

TSC PAYPHONE CORP.

VIA OVERNIGHT DELIVERY

November 18, 1997

Florida Public Service Commission  
c/o Records & Reporting  
2540 Shumard Oak Blvd.  
Tallahassee, FL 32399-0850

971526-TC

Re: Application of TSC Payphone Corp. for a PATS Certificate

Dear Sir or Madam:

Enclosed herein for filing with the Florida Public Service Commission ("Commission") please find an original and two (2) copies of the Application of TSC Payphone Corp. ("TSC") for a Certificate to provide Pay Telephone Services throughout the State of Florida.

Also enclosed is a check in the amount of \$100.00 as payment for the application fee and one (1) copy of TSC's Certificate of Authority on file with the Florida Secretary of State.

While no provision for expedited treatment of applications exists in the Commission's Rules, TSC respectfully requests that its Application be processed in an expedited fashion.

For verification of receipt, please date-stamp the enclosed copy of this cover letter and return it to the undersigned at your earliest convenience. Please contact the undersigned at (210) 352-1488 with any questions, comments or further requirements regarding this matter. Your courtesies are greatly appreciated.

Very truly yours,

TSC PAYPHONE CORP.



Rick Cantu  
Manager of Regulatory Affairs

Check received with filing and forwarded to Fiscal for deposit. Fiscal to forward a copy of check to RAR with proof of deposit.

Initials of person who forwarded check:

AJ.

DOCUMENT NUMBER-DATE

11867 NOV 1997

## FLORIDA PAY TELEPHONE CERTIFICATE APPLICATION

1. LEGAL NAME OF THE APPLICANT TSC Payphone Corp.

2. NAME UNDER WHICH THE APPLICANT WILL DO BUSINESS \_\_\_\_\_

TSC Payphone Corp.

3. ADDRESS OF THE APPLICANT(S)

STREET 14100 San Pedro, Suite 400CITY San AntonioSTATE & ZIP CODE Texas 782324. TYPE OF ORGANIZATION (CHECK ONE) 

A. INDIVIDUAL DOING BUSINESS UNDER HIS/HER OWN NAME: ( )

DOCUMENTATION: No other documentation needed.

B. PARTNERSHIP: ( )

DOCUMENTATION: Attach a copy of the partnership agreement, and a list with the name and address of all partners.

C. CORPORATION: (X)

DOCUMENTATION: Attach proof that articles of incorporation have been filed with the Florida Secretary of State's Office, If incorporated outside of Florida, attach proof from the Florida Secretary of State that applicant has authority to operate in Florida and provide name and address of Florida Registered Agent.

NAME CT Corporation System

# FLORIDA PAY TELEPHONE CERTIFICATE APPLICATION

ADDRESS 1200 South Pine Road  
Plantation, Florida 33324

D. DOING BUSINESS UNDER A FICTITIOUS NAME: ( )

DOCUMENTATION: Attach proof that a fictitious name(s) has been registered with the Florida Secretary of States Office.

5. PROVIDER NAME, TITLE, AND TELEPHONE NUMBER OF THE INDIVIDUAL WHO IS RESPONSIBLE FOR COMMISSION CONTACTS:

NAME: Rick Cantu  
TITLE: Manager of Regulatory Affairs  
PHONE: (210) 352-1488 - (210) 352-1501 (Fax)

6. HAS APPLICANT OR ANY SUBSIDIARY, PARTNER, OFFICER, DIRECTOR, ETC., OR IN THE CASE OF A CLOSELY HELD CORPORATION ANY SHAREHOLDER OF THE APPLICANT EVER BEEN GRANTED OR DENIED A PAY TELEPHONE CERTIFICATE IN THE STATE OF FLORIDA? THIS INCLUDES ACTIVE AND CANCELED PAY TELEPHONE CERTIFICATES.

Yes, North American InTeleCom, Inc. ("NAI"), an affiliate of  
TSC Payphone Corp., has been granted a pay telephone certificate  
in Florida.

7. IF THE ANSWER TO QUESTION 6 IS YES, PLEASE EXPLAIN AND LIST THE CERTIFICATE HOLDER AND CERTIFICATE NUMBER.

North American InTeleCom, Inc. PATS No. 2459

8. LIST THE STATES IN WHICH THE APPLICANT:

A. IS CURRENTLY PROVIDING PAY TELEPHONE SERVICE. None \*

# FLORIDA PAY TELEPHONE CERTIFICATE APPLICATION

- B. HAS APPLICATIONS PENDING TO BE CERTIFICATED AS A PAY TELEPHONE PROVIDER.

Kentucky & Illinois

- C. HAS BEEN DENIED AUTHORITY TO OPERATE AS A PAY TELEPHONE PROVIDER. EXPLAIN CIRCUMSTANCES.

None

- D. HAS HAD REGULATORY PENALTIES IMPOSED FOR VIOLATIONS OF TELECOMMUNICATIONS STATUTES, EXPLAIN CIRCUMSTANCES.

None

9. PLEASE INDICATE IF ANY OFFICERS OF THE CORPORATION, PARTNERSHIP OR INDIVIDUAL APPLICANT 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.

