign Partnership         |
| <input type="checkbox"/> General Partnership            | <input type="checkbox"/> Limited Partnership         |
| <input type="checkbox"/> Joint Venture                  | <input type="checkbox"/> Other, Please explain _____ |

5. If incorporated, please provide proof from the Florida Secretary of State that the applicant has authority to operate in Florida.

Corporate charter number: N/A

**A copy of Applicant's Certificate of Authority to do Business in Florida is attached hereto as Exhibit "A".**

6. Name under which the applicant will do business (d/b/a):  
**Metro Connection, Inc. d/b/a TransAmerican Telephone**

7. If applicable, please provide proof of fictitious name (d/b/a) registration:

Fictitious name registration number: F97000001163

8. If applicant is an individual, partnership, or joint venture, please give name, title and address of each legal entity.

9. State whether any of the officers, directors, or any of the ten largest stockholders have previously 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.

**None**

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10. Please provide the name, title, address, telephone number, Internet address, and facsimile number for the person serving as ongoing liaison with the Commission, and if different, the liaison responsible for this application.

**Ongoing Operations:**

**Patrick Will**  
**President**  
**209 East University**  
**Denton, Texas 76201**  
**(713) 335-3400 (Phone)**  
**(817) 898-1479 (Fax)**

**Application**

**Kyle L. Dickson**  
**Maxwell, Baker & McFatridge, P.C.**  
**17625 El Camino Real, Ste. 310**  
**Houston, Texas 77058**  
**(281) 286-1040 (Phone)**  
**(281) 286-1043 (Fax)**

11. Please list other states in which the applicant is currently providing or has applied to provide local exchange or alternative local exchange service.  
**Texas & District of Columbia**
12. Has the applicant been denied certification in any other state? If so, please list the state and reason for denial.  
**No.**
13. Have penalties been imposed against the applicant in any other state? If so, please list the state and reason for penalty.  
**No.**
14. Please indicate how a customer can file a service complaint with your company.  
**Customers can either call (800-758-2030) or write to the Company directly.**

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15. Please provide all available documentation demonstrating that the applicant has the following capabilities to provide alternative local exchange service in Florida.

A. Financial capability. See Exhibit "B".

Regarding the showing of financial capability, the following applies:

The application should contain the applicant's financial statements, including:

1. the balance sheet
2. income statement
3. statement of retained earnings for the most recent 3 years.

If available, the financial statements should be audited financial statements.

If the applicant does not have audited financial statements, it shall be so stated. The unaudited financial statements should then be signed by the applicant's chief executive officer and chief financial officer. The signatures should affirm that the financial statements are true and correct.

B. Managerial capability. See Exhibit "C".

C. Technical capability. See Exhibit "C".

**EXHIBIT "A"**

**CERTIFICATE OF AUTHORITY TO DO  
BUSINESS IN THE STATE OF FLORIDA**



**FLORIDA DEPARTMENT OF STATE**  
**Sandra B. Mortham**  
**Secretary of State**

March 6, 1997

C T CORP

Qualification documents for METRO CONNECTION, INC. were filed on March 6, 1997 and assigned document number F97000001163. Please refer to this number whenever corresponding with this office.

Your corporation is now qualified and authorized to transact business in Florida as of the file date.

A corporation annual report will be due this office between January 1 and May 1 of the year following the calendar year of the file date. A Federal Employer Identification (FEI) number will be required before this report can be filed. If you do not already have an FEI number, please apply NOW with the Internal Revenue by calling 1-800-829-3676 and requesting form SS-4.

Please be aware if the corporate address changes, it is the responsibility of the corporation to notify this office.

Should you have any questions regarding this matter, please telephone (904) 487-6091, the Foreign Qualification/Tax Lien Section.

Michael Mays  
Document Specialist  
Division of Corporations

Letter Number: 297A00011557

## AFFIDAVIT

By my signature below, I, the undersigned officer, attest to the accuracy of the information contained and attached documents and that the applicant has the technical expertise, managerial ability, and financial capability to provide alternative local exchange service in the State of Florida. I have read the foregoing and declare that to the best of my knowledge and belief, the information is true and correct. I attest that I have the authority to sign on behalf of my company and agree to comply, now and in the future, with all applicable Commission rules and orders.

Further, I am aware that pursuant to Chapter 837.06, Florida Statutes, "Whoever knowingly makes a false statement in writing with the intent to mislead a public servant in the performance of his official duty shall be guilty of a misdemeanor of the second degree, punishable as provided in §775.082 and §775.083."

