

BEARD

and Associates

January 19, 1998

Florida Public Service Commission
Division of Communications
Certification & Compliance Section
2540 Shumard Oak Boulevard
Tallahassee, Florida 32399-0866

Dear Sirs:

Enclosed are the originals and six copies of an applications for Certification as an Alternative Local Exchange Carrier for the State of Florida. Any questions or requests for further information can be directed to myself at the appropriate address and phone number. We appreciate your help in this matter.

Sincerely,



Thomas M. Beard

5220 GREYSTOKE LANE
TALLAHASSEE, FL 32308
Phone 904 ♦ 894-1361
Fax 904 ♦ 668-0275

DOCUMENT NUMBER DATE

01029 JAN 20 98

FLORIDA PUBLIC SERVICE COMMISSION

**FLORIDA PUBLIC SERVICE COMMISSION
CAPITAL CIRCLE OFFICE CENTER - 2540 SHUMARD OAK BOULEVARD
TALLAHASSEE, FLORIDA 32399-0850**

**APPLICATION FORM
for**

**AUTHORITY TO PROVIDE ALTERNATIVE LOCAL EXCHANGE SERVICE
WITHIN THE STATE OF FLORIDA**

INSTRUCTIONS

1. **This form is used for an original application for a certificate and for approval of sale, assignment or transfer of an existing alternative local exchange certificate. In case of a sale, assignment or transfer, the information provided shall be for the purchaser, assignee or transferee.**
2. **Respond to each item requested in the application and appendices. If an item is not applicable, please explain why.**
3. **Use a separate sheet for each answer which will not fit the allotted space.**
4. **If you have questions about completing the form, contact**

**Florida Public Service Commission
Division of Communications, Certification & Compliance Section
2540 Shumard Oak Boulevard
Tallahassee, Florida 32399-0866
(904) 413-6600**

5. **Once completed, submit the original and six (6) copies of this form along with a non-refundable application fee of \$250 made payable to the Florida Public Service Commission at the above address.**

DOCUMENT NUMBER-DATE

01029 JAN 20 88

FLORIDA PUBLIC SERVICE COMMISSION

FORM PSC/CMU 8 (11/95)
Required by Chapter 364.337 F.S.

1. This is an application for (check one)

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 non-certificated 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:

New Millennium Communications Corporation

3. Name under which the applicant will do business (d/b/a)

New Millennium Communications Corporation

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

Fictitious name registration number

5. A. National mailing address including street name, number, post office box, city, state, zip code, and phone number

**New Millennium Corporation
200 South Biscayne Blvd., Suite 5400
Miami, Florida 33131
(305) 379-5445**

FORM PSC/CMU 8 (11/95)
Required by Chapter 364.337 F.S.

zip **B. Florida mailing address including street name, number, post office box, city, state, code, and phone number.**

**New Millennium Corporation
200 South Biscayne Blvd., Suite 5400
Miami, Florida 33131
(305) 379-5445**

6. Structure of organization:

- | | |
|--|---|
| <input type="checkbox"/> Individual | <input checked="" type="checkbox"/> Corporation |
| <input 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 |

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

N/A

8. 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

N/A

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

Corporate charter number: P94000050459

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

**James Cooney (On Going)
New Millennium Corporation
200 South Biscayne Blvd.
Miami, Florida 33131
(305) 379-5445 Voice
(306) (305) 379-5446 - Fax**

**Thomas M. Beard (Application)
Beard & Associates
5220 Greystone Lane
Tallahassee, Florida 32308
(850) 894-1361
(850) 668-0275**

FORM PSC/CMU 8 (11/95)
Required by Chapter 364.337 F.S.

11. Please list other states in which the applicant is currently providing or has applied to provide local exchange or alternative local exchange service

None

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

Customer will be able to file a complaint by phone, fax or mail to the company or to the FPSC. Addresses and 800 phone numbers will be provided when they sign up for service.

15. Please complete and file a price list in accordance with Commission Rule 25-24.825

Lists will be developed regionally and submitted prior to offering service.

16. 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 Attached

Regarding the showing of financial capability the following applies

The application should contain the applicant's financial statements for the most recent 3 years, including:

- 1. the balance sheet**
- 2. income statement**
- 3. statement of retained earnings**

FORM PSC/CMU 8 (11/95)
Required by Chapter 364.337 F.S.