No. There are no officers of TSC Payphone Corp. that have been adjudged bankrupt, mentally incompetent, or found guilty of any felony or crime.

There are no pending proceedings against any such officers.

10. PLEASE CHECK  THE SERVICES THAT WILL BE PROVIDED:

LOCAL   
LONG DISTANCE   
COIN

# FLORIDA PAY TELEPHONE CERTIFICATE APPLICATION

CALLING CARD  
CREDIT CARD  
OTHER, DESCRIBE

11. PROPOSED NUMBER OF PAY TELEPHONE INSTRUMENTS THE APPLICANT PLANS TO PLACE IN THE FIRST YEAR: 660 \*

12. HOW DOES THE APPLICANT INTEND TO SERVICE AND MAINTAIN EACH PAYPHONE?

PERSONALLY  
FULL-TIME TECHNICIAN  
PART-TIME TECHNICIAN  
SERVICE/REPAIR/MAINTENANCE CONTRACT  
OTHER DESCRIBE

TSC Payphone Corp. intends to service and maintain each payphone through its full-time technician and through independent contractors.

13. WILL EACH OF THE PAY TELEPHONES WHICH YOU PLAN TO INSTALL PROVIDE ACCESS TO ALL LOCALLY AVAILABLE LONG DISTANCE CARRIERS VIA IOXXX+0, 950-XXXX, AND 1-800? (See Rule 25-24.515(6), F.A.C.)

Yes, all TSC Payphone Corp. pay telephones shall provide coin-free access to all locally available interexchange carriers in compliance with Rule 25-24.515(6) and all other applicable rules and regulations promulgated by the FPSC.

14. WILL EACH OF THE PAY TELEPHONES WHICH YOU PLAN TO INSTALL CONFORM TO SUBSECTIONS 4.29.2 - 4.29.4 and - 4.29.8 OF THE AMERICAN NATIONAL STANDARD SPECIFICATIONS FOR MAKING BUILDINGS AND FACILITIES ACCESSIBLE AND USABLE BY PHYSICALLY HANDICAPPED PEOPLE (ATTACHMENT F ANSI STANDARDS) (See Rule 25-24.515(14), F.A.C.)

Yes, TSC Payphone Corp. will ensure that its pay telephones comply with  
25-24.515(13) and all other applicable rules and regulations pertaining  
to the use of its pay telephones by physically handicapped persons.

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I, THE UNDERSIGNED OWNER OR OFFICER OF THE ABOVE NAMED ENTITY, HAVE READ THE FOREGOING AND DECLARE THAT TO THE BEST OF MY KNOWLEDGE AND BELIEF, THE INFORMATION IS A TRUE AND CORRECT STATEMENT, I AM AWARE THAT PURSUANT TO S. 837.06, FLORIDA STATUTE, 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. I WILL COMPLY WITH ALL CURRENT AND FUTURE COMMISSION REQUIREMENTS REGARDING THE PAY TELEPHONE SERVICE. I UNDERSTAND THAT A NON-REFUNDABLE APPLICATION FEE OF \$100 MUST ACCOMPANY THE APPLICATION, ALSO I UNDERSTAND THAT I AM REQUIRED TO PAY A REGULATORY ASSESSMENT FEE (MINIMUM \$50.00 PER CALENDAR YEAR), FILE AN ANNUAL PAY TELEPHONE SERVICE REPORT, AND PAY GROSS RECEIPTS TAX. FURTHERMORE I AGREE TO KEEP THE COMMISSION ADVISED OF ANY CHANGES IN THE NAMES OR ADDRESSES LISTED ABOVE WITHIN TEN (10) DAYS OF THE CHANGE.

TSC PAYPHONE CORP.

By:

(SIGNATURE OF OWNER/CHIEF OFFICER OF APPLICANT)

KERMIT D. HEATON

President and Chief Operating Officer

~~NAME:~~ Kermit D. Heaton

*Dated: November 18, 1997*

**APPLICANT ACKNOWLEDGMENT CARD**

**Applicant** TSC Payphone Corp.

**I acknowledge receipt and understanding of the Florida Public Service Commission's Rules and Requirements relating to my provision of Pay Telephone Service.**

TSC Payphone Corp. acknowledges receipt and understanding of the Florida

Public Service Commission's Rules and Requirements relating to the provision

of Pay Telephone Service.

TSC PAYPHONE CORP.

**Signature:**

Kermit D. Heaton  
KERMIT D. HEATON

**Title:**

President and Chief Operating Officer

**Date:**

November 18, 1997

**THIS MUST BE COMPLETED AND RETURNED WITH THE APPLICATION BEFORE THE CERTIFICATION PROCESS BEGINS. FAILURE TO DO SO WILL RESULT IN A DELAY OF THE CERTIFICATE BEING ISSUED.**



**ATTACHMENT "A"**  
**TO**  
**PAY TELEPHONE CERTIFICATE APPLICATION OF**  
**TSC PAYPHONE CORP.**

1. **Question 8 (Page 12)** - List the states in which Applicant is currently providing pay telephone service.