Official:   
Signature

5-20-97  
Date

Title: President

291  
(713) 335-3400  
Telephone Number

Address: Metro Connection, Inc. d/b/a TransAmerican Telephone  
202 East University  
Denton, Texas 76201



**EXHIBIT "B"**

**BALANCE SHEET**

**INCOME STATEMENT**

**STATEMENT OF RETAINED EARNINGS FOR 3 YEARS**

METRO CONNECTIONS, INC.  
 STATEMENT OF ASSETS, LIABILITIES AND STOCKHOLDER'S EQUITY  
 INCOME TAX BASIS  
 DECEMBER 31, 1996

ASSETS

CURRENT ASSETS		
Cash on Deposit-Operating	79.56	
TOTAL CURRENT ASSETS		79.56
PROPERTY AND EQUIPMENT		
Machinery & Equipment	976.21	
Accumulated Depreciation	(695.00)	
TOTAL PROPERTY AND EQUIPMENT		281.21
OTHER ASSETS		
Deposits	300.00	
TOTAL OTHER ASSETS		300.00
TOTAL ASSETS		660.77

LIABILITIES AND STOCKHOLDER'S EQUITY

CURRENT LIABILITIES		
Payroll Taxes Payable	3,058.57	
Sales Tax Payable	613.37	
TOTAL CURRENT LIABILITIES		3,671.94
LONG-TERM DEBT		
Note Payable - Officer	7,736.11	
TOTAL LONG-TERM DEBT		7,736.11
STOCKHOLDER'S EQUITY		
Common Stock	1,000.00	
Accumulated Adjustments Account	(8,089.07)	
Current Earnings	(3,658.21)	
TOTAL STOCKHOLDER'S EQUITY		(10,747.28)
TOTAL LIABILITIES AND STOCKHOLDER'S EQUITY		660.77

SEE ACCOUNTANT'S COMPILATION REPORT

**METRO CONNECTIONS, INC.**  
**STATEMENT OF REVENUES AND EXPENSES**  
**INCOME TAX BASIS**  
**FOR THE TWELVE MONTHS ENDED DECEMBER 31, 1996**

	YEAR-TO-DATE 12 MONTHS	%
<b>REVENUES</b>		
Revenue	236,621.47	100.00%
<b>OPERATING EXPENSES</b>		
Advertising & Promotion	9,257.00	3.91%
Auto	7,166.55	3.03%
Depreciation	188.00	0.08%
Freight & Delivery	21.75	0.01%
Insurance	178.09	0.08%
Legal & Accounting	2,483.25	1.05%
Office Expense	1,457.77	0.62%
Taxes	17,175.12	7.26%
Salaries - Officer	81,000.00	34.23%
Salaries - Other	<u>121,352.24</u>	51.29%
<b>TOTAL OPERATING EXPENSES</b>	<u>240,279.68</u>	101.55%
<b>NET INCOME (LOSS)</b>	<u>(3,658.21)</u>	-1.55%

SEE ACCOUNTANT'S COMPILATION REPORT

METRO CONNECTIONS, INC.  
 STATEMENT OF CASH FLOWS  
 INCOME TAX BASIS  
 FOR THE TWELVE MONTHS ENDED DECEMBER 31, 1996

CASH FLOWS FROM OPERATING ACTIVITIES:	
NET INCOME	(3,658.21)
ADJUSTMENTS:	
Increase in Payroll Taxes Payable	2,927.21
Increase in Sales Tax Payable	613.37
Depreciation	<u>188.00</u>
NET CASH PROVIDED BY OPERATING ACTIVITIES	70.37
CASH FLOWS FROM INVESTING ACTIVITIES:	
Purchase of Other Assets	<u>0.00</u>
NET CASH USED BY INVESTING ACTIVITIES	0.00
CASH FLOWS FROM FINANCING ACTIVITIES:	
Loan from Shareholder	0.00
Repayment of Shareholder Loan	<u>0.00</u>
NET CASH USED BY FINANCING ACTIVITIES	<u>0.00</u>
NET INCREASE IN CASH:	70.37
CASH AT DECEMBER 31, 1995	<u>9.19</u>
CASH AT JUNE 30, 1996:	<u><u>79.56</u></u>

METRO CONNECTIONS, INC.  
 STATEMENT OF ASSETS, LIABILITIES AND STOCKHOLDER'S EQUITY  
 INCOME TAX BASIS  
 DECEMBER 31, 1995

ASSETS

CURRENT ASSETS		
Cash on Deposit-Operating	9.19	
TOTAL CURRENT ASSETS		9.19
PROPERTY AND EQUIPMENT		
Machinery & Equipment	976.21	
Accumulated Depreciation	(507.00)	
TOTAL PROPERTY AND EQUIPMENT		469.21
OTHER ASSETS		
Deposits	300.00	
TOTAL OTHER ASSETS		300.00
TOTAL ASSETS		778.40