Further, a written explanation, which can include supporting documentation, regarding the following should be provided to show financial capability:

1. Please provide documentation that the applicant has sufficient financial capability to provide the requested service in the geographic area proposed to be served.
2. Please provide documentation that the applicant has sufficient financial capability to maintain the requested service.
3. Please provide documentation that the applicant has sufficient financial capability to meet its lease or ownership obligations.

NOTE: This documentation may include, but is not limited to, financial statements, a projected profit and loss statement, credit references, credit bureau reports, and descriptions of business relationships with financial institutions.

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 attest that the financial statements are true and correct.

B. Managerial capability.

See Attached

C. Technical capability.

See Attached

(If you will be providing local intra-exchange switched telecommunications service, then state how you will provide access to 911 emergency service. If the nature of the emergency 911 service access and funding mechanism is not equivalent to that provided by the local exchange companies in the areas to be served, described in detail the difference.)

FORM PSC/CMU 8 (11/95)
Required by Chapter 364.337 F.S.

AFFIDAVIT

By my signature below, I, the undersigned officer, attest to the accuracy of the information contained in this application 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 s. 775.082 and s. 775.083".

Official:


Signature

01 16 98
Date

Title: Chief Financial Officer
Telephone Number: (305) 379-5445

Address: 200 South Biscayne Blvd., Suite 5400
Miami, Florida 33131

**NEW MILLENNIUM COMMUNICATIONS, CORP
AND SUBSIDIARY
CONSOLIDATED FINANCIAL STATEMENTS
NOVEMBER 30, 1997**

NEW MILLENNIUM COMMUNICATIONS CORP AND SUBSIDIARY
CONSOLIDATED BALANCE SHEET
NOVEMBER 30, 1997

ASSETS

Current assets	
Cash	\$ 440,849
Prepaid expenses	<u>65,000</u>
Total current assets	<u>505,849</u>
Property and equipment, at cost	<u>112,238</u>
Other assets	
Prepaid expenses	14,375
Security deposits	<u>8,700</u>
	<u>23,075</u>
	<u>\$ 641,162</u>

LIABILITIES AND STOCKHOLDERS' EQUITY

Current liabilities	
15% Note payable	\$ 125,000
Accrued interest	<u>7,260</u>
Total current liabilities	<u>132,260</u>
Long term debt	
8% Notes payable	<u>225,000</u>
Stockholders' equity	
Common stock, \$.001 par value, 50,000,000 shares authorized 22,324,000 shares issued 22,284,000 shares outstanding	22,364
Additional paid-in capital	835,631
Deficit	(534,092)
	<u>323,902</u>
Less Treasury stock, 40,000 shares, at cost	<u>40,000</u>
	<u>283,901</u>
	<u>\$641,162</u>

The accompanying notes are an integral part of these financial statements

**NEW MILLENNIUM COMMUNICATIONS CORP AND SUBSIDIARY
CONSOLIDATED STATEMENT OF OPERATIONS
FOR THE ELEVEN MONTHS ENDED NOVEMBER 30, 1997**

General and administrative expenses	\$ 515,872
Interest expense	<u>7,260</u>
Net loss for eleven months	(\$ 523,132)
Net loss per share	(\$.068)

The accompanying notes are an integral part of these financial statements

**NEW MILLENNIUM COMMUNICATIONS CORP AND SUBSIDIARY
CONSOLIDATED STATEMENT OF STOCKHOLDERS' EQUITY
FOR THE ELEVEN MONTHS ENDED NOVEMBER 30, 1997**

	CAPITAL STOCK SHARES		ADDITIONAL PAID-IN	DEFICIT	TREASURY STOCK
	(000'S)	\$\$	CAPITAL		
Balance, January 1, 1997	100	\$ 100	\$ 9,900	(\$ 10,961)	\$ -
Sale of stock	15,000	15,000			
Reverse split 1 for 2	(7,550)	(7,550)	7,550		
Sales of stock	4,640	4,640	369,630		
Acquisition of New Millennium Communications Inc.	10,174	10,174	448,551		
Purchase of Treasury Stock	(40)				40,000
Net loss for Period				(523,132)	
Balance, November 30, 1997	<u>22,324</u>	<u>\$ 22,364</u>	<u>\$835,631</u>	<u>(\$534,093)</u>	<u>\$ 40,000</u>

The accompanying notes are an integral part of these financial statements

**NEW MILLENNIUM COMMUNICATIONS CORP AND SUBSIDIARY
CONSOLIDATED STATEMENT OF CASH FLOWS
FOR THE ELEVEN MONTHS ENDED NOVEMBER 30, 1997**

