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September 11, 1998

* UT BAR ONLY
** NY AND MA BARS ONLY
*** NY BAR ONLY

VIA OVERNIGHT MAIL

Florida Public Service Commission
Capital Circle Office Center
2540 Shumard Oak Blvd., Gunter Bldg.
Tallahassee, Florida 32399-0850

981120-TX

Re: Application of Facilities Communications International, Ltd. d/b/a US Telcom for Authority to Provide Alternative Local Exchange Service within the State of Florida

Dear Chief Clerk:

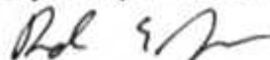
Transmitted herewith for filing on behalf of Facilities Communications International, Ltd. ("Facilities") are an original and six copies of its application for authority to provide alternative local exchange service within the State of Florida.

So that we may have proof of this filing, please date-stamp the extra copy of this letter, and return it in the self-addressed, stamped envelope provided.

A check in the amount of two hundred fifty dollars (\$250.00), in payment of the filing fee, is enclosed.

If there are any questions, kindly communicate directly with the undersigned.

Respectfully submitted,



Robert E. Stup, Jr.

Counsel for Facilities Communications, Ltd.

Enclosures
86082 0

DOCUMENT NUMBER-DATE

10005 SEP 14 8

FPSC-RECORDS/REPORTING

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

DOCUMENT NUMBER-DATE
10005 SEP 14 88
FPSC-RECORDS/REPORTING

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

APPLICATION FORM

for

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

INSTRUCTIONS

- ◆ 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.
- ◆ Respond to each requested in the application and appendices. If an item is not applicable, please explain why.
- ◆ Use a separate sheet for each answer which will not fit the allotted space.
- ◆ 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
(850) 413-6600

- ◆ 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.

APPLICATION FORM

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 noncertificated company)

Example, a non-certified 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:

Facilities Communications International, Ltd

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

US Telcom

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

Fictitious name registration number: Applicant is currently in the process of requesting its fictitious name and will forward the Commission its registration number immediately upon receipt.

APPLICATION FORM

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

28 West Grand Avenue
Montvale, NJ 07645
(201) 930-9000

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

460 Worth Avenue
Palm Beach, Florida 33480

6. Structure of organization: Check appropriate box(s)

<input type="checkbox"/> Individual	<input type="checkbox"/> Corporation
<input type="checkbox"/> Foreign Corporation	<input type="checkbox"/> Foreign Partnership
<input type="checkbox"/> General Partnership	<input checked="" 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.

Name: Stephen Myers - General Partner
Title: General Partnership interest is held through U.S. Convention Corporation, a general partner of applicant ("USCC")
Address: 28 West Grand Avenue
City/State/Zip: Montvale, NJ 07645
Telephone No.: (201) 930-9000 Fax No.: (201) 930-9232

Name: Michael Anderson - General Partner
Title: General Partnership interest held is through USCC
Address: 28 West Grand Avenue
City/State/Zip: Montvale, NJ 07645
Telephone No.: (201) 930-9000 Fax No.: (201) 930-9232

APPLICATION FORM

Name: James Pearson - General and Limited Partner
Title: General Partner ship interest is held through USCC
Address: 28 West Grand Avenue
City/State/Zip: Montvale, NJ 07645
Telephone No.: (201) 930-9000 Fax No.: (201) 930-9232

Name: Martin Rubin
Title: Limited Partner, Limited Partnership interest held through
Convention Communication Corporation
Address: 28 West Grand Avenue
City/State/Zip: Montvale, NJ 07645
Telephone No.: (201) 930-9000 Fax No.: (201) 930-9232

Name: Raymond LaBelle
Title: Limited Partner
Address: 28 West Grand Avenue
City/State/Zip: Montvale, NJ 07645
Telephone No.: (201) 930-9000 Fax No.: (201) 930-9232

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.

No

9. 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

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.