LIABILITIES AND STOCKHOLDER'S EQUITY

CURRENT LIABILITIES		
Payroll Taxes Payable	131.36	
Sales Tax Payable	0.00	
TOTAL CURRENT LIABILITIES		131.36
LONG-TERM DEBT		
Note Payable - Officer	7,736.11	
TOTAL LONG-TERM DEBT		7,736.11
STOCKHOLDER'S EQUITY		
Common Stock	1,000.00	
Accumulated Adjustments Account	(7,898.42)	
Current Earnings	(190.65)	
TOTAL STOCKHOLDER'S EQUITY		(7,089.07)
TOTAL LIABILITIES AND STOCKHOLDER'S EQUITY		778.40

SEE ACCOUNTANT'S COMPILATION REPORT

**METRO CONNECTIONS, INC.**  
**STATEMENT OF REVENUES AND EXPENSES**  
**INCOME TAX BASIS**  
**FOR THE TWELVE MONTHS ENDED DECEMBER 31, 1995**

	YEAR-TO-DATE 12 MONTHS	%
<b>REVENUES</b>		
Revenue	131,845.40	100.00%
<b>OPERATING EXPENSES</b>		
Advertising & Promotion	3,150.00	2.39%
Depreciation	312.00	0.24%
Legal & Accounting	630.00	0.48%
Taxes	9,607.55	7.29%
Salaries - Officer	72,800.00	55.22%
Salaries - Other	<u>45,536.50</u>	34.54%
<b>TOTAL OPERATING EXPENSES</b>	<u>132,036.05</u>	100.14%
<b>NET INCOME (LOSS)</b>	<u>(190.65)</u>	-0.14%

SEE ACCOUNTANT'S COMPILATION REPORT

METRO CONNECTIONS, INC.  
STATEMENT OF CASH FLOWS  
INCOME TAX BASIS  
FOR THE TWELVE MONTHS ENDED DECEMBER 31, 1995

CASH FLOWS FROM OPERATING ACTIVITIES:	
NET INCOME	(190.65)
ADJUSTMENTS:	
Decrease in Payroll Taxes Payable	(184.63)
Depreciation	<u>312.00</u>
NET CASH PROVIDED BY OPERATING ACTIVITIES	(63.28)
CASH FLOWS FROM INVESTING ACTIVITIES:	
Purchase of Other Assets	<u>0.00</u>
NET CASH USED BY INVESTING ACTIVITIES	0.00
CASH FLOWS FROM FINANCING ACTIVITIES:	
Loan from Shareholder	0.00
Repayment of Shareholder Loan	<u>0.00</u>
NET CASH USED BY FINANCING ACTIVITIES	<u>0.00</u>
NET INCREASE IN CASH:	(63.28)
CASH AT DECEMBER 31, 1994	<u>72.47</u>
CASH AT DECEMBER 31, 1995:	<u>9.19</u>

SEE ACCOUNTANT'S COMPILATION REPORT

METRO CONNECTIONS, INC.  
 STATEMENT OF ASSETS, LIABILITIES AND STOCKHOLDER'S EQUITY  
 INCOME TAX BASIS  
 DECEMBER 31, 1994

ASSETS

CURRENT ASSETS		
Cash on Deposit-Operating	72.47	
TOTAL CURRENT ASSETS		72.47
PROPERTY AND EQUIPMENT		
Machinery & Equipment	976.21	
Accumulated Depreciation	(195.00)	
TOTAL PROPERTY AND EQUIPMENT		781.21
OTHER ASSETS		
Deposits	300.00	
TOTAL OTHER ASSETS		300.00
TOTAL ASSETS		1,153.68

LIABILITIES AND STOCKHOLDER'S EQUITY

CURRENT LIABILITIES		
Payroll Taxes Payable	315.99	
Sales Tax Payable	0.00	
TOTAL CURRENT LIABILITIES		315.99
LONG-TERM DEBT		
Note Payable - Officer	7,736.11	
TOTAL LONG-TERM DEBT		7,736.11
STOCKHOLDER'S EQUITY		
Common Stock	1,000.00	
Accumulated Adjustments Account	(6,680.88)	
Current Earnings	(1,217.54)	
TOTAL STOCKHOLDER'S EQUITY		(6,898.42)
TOTAL LIABILITIES AND STOCKHOLDER'S EQUITY		1,153.68



**METRO CONNECTIONS, INC.**  
**STATEMENT OF REVENUES AND EXPENSES**  
**INCOME TAX BASIS**  
**FOR THE TWELVE MONTHS ENDED DECEMBER 31, 1994**