Cash Used for Operating Activities	
Net loss	(\$ 523,132)
Adjustments to reconcile net loss to net cash used for operating activities	
Decrease in accounts payable	(961)
Increase in prepaid expenses	(79,375)
Increase in accrued expenses	7,260
Increase in security deposits	(8,700)
CASH USED FOR OPERATING ACTIVITIES	(604,908)
Cash Used for Investing Activities	
Purchase of fixed assets	(112,238)
CASH USED FOR INVESTING ACTIVITIES	(112,238)
Cash Provided from Financing Activities	
Increase in loans payable	350,000
Purchase of treasury stock	(40,000)
Sale of common stock	847,995
CASH PROVIDED BY FINANCING ACTIVITIES	1,157,995
INCREASE IN CASH and cash at November 30, 1997	\$ 440,849
There were no funds used for the payment of income taxes or interest	

The accompanying notes are an integral part of these financial statements

NEW MILLENNIUM COMMUNICATIONS, CORP AND SUBSIDIARY
NOTES TO FINANCIAL STATEMENTS
NOVEMBER 30, 1997

1. Summary of Significant Accounting Policies, Nature of Operations and Use of Estimates

Organization

The Company was incorporated under the laws of the State of Florida on July 7, 1994, as Hollywood Insurance Place, Inc. There have been no operations since inception and under Statement #7 of the Financial Accounting Standards Board, the Company is considered a development stage company. On November 19, 1997 the Company changed its name to New Millennium Communications, Corp (CORP)

Wholly-Owned Subsidiary:

On July 25, 1997 New Millennium Communications, Inc. was incorporated under the laws of the State of Delaware. New Millennium Communications, Inc. (INC) is engaged in the business of telecommunications. Through a series of stock transactions, discussed below, Corp. acquired all of the outstanding capital stock of Inc. As of November 30, 1997, the Company has not commenced operations.

Principles of Consolidation:

The consolidated financial statements include the activity of New Millennium Communications, Corp and its wholly owned subsidiary New Millennium Communications, Inc. All intercompany accounts and transactions have been eliminated.

Pervasiveness of Estimates:

The preparation of financial statements in conformity with generally accepted accounting principles requires management to make estimates and assumptions that affect the reported amounts of assets, and liabilities and disclosures of contingent assets and liabilities, at the date of the financial statements, and the reported amounts of revenues and expenses during the reporting period. Actual results could differ from those estimates.

Loss per share

In February 1997, the Financial Accounting Standards board issued Statement No. 128, Earnings Per Share, which is required to be adopted on December 31, 1997. The Company has elected to adopt the SFAS as of November 30, 1997. Therefore, earnings per share will be based solely on the weighted average of shares outstanding throughout the year. For the period ended November 30, 1997, the weighted average number of shares outstanding was 7,688,070.

NEW MILLENNIUM COMMUNICATIONS, CORP AND SUBSIDIARY
NOTES TO FINANCIAL STATEMENTS
NOVEMBER 30, 1997

1. Summary of Significant Accounting Policies, Nature of Operations and Use of Estimates
(continued)

Property and equipment

Property and equipment are stated at cost. Depreciation of assets is computed using the straight-line method of depreciation over the estimated useful lives of the assets. The estimated useful lives range from 5 to 7 years.

2. Capital Stock Transactions

At December 31, 1996, CORP. had 100,000 shares of common stock outstanding. On November 10, 1997 15,000,000 shares of common stock were issued at \$.001 par value. On November 15, 1997 the outstanding shares were subject to a reverse split of one share for each two shares previously owned. The par value of \$.001 remained the same. The outstanding stock of CORP was now 7,550,000 shares. On November 21, in three separate transactions, 4,270,000 shares of CORP were sold at par value of \$.001. In addition, on that date the Corp. acquired all of the outstanding shares (10,174,000 shares) of INC on a one share for one share basis. Those shareholders of INC became shareholders of CORP.

In one additional transaction, CORP purchases 40,000 shares of treasury stock at \$1.00 per share.

3. Commitments and Contingencies

On November 19, 1997, the Company entered into a twenty-four month consulting agreement whereby the Consultant must give the right of first refusal to all rights which the Consultant has to purchase long distance communications companies. The compensation paid under this agreement was \$30,000. As of November 30, 1997, \$29,375 is considered to be prepaid.