On-going Liaison

Martin Rubin, President & CEO
Facilities Communications International, Ltd
28 West Grand Avenue
Montvale, NJ 07645

Liaison for this Application

Mitchell F. Brecher, Esq.
Fleischman & Walsh, L.L.P.
1400 16th Street, Sixth Floor
Washington, D.C. 20036

APPLICATION FORM

(201) 930-9000 (voice)
(201) 930-9232 (facsimile)

(202) 939-7900 (voice)
(202) 745-0916 (facsimile)

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

California, Nevada, Texas and North Carolina

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 the penalty.

No

14. Please indicate how a customer can file a service complaint with your company.

Customer can file a service Complaint with the Applicant either verbally by calling the Company's toll-free number, (800) 333-4324, or by mailing a complaint to 28 West Grand Avenue, Montvale, New Jersey, 07645.

Customers will be able to contact the applicant regarding the establishment of service, complaints, and queries regarding service and billing through Facilities' toll free number at (800) 333-4324.

15. Please complete and file a price list in accordance with Commission Rule 25-24.825. (Rule attached). See Attachment A.

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 Attachment B

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:

APPLICATION FORM

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

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.

APPLICATION FORM

- B. Managerial capability. See Attachment C
- C. Technical capability. See Attachment C

(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, describe in detail the difference.)

APPLICATION FORM

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: Martin O. Rubin

Signature
Martin Rubin
President & CEO

Date

(201) 930-9000
Telephone Number

(201) 930-9232
Facsimile Number

Address: 28 West Grand Avenue
Montvale, NJ 07645

25-24.825 Price List

(1) Prior to providing service, each company subject to these rules shall file and maintain with the Commission a current price list which clearly sets forth the following information for basic local telecommunications services, as defined in s. 364.02(2), F.S. If basic local telecommunications service is offered on a package basis, the following information must be provided for the package:

- (a) current prices,
- (b) customer connection charges,
- (c) billing and payment arrangements, and
- (d) levels of service quality which the company holds itself out to provide for each service.

(2) At the company's option, price list information in paragraph (1) above and other information concerning the terms and conditions of service may be filed for service other than basic local telecommunication services.

(3) A price list revision must be physically received by the Commission's Division of Communications at least one day prior to its effective date.

(4) Price lists must be on 8½ by 11 inch paper in loose-leaf form and must utilize an ongoing page identification system which will allow for the identification of inserted and removed pages. The color of paper on which price lists are filed must be amenable to being clearly photocopied on standard photocopy equipment.

(5) Complete information concerning a company's service offerings, rates and charges, conditions of service, service quality, terms and conditions, service area, and subscribership information identified by local exchange company exchange must be made available to Commission staff upon request.

Specific Authority: 350.127(2)

Law Implemented: 364.337(5), F.S.

History: New 12/26/95.

85657.0

ATTACHMENT A - PROPOSED TARIFF

PRICE LIST SCHEDULES
APPLICABLE TO
LOCAL EXCHANGE SERVICE
OF
FACILITIES COMMUNICATIONS INTERNATIONAL, LTD.
IN THE STATE OF FLORIDA

Issued: September __, 1998

Issued by: Mr. Martin Rubin
Facilities Communications International, Ltd.
28 West Grand Avenue
Montvale, NJ 07645

Effective: September __, 1998

CHECK SHEET

Sheets 1 through 18 inclusive of this Price List 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 Price List and are currently in effect as of the date on the bottom of this page.

<u>SHEET</u>	<u>REVISION</u>
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

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EXPLANATION OF SYMBOLS

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

- | | | |
|---|---|--|
| D | - | Delete or Discontinue |
| I | - | Change Resulting In An Increase to A Customer's Bill |
| M | - | Moved from Another Price List Location |
| N | - | New Rate or Regulation |
| R | - | Change Resulting In A Reduction to A Customer's Bill |
| T | - | Change in Text or Regulation But No Change In Rate or Charge |

Price List 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 price list. 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 Florida PSC. For example, the 4th revised Sheet 14 cancels the 3rd revised Sheet 14. 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).1.
2.1.1.A.1.(a).1.(i).
2.1.1.A.1.(a).1.(i).(1).
- D. **Check Sheets** - When a price list filing is made with the Florida PSC, an updated check sheet accompanies the price list filing. The check sheet lists the sheets contained in the price list, 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. remains the same, just revised revision levels on some pages). The price list user should refer to the latest check sheet to find out if a particular sheet is the most current on file with the Florida PSC.