	YEAR-TO-DATE 12 MONTHS	%
<b>REVENUES</b>		
Revenue	35,439.14	100.00%
<b>OPERATING EXPENSES</b>		
Advertising & Promotion	976.00	2.75%
Auto	1,476.29	4.17%
Depreciation	195.00	0.55%
Freight & Delivery	0.00	0.00%
Insurance	144.00	0.41%
Legal & Accounting	400.00	1.13%
Metro Utilities	2,657.16	7.50%
Office Expense	113.70	0.32%
Operating Supplies	293.28	0.83%
Rent	4,310.00	12.16%
Repairs & Maintenance	50.00	0.14%
Taxes	2,236.16	6.31%
Salaries - Officer	7,800.00	22.01%
Salaries - Other	16,005.09	45.16%
<b>TOTAL OPERATING EXPENSES</b>	<b>36,656.68</b>	<b>103.44%</b>
<b>NET INCOME (LOSS)</b>	<b>(1,217.54)</b>	<b>-3.44%</b>

SEE ACCOUNTANT'S COMPILATION REPORT

**METRO CONNECTIONS, INC.**  
**STATEMENT OF CASH FLOWS**  
**INCOME TAX BASIS**  
**FOR THE TWELVE MONTHS ENDED DECEMBER 31, 1994**

CASH FLOWS FROM OPERATING ACTIVITIES:	
NET INCOME	(1,217.54)
ADJUSTMENTS:	
Increase in Payroll Taxes Payable	68.22
Depreciation	<u>195.00</u>
NET CASH PROVIDED BY OPERATING ACTIVITIES	(954.32)
CASH FLOWS FROM INVESTING ACTIVITIES:	
Purchase of Other Assets	<u>(1,276.21)</u>
NET CASH USED BY INVESTING ACTIVITIES	(1,276.21)
CASH FLOWS FROM FINANCING ACTIVITIES:	
Loan from Shareholder	0.00
Repayment of Shareholder Loan	<u>0.00</u>
NET CASH USED BY FINANCING ACTIVITIES	<u>0.00</u>
NET INCREASE IN CASH:	(2,230.53)
CASH AT DECEMBER 31, 1993	<u>2,303.00</u>
CASH AT DECEMBER 31, 1994:	<u>72.47</u>

**RESOURCE INNOVATIONS GROUP, INC**  
**STATEMENT OF CASH FLOWS**  
**INCOME TAX BASIS**  
**FOR THE TWELVE MONTHS ENDED DECEMBER 31, 1996**

<b>CASH FLOWS FROM OPERATING ACTIVITIES:</b>	
NET INCOME	(6,555.87)
ADJUSTMENTS:	
Increase in Sales Tax Payable	1,565.91
Decrease in Fed. Income Tax Payable	(176.00)
Depreciation	<u>17,495.00</u>
NET CASH PROVIDED BY OPERATING ACTIVITIES	12,329.04
<b>CASH FLOWS FROM INVESTING ACTIVITIES:</b>	
Purchase of Equipment	(20,839.97)
Purchase of Other Assets	<u>0.00</u>
NET CASH USED BY INVESTING ACTIVITIES	(20,839.97)
<b>CASH FLOWS FROM FINANCING ACTIVITIES:</b>	
Loan to Shareholder	0.00
Loan to Patrick Investments	0.00
Repayment of Shareholder Loan	16,750.00
Repayment of Loan to Patrick Investments	50.00
Repayment of Loan to Investor	<u>0.00</u>
NET CASH USED BY FINANCING ACTIVITIES	<u>16,800.00</u>
<b>NET INCREASE IN CASH:</b>	8,289.07
<b>CASH AT DECEMBER 31, 1995</b>	<u>1,175.84</u>
<b>CASH AT JUNE 30, 1996:</b>	<u><u>9,464.91</u></u>

SEE ACCOUNTANT'S COMPILATION REPORT

**RESOURCE INNOVATIONS GROUP, INC.**  
**STATEMENT OF REVENUES AND EXPENSES**  
**INCOME TAX BASIS**  
**FOR THE TWELVE MONTHS ENDED DECEMBER 31, 1996**