4. Notes Payable

Notes payable, at November 30, 1997, consisted of the following:
 Bridge Bank, due February 16, 1998, principle and interest

at the rate of 15%, unsecured \$ 125,000

Notes payable, unsecured, due July 25, 1999

3 separate notes to shareholders for \$75,000,

interest at 8%, due quarterly

225,000

350,000

Less current maturities

125,000

\$225,000

NEW MILLENNIUM COMMUNICATIONS, CORP AND SUBSIDIARY
NOTES TO FINANCIAL STATEMENTS
NOVEMBER 30, 1997

5 Property and Equipment

Property and equipment at November 30, 1997, consisted of the following

Office furniture	\$ 9,238
Equipment	103,000
	<u>\$ 112,238</u>

The equipment was in place but not in use as of November 30, 1997. Accordingly, no depreciation was charged for the period.

6 Leases

The Company leases office space and a condominium in Miami, Florida. The term of the lease for office space is for three years and the lease on the condominium is for the period of a year.

Minimum annual rentals are as follows:

1998	\$ 110,260
1999	65,373
2000	<u>68,486</u>
	<u>\$ 244,119</u>

Rent expense for the year ending December 31, 1997 will be \$16,456

7 Commitments

The Company has entered into two separate agreements as of November 30, 1997, a consulting agreement for a 24 month period, commencing on November 19, 1997 and an agreement with a law firm that deals with telecommunications companies.

The consulting agreement called for a prepayment of \$30,000 of which \$15,000 represents current assets and the remaining portion \$14,375 represents non current assets.

The retainer agreement with the law firm calls for a standing retainer balance of \$50,000. Bills for services rendered will be charged monthly against the retainer and the Company must reimburse the retainer amount for the amount of the bill. Accordingly, this retainer bill is also considered to be a prepaid item.

**NEW MILLENNIUM COMMUNICATIONS, CORP AND SUBSIDIARY
NOTES TO FINANCIAL STATEMENTS
NOVEMBER 30, 1997**

8. Income Taxes

The Company and its subsidiary will file consolidated income tax returns. The Company expects to have a net operating loss carryforward of approximately \$ 550,000 to offset against future profits.

GREGORY E. WEBB

140 Carnoustie Way
Media, PA 19063

Phone: (610) 891-7575
Fax: (610) 891-7577

CAREER SUMMARY

Results oriented senior level operations executive with 25 years experience in technology and execution of market operations specializing in wireless, cellular, PCS, telecommunications and information technology industries. Domestic and international experience in marketing, operations, project management, contract negotiations and management, manufacturing, business strategy development, market assessment and competitive analysis, mergers and acquisitions, and consulting. Technical expertise in RF network design, information technology, software and electronics development, cellular and PCS manufacturing. Seeking a position with total profit and loss responsibility and accountability.

EMPLOYMENT SUMMARY

INTERDIGITAL COMMUNICATIONS CORP., King of Prussia, Pennsylvania 1996 to 1997
A \$100 million wireless telecommunications company doing research, design, development, and manufacturing of Broadband Code Division Multiple Access (BCDMA™), True PCSTM, wireless local loop, and third generation mobility.

Chief Executive Officer

Responsible for developing InterDigital into a world class telecommunications marketing and manufacturing company. Increase share owner value through new customers, new alliances, improved margins, and new products. Potential value increase in 100s of millions to share owners.

QUALCOMM, INC., San Diego, California 1995 to 1996
A \$600+ million wireless telecommunications manufacturer of Code Division Multiple Access (CDMA), PCS, and cellular equipment. A start-up in cellular and PCS wireless market.

Corporate Vice President - Marketing, Strategy and Investor

Responsible for marketing, sales, and business relationships with strategic accounts, which are: Sprint Spectrum, AT&T Wireless, AT&T Local, Lucent Technologies, NextWave Telecom, regional holding companies, and emerging PCS companies. Coached the start-up team and implemented a strong project management discipline.

- Qualcomm's investor to Nextwave Telecommunications, Inc., a wireless startup—coached team on operating plan, IPO and Wall Street.
- Designed, developed and implemented marketing and sales programs to generate \$2 billion in new revenues by 1997 and achieve gross margins of 55%.
- Created and implemented Business Partners program to fill out product line with companies like Boston Technology, Stratacom, etc.
- Developed and executed a \$500+ million advanced customer care, real time billing aggregator, switching, and service node business. The intelligent service creation will allow uniform services to be deployed by wireless, CATV, and long distance companies; a significant competitive advantage.
- Designed Eudora E-mail Exchange, a text based messaging system and global directory for the Internet; valuation \$ millions.
- Implemented project management, contract management and prioritization systems.