PRELIMINARY STATEMENT

This price list contains the descriptions, regulations, and rates applicable to the furnishing of Competitive Local Exchange and facilities for telecommunications services provided by Facilities Communications International, Ltd. ("Facilities"), 28 West Grand Avenue, Montvale, NJ 07645.

Facilities has been granted authority by the Public Service Commission of Florida to provide local exchange telecommunications services within the State of Florida pursuant to _____

Issued: September ____, 1998

Issued by: Mr. Martin Rubin
Facilities Communications International, Ltd.
28 West Grand Avenue
Montvale, NJ 07645

Effective: September ____, 1998

1.0 - TECHNICAL TERMS AND ABBREVIATIONS

Certain terms used generally throughout this price list are defined below.

1.1 Access Line

An arrangement which connects the calling customer's location to an Facilities network switching center or a switching center of one of Facilities's underlying carriers.

1.2 Authorization Code

A numerical code, one or more of which are available to a customer to enable him/her to access the carrier, and which are used by the carrier both to prevent unauthorized access to its facilities and to identify the customer for billing purposes.

1.3 Called Station

Denotes the terminating point of a call (i.e., the called telephone number)

1.4 Company or Carrier

Facilities Communications International, Ltd. ("Facilities")

1.5 Customer

The person, firm, corporation or other entity which orders service and is responsible for payment of charges due and for compliance with the Company's price list regulations.

1.6 Day

From 8:00 AM up to but not including 5:00 PM local time at the originating terminal on Monday through Friday.

1.7 End User

A person initiating an intrastate telephone call using the services of the Company.

1.8 Evening

From 5:00 PM up to but not including 11:00 PM local time at the originating terminal on Sunday through Friday.

1.9. LATA - (Local Access and Transport Area)

A geographic area established as required by the Modified Final Judgment entered in United States v. Western Electric Co., Inc., 552 F. Supp. 131 (D.D.C. 1982), within which a local exchange telephone company provides communication services.

1.10. LEC - Local exchange telephone company

1.11. Night/Weekend

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

1.12. Underlying Carrier

A provider of local telecommunication services from whom Facilities acquires services which it resells to its customers.

2.0 - RULES AND REGULATIONS

2.1. Undertaking of Facilities Communications International, Ltd. and Service Area

Facilities provides local exchange, domestic long distance and international services at convention centers throughout the State of Florida through the resale of services offered by other authorized carriers.

Facilities installs, operates and maintains the communication services provided hereunder in accordance with the terms and conditions set forth under this price list. It may act as the customer's agent for ordering access connection facilities provided by other carriers or entities when authorized by the customer, to allow connection of a customer's location to the Facilities network. The customer shall be responsible for all charges due for such service arrangements.

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

2.2. Limitations

2.2.1. Certain operator assistance functions are referred to a local exchange operator.

2.2.2. Service is offered subject to the availability of facilities and the provisions of this price list.

2.2.3. Facilities reserves the right to discontinue furnishing service, or to limit the use of service necessitated by conditions beyond its control, or when the customer or end user is using service in violation of the law or the provisions of this price list.

2.3. Connection Fees

The Company reserves the right to charge a connection fee.

2.4. Liabilities of the Company

2.4.1. Carrier's liability for damages arising out of mistakes, omissions, interruptions, delays, errors or defects in the transmission occurring in the course of furnishing service, channels or other facilities, and not caused by the negligence of the customers, commences upon activation of service and in no event exceeds an amount equivalent to the proportionate charge to the customer for the period of service during which such mistakes, omissions, interruptions, delays, errors or defects in the transmission occur. For the purposes of computing such amount, a month is considered to have thirty (30) days.

2.4.2. In no event will carrier be responsible for consequential damages or lost profits suffered by a customer or end user as a result of interrupted or unsatisfactory service.