	YEAR-TO-DATE 6 MONTHS	%
<b>REVENUES</b>		
Sales	1,064,248.08	100.32%
Refunds	<u>(3,406.68)</u>	-0.32%
<b>TOTAL REVENUES</b>	1,060,841.40	100.00%
<b>COST OF SALES</b>		
Purchases	<u>441,884.11</u>	41.65%
<b>TOTAL COST OF SALES</b>	<u>441,884.11</u>	41.65%
<b>GROSS PROFIT</b>	618,957.29	58.35%
<b>OPERATING EXPENSES</b>		
Advertising & Promotion	147,603.60	13.91%
Auto & Truck Expense	18,528.79	1.75%
Contract Labor	18,500.00	1.74%
Depreciation	17,495.00	1.65%
Entertainment	1,244.45	0.12%
Insurance	14,863.47	1.40%
Lease Expense - Equipment	77,135.76	7.27%
Lease Expense - Personnel	130,700.00	12.32%
Legal & Accounting	39,433.16	3.72%
Freight	160.41	0.02%
Office Expense	48,185.77	4.54%
Rent	55,155.00	5.20%
Repairs & Maintenance	24,211.97	2.28%
Supplies	4,720.04	0.44%
Taxes	19,412.22	1.83%
Travel	<u>7,219.94</u>	0.68%
<b>TOTAL OPERATING EXPENSES</b>	<u>624,569.58</u>	58.87%
<b>INCOME FROM OPERATIONS</b>	(5,612.29)	-0.53%
<b>OTHER INCOME (EXPENSE)</b>		
Interest Expense	<u>(943.58)</u>	-0.09%
<b>TOTAL OTHER INCOME (EXPENSE)</b>	<u>(943.58)</u>	-0.09%
<b>INCOME (LOSS) BEFORE INCOME TAX</b>	(6,555.87)	-0.62%
<b>PROVISION FOR TAXES</b>	<u>0.00</u>	0.00%
<b>NET INCOME (LOSS)</b>	<u>(6,555.87)</u>	-0.62%

SEE ACCOUNTANT'S COMPILATION REPORT

SOURCE INNOVATIONS GROUP, INC.  
 STATEMENT OF ASSETS, LIABILITIES AND STOCKHOLDER'S EQUITY  
 INCOME TAX BASIS  
 DECEMBER 31, 1996

ASSETS

<b>CURRENT ASSETS</b>		
Cash on Deposit-Operating	9,464.91	
Loan to Shareholder	<u>17,675.40</u>	
<b>TOTAL CURRENT ASSETS</b>		27,140.31
<b>PROPERTY AND EQUIPMENT</b>		
Communication Equipment	208,117.87	
Accumulated Depreciation	<u>(172,643.00)</u>	
<b>TOTAL PROPERTY AND EQUIPMENT</b>		35,474.87
<b>OTHER ASSETS</b>		
Organization Expense	650.00	
Accumulated Amortization	<u>(650.00)</u>	
<b>TOTAL OTHER ASSETS</b>		<u>0.00</u>
<b>TOTAL ASSETS</b>		<u><u>62,615.18</u></u>

\*LIABILITIES AND STOCKHOLDER'S EQUITY

<b>CURRENT LIABILITIES</b>		
Sales Tax Payable	5,186.08	
Fed. Income Tax Payable	<u>0.00</u>	
<b>TOTAL CURRENT LIABILITIES</b>		5,186.08
<b>LONG-TERM DEBT</b>		
Note Payable	<u>0.00</u>	
<b>TOTAL LONG-TERM DEBT</b>		0.00
<b>STOCKHOLDER'S EQUITY</b>		
Common Stock	1,000.00	
Retained Earnings	62,984.97	
Current Earnings	<u>(6,555.87)</u>	
<b>TOTAL STOCKHOLDER'S EQUITY</b>		<u>57,429.10</u>
<b>TOTAL LIABILITIES AND STOCKHOLDER'S EQUITY</b>		<u><u>62,615.18</u></u>

SEE ACCOUNTANT'S COMPILATION REPORT

**RESOURCE INNOVATIONS GROUP, INC.**  
**STATEMENT OF ASSETS, LIABILITIES AND STOCKHOLDER'S EQUITY**  
**INCOME TAX BASIS**  
**DECEMBER 31, 1995**

**ASSETS**

<b>CURRENT ASSETS</b>		
Cash on Deposit-Operating	1,175.84	
Loan to Shareholder	34,425.40	
Loan to Patrick Investments	<u>50.00</u>	
<b>TOTAL CURRENT ASSETS</b>		<b>35,651.24</b>
<b>PROPERTY AND EQUIPMENT</b>		
Communication Equipment	187,277.90	
Accumulated Depreciation	<u>(155,148.00)</u>	
<b>TOTAL PROPERTY AND EQUIPMENT</b>		<b>32,129.90</b>
<b>OTHER ASSETS</b>		
Organization Expense	650.00	
Accumulated Amortization	<u>(650.00)</u>	
<b>TOTAL OTHER ASSETS</b>		<u>0.00</u>
<b>TOTAL ASSETS</b>		<u><b>67,781.14</b></u>