SANDERS TELECOMMUNICATIONS SYSTEMS, a Lockheed Martin Company,

Manchester, New Hampshire

1994 to 1995

A multi-billion dollar defense manufacturer specializing in radio, fiber, and other digital signal processing communications.

General Manager . . . Coach of a Start-up in Telecommunications

Responsible for directing and executing the development of cellular and Personal Communications Services' Infrastructure business generating \$1+ billion by year 2000. Total profit and loss responsibility.

- **Designed, developed, and executed a business plan to manufacture, market, and distribute cellular location products (TDOA), multimode base stations, base station controllers, antennas, handsets, switching interfaces, and network management systems.**
- **Developed and executed customer base with Ameritech, Airtouch, NYNEX, BellSouth, Primeco, Clear Communications, CATV cable companies and others which is expected to provide \$400 million in new revenues by 1997.**
- **Designed and executed a functional business plan for marketing, operations, sales, manufacturing and finance while directing 23 program managers, systems engineers and developers. Generating gross margin in excess of 55%.**
- **Designed, developed, and executed PCS CDMA infrastructure products (Remote Antenna Drivers, Remote Antenna Signal Processor, Routers, Wireless Loops including antennas and microcells) for AT&T, Qualcomm, and others which are valued at \$950 million in new revenues by 1999.**

CORNERSTONE STRATEGIES, LTD., Madison, Wisconsin

1992 to 1994

A management consulting company specializing in the telecommunications and information industries.

President

- **Developed, managed, and executed a telecommunications consulting practice. Principle customers included AT&T, TDS, IBM, Lockheed Martin, ADC Communications and start-ups.**
- **Specialized in changes of line operations, especially customer care, billing and operations support systems.**

AMERITECH, INC., Chicago, Illinois

1988 to 1992

\$10 billion telecommunications and information service company operating in five states with ventures worldwide.

General Manager and AVP - Operations Planning and Corporate Development

Developed and implemented Ameritech's Market Plan to gain competitive advantage.

- **Created and executed market plan for Customer Information Platform which is designed as a multi-offer billing system to simplify and integrate marketing channels, simplify and integrate cross function business processes and develop a new information technology platform to support above - a net reduction in operating expenses of \$500 million by year end 1997.**
- **Developed and executed implementation plan that crosses all Ameritech SBUs, replacing current business processes on a cross functional basis, operation support systems and customer contact systems with five logical business processes and support systems, which is expected to generate 6-8% of total revenue growth (or \$600 million) and reduce unit costs by 30 to 50% by year end 1996. Functioned as change agent within transformation of Ameritech.**
- **Conceived, developed, and executed Ameritech's Packet Data Market Plan, Fundamental Network Plan and Information Technology Strategic Plan which are projected to generate \$700 million in new revenues by 1996.**

- Developed, managed, and executed Ameritech Bell Group Switching System RFP which is expected to save \$500 million over business as usual (1991-1996)
- Designed and executed Ameritech's Fiber Ring Network serving major metropolitan cities valued at \$500 million.

NORTHERN TELECOM LIMITED, Toronto, Canada

1987 to 1988

\$8 billion dollar telecommunications manufacturing and marketing company worldwide

Managing Director – Marketing and Product Management, Raleigh, North Carolina

- Conceived, developed and executed Northern Telecom's Integrated Public Data Networking Market Plan and Information Gateway, resulting in long-term development contracts with approximate value of \$1 billion.
- Executed new product/service conception, new business opportunities, joint ventures, and strategic alliances. Also, responsible for cross product development with Northern Telecom and its subsidiaries; the target market being Systems Integrators.
- Managed Field Directors responsible for formal customer relations with Bell Operating Companies and Independent Telephone Companies.
- Conceived, developed and implemented the DMS Supernode, Custom Programmability, Data Networking and Network Management Systems which are expected to generate a billion dollars in revenues over the next five years.

AT&T, Basking Ridge, New Jersey

1967 to 1987

A \$50 billion global telecommunications and computer manufacturing, services and product marketing company.