*TSC Payphone Corp. ("Payphone") does not currently own or operate any pay telephones in any state. However, upon the effective date of the issuance of Payphone's Florida Pay Telephone Certificate, Payphone will assume the ownership of (and will undertake operational responsibilities for) all pay telephones located in Florida (currently numbering 660) which are now owned and/or operated by North American InTeleCom, Inc. ("NAI"). This assumption of ownership and operations will not include NAI's pay telephones located in correctional facilities.*

*The foregoing is intended to effect a restructuring by the corporate parent of Payphone and NAI.*

*At such time as Payphone's PATS certificate has been issued, Payphone will notify the FPSC of this transfer of assets and will apply for and obtain any required approvals to fully effect the intentions of this transaction.*

2. **Question 11 (Page 14)** - Proposed number of pay telephone instruments the Applicant plans to place in the first year.

*See Payphone's response above.*

Submitted this 18<sup>th</sup> day of November 1997:

**TSC PAYPHONE CORP.**

By: Kermit D. Heaton  
Kermit D. Heaton  
President and Chief Operating Officer

# State of Florida



## Department of State

I certify the attached is a true and correct copy of the application by TSC PAYPHONE CORP., a Delaware corporation, authorized to transact business within the State of Florida on October 6, 1997 as shown by the records of this office.

The document number of this corporation is F97000005242.

Given under my hand and the  
Great Seal of the State of Florida  
at Tallahassee, the Capitol, this the  
Seventh day of October, 1997



CR2EO22 (2-95)

A handwritten signature in cursive script, reading 'Sandra B. Mortham'.

Sandra B. Mortham  
Secretary of State

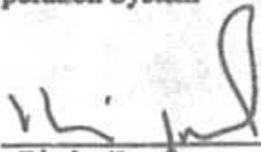
**APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION  
TO TRANSACT BUSINESS IN FLORIDA**

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. The name of the corporation is TSC Payphone Corp.
2. The corporation is incorporated under the laws of the State of Delaware.
3. The corporation's Federal Tax ID number is 75-2712971.
4. The corporation was incorporated on May 29, 1997.
5. The duration of the corporation is perpetual.
6. The corporation has not yet transacted business in Florida.
7. The current mailing address of the corporation is 1601 N. Collins Blvd., Richardson, Texas, 75080.
8. The purpose of the corporation is to engage in any lawful act or activity for which corporations may be organized under the General Corporation Law of Delaware.
9. The name and address of the corporation's registered agent in Florida is: CT Corporation System, 1200 South Pine Island Road, Plantation, Florida 33324.
10. Registered agent's acceptance:

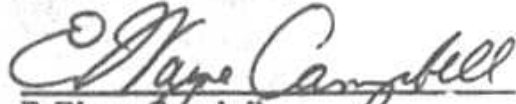
*Having been named as registered agent and to accept service of process for the above-stated corporation at the place designated on this application, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provision of all statutes relative to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.*

CT Corporation System

By:   
Name: Kirk Hood  
Its: Asst Secy

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
97 OCT - 6 PM 12: 25

11. Attached is a certificate of existence duly authenticated, not more than 90 days prior to delivery of this application to the Department of State, by the Secretary of State or other official having custody of corporate records in the jurisdiction under the law of which it is incorporated.
12. The names and address of the officers and directors are attached.



E. Wayne Campbell  
Vice President, General Counsel, Secretary

**TSC PAYPHONE CORP. DIRECTORS**

<b>Name</b>	<b>Mailing Address</b>
Jerry D. Gibson	1601 North Collins Boulevard Richardson, Texas 75080
Jim Williams, Jr.	1601 North Collins Boulevard Richardson, Texas 75080
Kermit D. Heaton	1601 North Collins Boulevard Richardson, Texas 75080

**TSC PAYPHONE CORP. OFFICERS**

<b>Name</b>	<b>Office</b>	<b>Mailing Address</b>
Jerry D. Gibson	Chairman of the Board Chief Executive Officer	1601 North Collins Boulevard Richardson, Texas 75080
Jim Williams, Jr.	Vice Chairman of the Board	1601 North Collins Boulevard Richardson, Texas 75080
Kermit D. Heaton	President Chief Operating Officer	1601 North Collins Boulevard Richardson, Texas 75080
Glen E. Alcorn	Vice President, South Operations	1601 North Collins Boulevard Richardson, Texas 75080
George E. Lundquist	Vice President, North Operations	1601 North Collins Boulevard Richardson, Texas 75080
Wayne Campbell	Vice President Secretary General Counsel	14100 San Pedro, Suite 400 San Antonio, Texas 78232
Larry W. Fannon	Vice President Controller Assistant Secretary	1601 North Collins Boulevard Richardson, Texas 75080
John W. Gibson	Vice President, Administration	1601 North Collins Boulevard Richardson, Texas 75080
Wanda Jones	Assistant Secretary	1601 North Collins Boulevard Richardson, Texas 75080
David Menke	Assistant Controller Assistant Secretary	14100 San Pedro, Suite 400 San Antonio, Texas 78232