**LIABILITIES AND STOCKHOLDER'S EQUITY**

<b>CURRENT LIABILITIES</b>		
Sales Tax Payable	3,620.17	
Fed. Income Tax Payable	<u>176.00</u>	
<b>TOTAL CURRENT LIABILITIES</b>		<b>3,796.17</b>
<b>LONG-TERM DEBT</b>		
Note Payable	<u>0.00</u>	
<b>TOTAL LONG-TERM DEBT</b>		<b>0.00</b>
<b>STOCKHOLDER'S EQUITY</b>		
Common Stock	1,000.00	
Retained Earnings	62,878.37	
Current Earnings	<u>106.60</u>	
<b>TOTAL STOCKHOLDER'S EQUITY</b>		<u><b>63,984.97</b></u>
<b>TOTAL LIABILITIES AND STOCKHOLDER'S EQUITY</b>		<u><b>67,781.14</b></u>

**RESOURCE INNOVATIONS GROUP, INC.**  
**STATEMENT OF REVENUES AND EXPENSES**  
**INCOME TAX BASIS**  
**FOR THE TWELVE MONTHS ENDED DECEMBER 31, 1995**

	YEAR-TO-DATE 6 MONTHS	%
<b>REVENUES</b>		
Sales	834,111.80	100.35%
Refunds	<u>(2,935.42)</u>	-0.35%
<b>TOTAL REVENUES</b>	831,176.38	100.00%
<b>COST OF SALES</b>		
Purchases	<u>353,625.01</u>	42.55%
<b>TOTAL COST OF SALES</b>	<u>353,625.01</u>	42.55%
<b>GROSS PROFIT</b>	477,551.37	57.45%
<b>OPERATING EXPENSES</b>		
Advertising & Promotion	60,519.66	7.28%
Amortization	22.00	0.00%
Auto & Truck Expense	17,571.70	2.11%
Contract Labor	38,907.91	4.68%
Depreciation	17,918.00	2.16%
Entertainment	1,028.07	0.12%
Insurance	13,583.27	1.63%
Lease Expense - Equipment	84,590.44	10.18%
Lease Expense - Personnel	89,837.00	10.81%
Legal & Accounting	12,043.00	1.45%
Freight	110.29	0.01%
Office Expense	33,635.70	4.05%
Rent	51,047.50	6.14%
Repairs & Maintenance	20,559.06	2.47%
Supplies	6,682.40	0.80%
Taxes	25,793.74	3.10%
Travel	<u>3,418.95</u>	0.41%
<b>TOTAL OPERATING EXPENSES</b>	<u>477,268.77</u>	57.42%
<b>INCOME FROM OPERATIONS</b>	282.60	0.03%
<b>OTHER INCOME (EXPENSE)</b>		
Interest Expense	<u>0.00</u>	0.00%
<b>TOTAL OTHER INCOME (EXPENSE)</b>	<u>0.00</u>	0.00%
<b>INCOME (LOSS) BEFORE INCOME TAX</b>	282.60	0.03%
<b>PROVISION FOR TAXES</b>	<u>(176.00)</u>	-0.02%
<b>NET INCOME (LOSS)</b>	<u>106.60</u>	0.01%

SEE ACCOUNTANT'S COMPILATION REPORT

**RESOURCE INNOVATIONS GROUP, INC**  
**STATEMENT OF CASH FLOWS**  
**INCOME TAX BASIS**  
**FOR THE TWELVE MONTHS ENDED DECEMBER 31, 1995**

<b>CASH FLOWS FROM OPERATING ACTIVITIES:</b>	
<b>NET INCOME</b>	106.60
<b>ADJUSTMENTS:</b>	
Decrease in Sales Tax Payable	(1,559.46)
Decrease in Payroll Taxes Payable	(224.00)
Decrease in Fed. Income Tax Payable	(1,709.00)
Depreciation	<u>17,940.00</u>
<b>NET CASH PROVIDED BY OPERATING ACTIVITIES</b>	14,554.14
<b>CASH FLOWS FROM INVESTING ACTIVITIES:</b>	
Purchase of Equipment	(20,565.89)
Purchase of Other Assets	<u>0.00</u>
<b>NET CASH USED BY INVESTING ACTIVITIES</b>	(20,565.89)
<b>CASH FLOWS FROM FINANCING ACTIVITIES:</b>	
Loan to Shareholder	0.00
Loan to Patrick Investments	0.00
Repayment of Shareholder Loan	11,558.52
Repayment of Loan to Patrick Investments	0.00
Repayment of Loan to Investor	<u>0.00</u>
<b>NET CASH USED BY FINANCING ACTIVITIES</b>	<u>11,558.52</u>
<b>NET INCREASE IN CASH:</b>	5,546.77
<b>CASH AT DECEMBER 31, 1994</b>	<u>(4,370.93)</u>
<b>CASH AT JUNE 30, 1995:</b>	<u><u>1,175.84</u></u>