Group Market Manager – Market and Product Line Management

Developed Market and Implementation Plan for a start-up, Global Information Movement and Management (GIM&M) Systems (1986-1987). GIM&M is a service and product offering to multinational customers. It is projected to be worth \$10-\$12 billion by 1992

- Conceived and developed Global Information Movement and Management Market Plan which is an integrated AT&T Global service offer for all lines of business that will generate 50% of AT&T's revenues by year 2000.
- Transitioned GIM&M strategy to operational status within the Strategic Business Units.
- Directed and conducted negotiations with Japanese firm of Kokusai Denshin Denwa (KDD) and British Telecom International to implement GIM&M.
- A start-up -- Executed a capitalization plan, and negotiated Japanese Enhanced Network Service Corporation (JENS) Strategy with Industrial Bank of Japan, Fujitsu, KDD and 31 other Japanese companies. (A \$50-\$200 million joint venture by 1992)
- Conceived and implemented Megacom® and Megacom 8000® with expected value of \$4-\$5 billion.

AT&T BELL TELEPHONE LABORATORIES, Executive Resident Program (1978-1979)

Designed, developed and executed Access Technologies to meet AT&T's Alternative Access Strategic business plan. The plan will reduce AT&T's access costs by 40 to 60% or \$8 to \$12 billion. The technologies included wireless, fiber rings, and coax infrastructures

Various line assignments in Marketing, Sales, Operations, and International Market Operations (1967-1987)

BOARD OF DIRECTORS, EXECUTIVE COMMITTEE, Edgewater Technology, Inc.,

Boston, MA. Function as a coach to a start-up executive team.

1995 to Present

U.S. MARINE CORPS. (1962-1967)

EDUCATION

Masters of Business Administration, June 1989 - J.L. Kellogg Graduate School of Management, Northwestern University

Bachelor of Science in Economics and Computer Science - Xavier University, 1973

Graduate Studies Marketing, Harvard Graduate School of Business, June 1993

Graduate Studies in High Speed Communications at the Robert R. McCormick School of Engineering and Applied Science, Northwestern University, 1991

Graduate Studies in Econometrics, International Finance, and Trade and Strategic Planning, Xavier University, 1973

PERSONAL and PROFESSIONAL

Married, five children, age 51, excellent health

Guest speaker at Supercom '96, Wireless '95, various PCS conferences, and electronic trade shows.

Member of IEEE and Member CTIA

Thomas Wilkerson

1594 Eastlake Way
Fort Lauderdale, Fla. 33326

Home 954 389-7715
Work 305 379 5445

Skills Summary

International Correspondent Relations, International Network Design, International Technical Negotiations, Project Management, International Product Management, International Traffic Engineering, International Product Development, Domestic and International Switch Engineering, Domestic and International Switch and Facility Operations, International Traffic Management, Domestic and International Routing, International Private Line and Dedicated Services, Switched Data Transport, National Account Sales, Equipment and Network Service Subject Matter Expert on International Call-Back and Bypass Services.

Work History

USA Global Link

Fairfield, Iowa (1996- 1997)

Managing Director Technical Development and Network Operations - CTO
Developed and Managed Domestic and International Switching and Data Networks.
Directed Global Link's Technology Development with 22 equipment and software engineers in new applications for multi-service platform that included least cost routing, pre-paid services platform, carrier services real time tracking, VOIP, Switch Operating Systems, Object Oriented Billing Systems, Packet Billing for ATM, etc. Designed expansion plans for foreign long distance and international networks that included Germany, South Korea, Brazil, France, Italy, Japan, Central Europe based in Liechtenstein, etc.

Corporate Communications Group, Inc.

Miami, Florida (1995- 1996)

Executive Vice President International Operations
Developed and implemented the sales, network, and equipment strategic direction for International Call-Back Services, International and Domestic Debit Cards, and Internet service as an ISP and International Facility Access Provider. Managed the Operations, Engineering, and Development for CCGI and the three subsidiaries, The Net Digital Services, Passport One, and Telemangement Systems, Inc. Held positions on the Boards of all four companies. Served as Chairman of The Net Digital Services and President of Telemangement Services, Inc. until sold in October 1996.

AT&T International Relations

Coral Gables, Florida (1994-1995)

International Technical Division Manager
Expanded the AT&T service offers for Dedicated and Switched Data services in the Americas Region. Developed the services with the foreign correspondents to operate within CCITT standards for service delivery of all new and existing data services. Assisted US based companies in the implementation and start-up procedures for operating call back, debit card, call-through (using USA Direct), and dedicated services for bypass operations.