-
- 2.4.3. Carrier is not liable for any act or omission of any other company or companies furnishing a portion of the service. No agents or employees of other carriers or companies shall be deemed to be agents or employees of carrier.
- 2.4.4. Carrier shall be indemnified and held harmless by the customer or end user against:
- 2.4.4.A. Claims for libel, slander or infringement of copyright arising out of the material, data, information or other content transmitted over carrier's channels or facilities,
- 2.4.4.B. Patent infringement claims arising from combining or connecting carrier-furnished channels with apparatus and systems of the customer, and
- 2.4.4.C. All other claims arising out of any act or omission of the customer or end user in connection with any service provided by carrier.
- 2.4.5. Carrier is not liable for any act or omission of any other company or companies, including, but not limited to any LEC or underlying carrier furnishing a portion of the service
- 2.4.6. Carrier does not guarantee or make any warranty with respect to any equipment provided by it where such equipment is used in locations containing an atmosphere which is explosive, prone to fire, dangerous or otherwise unsuitable for such equipment. The customer indemnifies and holds carrier harmless from any and all loss, claims, demands, suits or other action, or any liability whatsoever, whether suffered, made, instituted or asserted by the customer or by any other party or persons, for any personal injury or death of any person or persons, and for any loss, damage or destruction of any property, whether owned by the customer or others, caused or claimed to have been caused directly or indirectly by the installation, operation, failure to operate, maintenance, removal, presence, condition, location or use of such equipment so used.
- 2.4.7. Carrier is not liable for any defacement of, or damage to, the premises of a customer resulting from the furnishing of services or the attachment of instruments, apparatus and associated wiring furnished by carrier on such customer's premises or by the installation or removal thereof, when such defacement or damage is not the result of carrier negligence. No agents or employees of other participating carriers shall be deemed to be agents or employees of carrier without written authorization.
- 2.5. Responsibilities of the Customer
- 2.5.1. The customer is responsible for taking all necessary legal steps for interconnecting the customer-provided terminal equipment or communications systems with carrier facilities or services. The customer shall secure all licenses, permits, rights-of-way and other arrangements necessary for such interconnection.

- 2.5.2. The customer shall ensure that the equipment and/or system is properly interfaced with carrier facilities or services, that the signals emitted into the carrier network are of the proper mode, bandwidth, power and signal level for the intended use of the customer and in compliance with the criteria set forth in this price list, and that the signals do not damage equipment, injure personnel or degrade service to other customers. If the Federal Communications Commission or some other appropriate certifying body certifies terminal equipment as being technically acceptable for direct electrical connection with interstate communications service, carrier will permit such equipment to be connected with its channels without the use of protective interface devices.
- 2.5.3. If the customer fails to maintain the equipment and/or system properly, with resulting imminent harm to carrier equipment, personnel or the quality of service to other customers, carrier may, upon written notice, require the use of protective equipment at the customer's expense. If this fails to produce satisfactory quality and safety, carrier may, upon written notice, terminate the customer's service.
- 2.5.4. The Customer may not transfer or assign the use of service without the written consent of Facilities. Such transfer or assignment shall only apply where there is no interruption of service or facilities.

2.6. Interruption of Service

- 2.6.1. Credit allowance for the interruption of service which is not due to the Company's testing or adjusting, negligence of the customer or to the failure of channels or equipment provided by the customer, are subject to the general liability provisions set forth in 2.4 herein. It shall be the obligation of the customer or end user to notify the Company immediately of any interruption in service for which a credit allowance is desired. Before giving such notice, the customer or end user shall ascertain that the trouble is not being caused by any action or omission by the customer within his/her control, or is not in wiring or equipment, if any, furnished by the customer and connected to the Company's facilities.
- 2.6.2. For purposes of credit computation, every month shall be considered to have 720 hours.
- 2.6.3. No credit shall be allowed for an interruption of a continuous duration of less than two hours.
- 2.6.4. The customer shall be credited for an interruption of two hours or more at the rate of 1/720th of the monthly charge for the facilities affected for each hour or major fraction thereof that the interruption continues.