SEE ACCOUNTANT'S COMPILATION REPORT



**RESOURCE INNOVATIONS GROUP, INC.**  
**STATEMENT OF ASSETS, LIABILITIES AND STOCKHOLDER'S EQUITY**  
**INCOME TAX BASIS**  
**DECEMBER 31, 1994**

**ASSETS**

**CURRENT ASSETS**

Cash on Deposit-Operating	(\$4,371)
Loan to Shareholder	45,984
Loan to Patrick Investments	<u>50</u>

**TOTAL CURRENT ASSETS** \$41,663

**PROPERTY AND EQUIPMENT**

Communication Equipment	166,712
Accumulated Depreciation	<u>(137,230)</u>

**TOTAL PROPERTY AND EQUIPMENT** 29,482

**OTHER ASSETS**

Organization Expense	650
Accumulated Amortization	<u>(628)</u>

**TOTAL OTHER ASSETS** 22

**TOTAL ASSETS** \$71,167

**LIABILITIES AND STOCKHOLDER'S EQUITY**

**CURRENT LIABILITIES**

Payroll Taxes Payable	224
Sales Tax Payable	5,180
Fed. Income Tax Payable	<u>1,885</u>

**TOTAL CURRENT LIABILITIES** \$7,289

**LONG-TERM DEBT**

Note Payable	<u>0</u>
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**TOTAL LONG-TERM DEBT** 0

**STOCKHOLDER'S EQUITY**

Common Stock	1,000
Retained Earnings	47,641
Current Earnings	<u>15,237</u>

**TOTAL STOCKHOLDER'S EQUITY** 63,879

**TOTAL LIABILITIES AND STOCKHOLDER'S EQUITY** \$71,167

SEE ACCOUNTANT'S COMPILATION REPORT

SOURCE INNOVATIONS GROUP, INC.  
 STATEMENT OF REVENUES AND EXPENSES  
 INCOME TAX BASIS  
 FOR THE TWELVE MONTHS ENDED DECEMBER 31, 1994

	YEAR-TO-DATE 12 MONTHS	%
<b>REVENUES</b>		
Sales	\$678,291	100.00%
<b>COST OF SALES</b>		
Purchases	<u>248,264</u>	36.60%
<b>TOTAL COST OF SALES</b>	<u>248,264</u>	36.60%
<b>GROSS PROFIT</b>	430,027	63.40%
<b>OPERATING EXPENSES</b>		
Salaries - Officers	66,283	9.77%
Salaries - Other	34,862	5.14%
Advertising & Promotion	24,031	3.54%
Auto & Truck Expense	26,615	3.92%
Amortization Expense	130	0.02%
Contract Labor	18,867	2.78%
Depreciation	32,293	4.76%
Entertainment	1,395	0.21%
Insurance	10,641	1.57%
Lease Expense	51,497	7.59%
Legal & Accounting	42,430	6.26%
Freight	453	0.07%
Miscellaneous Expense	1,216	0.18%
Office Expense	23,707	3.50%
Rent	24,979	3.68%
Repairs & Maintenance	17,717	2.61%
Supplies	7,590	1.12%
Taxes	17,643	2.60%
Travel	4,138	0.61%
Utilities	<u>5,075</u>	0.75%
<b>TOTAL OPERATING EXPENSES</b>	<u>411,562</u>	60.68%
<b>INCOME FROM OPERATIONS</b>	18,465	2.72%

SEE ACCOUNTANT'S COMPILATION REPORT

**EXHIBIT "C"**

**MANAGERIAL AND TECHNICAL CAPABILITIES**

## Technical Capabilities

*Metro Connection is currently certificated by the Texas PUC to provide local services on a resold basis. Its approved geographic area encompasses over ninety (90%) of Texas. Metro Connection's customer base in Texas exceeds four thousand.*

*Metro Connection is the sister company of DFW-Direct. Both Metro Connection and DFW-Direct are owned by Patrick and Dawnree Will. Since 1989, DFW-Direct has been a pure reseller of telecommunications services doing business in the state of Texas, headquartered in Denton, Texas. DFW-Direct has fifteen full time employees and approximately 3000 customers. The company's customer base is made up of approximately 60% business and 40% residential, with approximately 70% of the company's revenue coming from its commercial customers. DFW-Direct was recently certificated by the Texas PUC to be a facilities-based provider of local exchange telecommunications services.*