AT&T International Dedicated Services Morristown, New Jersey (1993-1994)

International Dedicated Services Division Manager

Assigned to the Vice President of Dedicated Services for reorganization and restructuring of the International Data and Private Line Services. Assisted in developing and implementing the strategy for all phases of operation, maintenance, engineering, service provisioning, and customer satisfaction. Team Leader for the Product Management teams in defining International Dedicated Service Product Lines and applying process management to all areas of the engineering, operations, and quality of service. Discovered inadequate accounting and facility assignment practices that accounted for losses in excess of \$50 Million in 1994.

AT&T International Correspondent Relations Coral Gables, Florida (1990-1993)

International Dedicated Service Manager

Supported the dedicated service offers for private line and switched data services. Operated and maintained the corresponding partner agreements for all data services that AT&T tariffed in the Americas Region. Account Manager and Single Point of Contact for all Packet and Private Line Services for American Airlines in the Americas. Assisted AT&T Headquarters Product Management in expansion of data services by negotiating all service agreements with the foreign PTTs. The negotiations included quality and grade of service to match the AT&T standard of service, transport and facility architecture, and service provisioning.

AT&T Holiday Inn National Account

Memphis Tennessee (1989-1990)

Pre-subscription Sales Manager

Managed a Team of 10 to 12 sales executives and occupational employees for the pre-subscription services for all of the Holiday Inn Owned and Operated Hotels as well as the Franchisee Associated Inns and Hotels. Exceeded 80% commitment of subscribed telephones with an overall percent of market retention of 85%.

AT&T Southern Region Operations

Atlanta, Georgia (1987-1989)

International Operations Manager

AT&T International Operations

Morristown, New Jersey (1984-1987)

Americas Region Traffic Engineer

AT&T Western Region District Staff

Sunnyvale, California (1983-1984)

Operations Support

AT&T Bay Area District

Santa Clara, California (1982-1983)

Divestiture Instructor Trainer for Western Region Operations

AT&T Network Operations

Redwood City, California (1980-1982)

Operations Supervisor

**AT&T Network Operations
Operations Supervisor**

Richmond, Virginia (1972-1980)

**US Navy Reserve
Gun and Missile Fire Control**

USS Vreeland DE 1068

Education

Business Administration	1984	LaSalle University
AT&T School of Management	1985	
Executive Business Development	1988	University of Georgia

Communications Training Highlights

Switching Systems	1972	AT&T
Transmission	1974	AT&T
PDP11 Mtce	1974	AT&T
CAMA Billing Systems	1974	AT&T
STP	1975	AT&T
1A Processor	1976	AT&T
Project Management	1978	AT&T
Communications Eng	1980	AT&T
Traffic Engineering	1982	AT&T
International Relations	1983	AT&T
Sales Training	1989	AT&T
Advanced Sales Training	1990	AT&T
Executive Selling	1990	AT&T
Data Transmission	1991	AT&T
Advanced Data Facility Eng	1992	AT&T
SDH & ATM	1993	AT&T

New Millennium Communications Selects Lucent Technologies to Provide Infrastructure for New Fiber Based ATM -- Asynchronous Tran

tagged for: **NWML LU**

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MIAMI (Jan. 14) BUSINESS WIRE -Jan. 14, 1998--New Millennium Communications Corporation (OTC:NWML) has awarded Lucent Technologies a multi-year contract to build one of the industry's most technologically advanced networks.

The new network will provide frame-relay, voice over Internet Protocol on a managed network basis, data, voice, and video with long distance and international services. The new network service node architecture has at its cornerstone Lucent Technologies' 5ESS (R) - 2000 switch. New Millennium Communications plans to deploy approximately 43 domestic and eight International Service Nodes in 1998.

"We are creating the next generation network and business model in the telecommunications industry," said New Millennium Communications Chairman, CEO and President, Greg Webb. "New Millennium is a program management company with a team of no more than 200 professionals. Most business processes will be outsourced to Lucent and other vendors

"Lucent will provide network management and surveillance for the network at its network reliability center in Aurora, Colo. New Millennium will provide its customers with access to the best technology at lower prices for maximum marketplace value.

"Our customers will be well-positioned in this rapidly changing business environment. We will invest heavily in this project and this investment will help our customers stay one-step ahead of their competitors," Webb said.

New Millennium's network will be built and maintained by Lucent Technologies, which will place Lucent's 5ESS (R) - 2000 domestic/local/long distance and international gateway switches in Los Angeles, New York, Miami, Dallas and Orlando during phase one.