Credit Formula:

$$\text{Credit} = A/720 \times B$$

A - outage time in hours

B - total monthly charge for affected facility

2.6.5. If written notice of a dispute as to charges is not received by the Company within thirty (30) days of the date a bill is issued, such charges shall be deemed to be correct and binding on the customer or end user.

2.7. Restoration of Service

The use and restoration of service shall be in accordance with the priority system specified in Part 64, Subpart D of the Rules and Regulations of the Federal Communications Commission.

2.8. Deposits

The Company reserves the right to require a deposit or usage prepayment equal to one month's estimated usage.

Facilities will compute interest on deposits using a three month commercial paper rate published by the Federal Reserve Board, except that no interest shall be given if the Customer has received a minimum of two notices in a twelve month period.

Deposits will not be required if the applicant provides an acceptable credit history, as determined by the Company, or if a co-signor or guarantor with an acceptable credit history as determined by the Company or another local carrier.

In the event of cancellation, the deposit will be applied toward the Subscriber's final bill and any remainder will be returned within 30 days after service is discontinued or after 12 months of service, whichever comes first.

2.9. 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.

2.10. Exclusion Requirements for Specific Service

Carrier offers no exclusion for specific services.

2.11. Employee Concessions

Carrier offers no special employee concessions.

2.12. Use of Service

Neither customers nor end users may use the services furnished by the carrier in violation of any law or any provision of this price list.

2.13. Customer Billing Inquiries

Any customer who has a question regarding his/her telephone bill may contact Ron Patterson, Operations Manager, Facilities Communications International, Ltd., 1001 Avenida de las Americas, Houston, TX 77010. They may also use Facilities' toll free number of (800) 333-4324.

3.0 - DESCRIPTION OF SERVICE3.1. Local Exchange Service

Facilities bills for an initial one minute minimum increment with additional increments thereafter rounded up to the nearest minute unless otherwise specified. The billing period is monthly with the billing date dependent on the billing cycle assigned to the Customer. Facilities concurs in the definitions of local calling areas, exchanges, zones, etc. of the incumbent Local Exchange Carrier of each area in which Facilities' local exchange service is available.

3.2. Timing of Calls

The customer's long distance usage charge is based on actual usage of Facilities's network. Usage begins when the called party picks up the receiver. When the called party picks up is determined by hardware answer supervision. When software answer supervision is employed, up to sixty (60) seconds of ring is allowed before it is billed as usage of the network. Chargeable time ends when either party hangs up, thereby releasing the network connection.

3.3. Uncompleted Calls

The Company does not bill customers for calls which are not completed (busy numbers, no answer, etc.)

3.4. Credit and Refunds

All requests for call credits due to bad connection, disconnection, wrong number dialed, etc. shall be made through the Company's office at 1001 Avenida de las Americas, Houston, TX 77010. They may also use Facilities' toll free number of (800) 333-4324.

3.5. Calculation of Distance

Usage charges for all mileage sensitive services are based on the airline distance between rate centers associated with the originating and terminating points of the call. For the purpose of determining airline mileage, vertical and horizontal grid lines have been established across the United States and Canada. The spacing between adjacent vertical grid lines and between horizontal grid lines represents a distance of one coordinate unit. This unit is the square root of 0.1, expressed in statute miles. International Services Network, Inc. uses the rate centers and associated vertical and horizontal coordinates that are produced by Bell Communications Research, Inc. in its NPA-NXX V&H Coordinates Tape and the Exchange Carrier Association's NECA Tariff FCC No. 4.

FORMULA:

$$\sqrt{\frac{(V1-V2)^2 + (H1-H2)^2}{10}}$$

3.6 Minimum Call Completion Rate

A customer can expect a call completion rate (number of calls completed/number of calls attempted) of not less than 99% during peak use periods for all Feature Group D services.

3.7 Service Rates

Rates for this service are set forth in Section 4.1

4.0 - RATES

This section sets forth the rates and charges applicable to calls originating and terminating within the State of Florida.

4.1 Rates (per minute)

Time/Duration	
Day/ 1 st Minute	.300
Day/Each Add'l Minute	.300
Evening/ 1 st Minute	.300
Evening/ Each Add'l Minute	.300
Night or Weekend/ 1 st Minute	.300
Night Weekend/ Each Add'l Minute	.300

A charge of sixty-five (65) cents will be charged for all 800 numbers.