*DFW-Direct currently provides EMS/EAS and FX services in Dallas, Ft. Worth, Denton, Houston and Bryan. Over the years, DFW-Direct has provided shared tenant services, cellular, paging, voice mail and answering services. DFW-Direct does not currently own or have any plans to own any transmission facilities, either on the local or interexchange basis. DFW-Direct does however, have it's own points of presence established within the company's facilities in Dallas/Ft. Worth, Denton, Houston and Bryan, Texas. Each point of presence has its own NEC switch capable of providing certain local exchange services as well as vertical services.*

*Metro Connection maintains a staff of highly qualified customer support representatives and network technicians. One of its employees is on call twenty-four hours a day, seven days a week, to provide customer support and network assistance. Metro Connections full staff is available from 8:00 a.m. to 9:00 p.m. central standard time Monday through Friday. Both Metro Connection and DFW-Direct operate their own billing system to bill telecommunication services to its customers.*

*It is Metro Connection's intent that the local exchange services it will be providing will be resold services of the underlying local exchange carriers. Management believes that its current Customer Service and Technical Support is more than adequate to support its customers at this time. As customer demands increase, additional staff will be added.*

### **Qualifications of the Applicant's Key Personnel**

*Patrick M. Will, President Mr. Will founded Metro Connection over three years ago. Mr Will has personally overseen all aspects of the company since day one. Mr. Will has working knowledge of all of the equipment, including DFW-Direct's switches. Over the years Mr. Will has acquired a working knowledge of the company's technical and business requirements sufficient enough to continue into the future. Mr. Will also oversees the operations of DFW-Direct. DFW-Direct has been providing various telecommunications services, including, EAS/EMS, FX, private network voice and data services and shared tenant services to business and residential customers across Texas since late 1988. In years past, DFW-Direct also provided answering services, voice-mail, cellular and paging.*

*Dawnree Will-Vice President Ms. Will has been in charge of both DFW-Direct and DFW-Directs billing and administrative functions since inception. Ms. Will has extensive training on all the software applications utilized by her departments, including ACCPAC, which is the back bone of the billing department. The billing software is also supported by the manufacturer (Great Plains) through an on-going service contract. Currently, the billing department has four employees overseen by Ms. Will.*

*Don Wood, Manager Network Operations Mr. Wood retired from GTE after 26 years. At the time of his retirement, he was in charge overseeing the operation and maintenance of several central offices, including fiber and transmission equipment. Mr. Wood's experience with GTE covers all aspects of installation, repair and maintenance of all equipment from the central office to the customers' premises. Mr. Wood currently has a staff of maintenance personnel to assist him in the field. Mr. Wood also has available the resources of NEC America through a service contract that guarantees a two hour response time to any problems that cannot be resolved in house.*

*Mike Smith, Manager of Sales Mr. Smith received a BBA from Belmont University as well as sales training through various accredited programs. Mr. Smith oversees the sales/marketing functions of both DFW-Direct and Metro Connection. Mr. Smith came to DFW-Direct with many years public relations experience primarily in the entertainment and music industry.*

MAXWELL, BAKER & McFATRIDGE, P.C.

ATTORNEYS AT LAW  
17625 EL CAMINO REAL, SUITE 310  
HOUSTON, TEXAS 77058

970630-TX

TELEPHONE (281) 286-1040  
FACSIMILE (281) 286-1043

May 23, 1997

VIA FEDERAL EXPRESS

DEPOSIT DATE  
D532 MAY 27 1997

Florida Public Service Commission  
Secretary  
2540 Shumard Oak Boulevard  
Tallahassee, Florida 32399-0866

Re: *Application for Metro Connection, Inc. d/b/a TransAmerican Telephone for Authority to Provide Alternative Local Exchange Service Within the State of Florida.*

Dear Madam or Sir:

Enclosed herewith for filing on behalf of *Metro Connection, Inc., d/b/a TransAmerican Telephone*, please find an original and six (6) copies of its Application for Authority to Provide Alternative Local Exchange Services within the State of Florida. Also, please find our firm check in the amount of \$250.00 made payable to the Florida Public Service Commission to cover filing fees.

Please date-stamp the extra copy and return to the undersigned in the self-addressed stamped envelope provided. If you have any questions, please contact me at (281) 286-1040.

Respectfully submitted,

MAXWELL, BAKER & McFATRIDGE, P.C.  
17625 EL CAMINO REAL, SUITE 310  
HOUSTON, TEXAS 77058-3052

FIRST PROSPERITY BANK  
CLEAR LAKE  
P.O. BOX 35560  
HOUSTON, TEXAS 77235-5560

10382

DOCUMENT NUMBER - DATE  
05228 MAY 27 97

May 23, 1997

PAY TO THE ORDER OF Florida Public Service Commission \$250.00

Two Hundred Fifty and No/100 DOLLARS

MEMO

760 MCI02-KLD  
Filing Fee-Application for Authority