The flexible architecture of the switches and its software will allow New Millennium to handle enhanced services such as call waiting, call forwarding, digital and protocol delivery services, local exchange, private line services in addition to domestic and international long distance service offerings.

"We continue to believe that there is a tremendous growth potential in enhanced telecommunications, especially in demand for pre-paid card services," said Thomas Wilkerson,

New Millennium's Chief Technology Officer. "With our new network we can provide our partners, our customers and our revelers with everything they need to manage their telecommunications needs," Wilkerson said.

Wilkerson noted that New Millennium's network is fully compatible with those of other local exchange carriers and long distance carriers.

New Millennium Communications designs, operates and manages local and long distance communications and data services for its partners and customers throughout the world. The company maintains low unit costs and high quality services through superior network design, efficient program management and volume purchases from equipment and facility providers.

This news release contains forward-looking statements regarding Corporation. Such statements are subject to risks and uncertainties, including continued policy support for increased competition in telecommunications markets, finalization of supply and interconnect agreements and timely deployment of the company's communications equipment and networks.

-0- b/sf jar/sf

CONTACT: New Millennium Communications

Greg Webb/Stuart Bowen/JoAnne McClellan, 305/379-5445

KEYWORD: CALIFORNIA FLORIDA NEW YORK TEXAS COLORADO

INDUSTRY KEYWORD: COMPUTERS/ELECTRONICS COMMERCE TELECOMMUNICATIONS INTERAC

with Hypertinks to your home page.

URL: <http://www.businesswire.com>

STATE OF FLORIDA

Commissioners:
JULIA L. JOHNSON, CHAIRMAN
J. TERRY DEASON
SUSAN F. CLARK
JOE GARCIA
E. LEON JACOBS, JR.



DIVISION OF RECORDS & REPORTING
BEANCA S. BAYO
DIRECTOR
(850) 413-6770

Public Service Commission

January 21, 1998

Thomas M. Beard
Beard and Associates
5220 Greystoke Lane
Tallahassee, Florida 32308

Re: Docket No. 980092-TX

Dear Mr. Beard:

This will acknowledge receipt of an application for certificate to provide alternative local exchange telecommunications service by New Millennium Communications Corporation, which was filed in this office on January 20, 1998 and assigned the above-referenced docket number. Appropriate staff members will be advised.

Mediation may be available to resolve any dispute in this docket. If mediation is conducted, it does not affect a substantially interested person's right to an administrative hearing. For more information, contact the Office of General Counsel at (850) 413-6078 or FAX (850) 413-6079.

Please make notes as well that Commission Rule 25-22 005(7), F.A.C., requires certificated companies to notify the Commission of any changes in name, telephone, address, or contact person. Should your application be granted by the Commission, you will be expected to comply with this rule by advising us of any changes as they occur.

Division of Records and Reporting
Florida Public Service Commission

BEARD

and Associates

DEPOSIT DATE
D6 91 JAN 20 1998

January 19, 1998

Florida Public Service Commission
Division of Communications
Certification & Compliance Section
2540 Shumard Oak Boulevard
Tallahassee, Florida 32399-0866

Dear Sirs:

Enclosed are the originals and six copies of an application for Certification as an Alternative Local Exchange Carrier for the State of Florida. Any questions or requests for further information can be directed to my cell - the appropriate address and phone number. We appreciate your help in this matter.

Sincerely,



Thomas M. Beard

RECEIVED
JAN 20 1998

NEW MILLENIUM COMMUNICATIONS, INC. 363

PAY
TO THE
ORDER OF

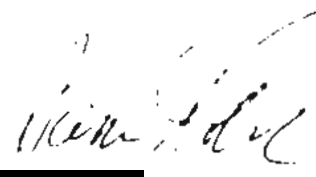
Florida Public Service Commission

\$ 250.00

Two hundred fifty dollars and no cents..... DOLLARS []



FOR Communications licensing



BEARD

and Associates

DEPOSIT DATE
D6 91 **JAN 20 1998**

January 19, 1998

Florida Public Service Commission
Division of Communications
Certification & Compliance Section
2540 Shumard Oak Boulevard
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Sincerely,



Thomas M. Beard

5220 GREYSTOKE LANE
TALLAHASSEE, FL 32308
Phone 904 ♦ 894-1361
Fax 904 ♦ 668-0275

89 JAN 20 1998