4.2 Late Payment and Returned Check Charges

Bills are due and payable upon receipt. The total invoiced amount must be paid by the date specified on the bill. Bills not paid within 15 days of the date specified on the bill are subject to a late fee equal to the maximum lawful rate within in the State of Florida. Customer's service may be terminated if service is not paid for by the 30th day past the billing date.

The carrier reserves the right to assess up to a \$20 charge for each returned check.

4.3 Special Promotions

The Company may from time to time offer special promotions to its customers waiving certain charges. These promotions will be approved by the Commission with specific starting and ending dates and under no circumstances run for longer than 90 days in any 12 month period.

4.4 Exemptions and Special Rates

4.4.1 Discounts for Hearing Impaired Customers

Intrastate toll message rates for TDD users, which is communicated using a telecommunications device for the deaf (TDD) by properly certified business establishments or individuals equipped with TDDs for communications with hearing or speech impaired persons, shall be evening and night calls. These discounts shall be offered by all interexchange carriers and LECs.

4.4.2 Operator Assistance and Directory Assistance For Handicapped Persons

Pursuant to Florida Public Service Commission Rules and regulations, Facilities will not charge for the first 50 directory assistance calls initiated per billing cycle by handicapped persons. Operator surcharges for handicapped persons will be waived for operator assistance provided to a caller who identifies himself as being handicapped and unable to dial the call because of a handicap.

85982.0

ATTACHMENT B - FINANCIAL QUALIFICATIONS

Attached are Applicant's audited financial statements for the most recent 3 years. As demonstrated by these financial statements the Applicant has had significant net income for the most recent 3 years. Furthermore, as of the end of the most recent year the Applicant has substantial assets and partners' capital. Therefore, Applicant has sufficient financial capacity to provide the requested service, to maintain the requested service, and to meet its lease and ownership obligations.

ATTACHMENT C - MANAGERIAL AND TECHNICAL QUALIFICATIONS

Facilities was authorized by the Federal Communications Commission to provide International Telecommunications Service on December 14, 1994. In addition, Facilities is currently certificated to provide resold intrastate interLATA and intraLATA communications service in the States of North Carolina, California, Texas and Nevada.

Facilities is owned and managed by both corporate entities and individuals with extensive managerial and technical expertise in telecommunications. Facilities' general partner is U.S. Convention Corporation ("USCC"). Facilities also has three limited partners including Convention Communications Corporation ("CCC"), Mr. James Pearson, and Mr. Raymond LaBelle. Facilities' officers are Mr. Martin Rubin, President and Chief Executive Officer and Mr. Raymond LaBelle, Vice President and General Manager. A short description or biography attesting to the qualifications of the entities and individuals is provided below:

- a. USCC provides shared tenant and resold long distance service from convention centers located throughout the United States. It is owned and operated by Mr. Stephen Myers, Mr. James Pearson, and Mr. Michael Anderson.

Mr. Myers is a founder, principal shareholder, and Chairman of US Cable, a leading cable company in the United States, and US Cable's affiliates, including TelePassport, Inc., an international resale carrier. Mr. Myers holds a finance degree from St. Louis University.

Mr. Pearson is President and CEO of US Cable. He is also one of the three limited partners in Facilities. He is responsible for the company and its affiliates. Prior to joining US Cable, Mr. Pearson served as Second Vice President for Continental Illinois National Bank and Trust in Chicago, specializing in communications. Mr. Pearson holds a commerce degree, *cum laude*, from Washington and Lee University in Lexington, Virginia, and an MBA from Indiana University.

Mr. Anderson is co-founder, minority shareholder, and Chief Operating Officer of US Cable. He holds a marketing and business administration degree from the University of Arizona. Prior to co-establishing US cable, Mr. Anderson held key marketing, sales, and corporate management positions within various domestic and international corporations.

- b. CCC provides shared tenant and resold long distance service from convention centers located throughout the United States. The founder and sole shareholder of Convention Communications Corporation is Mr. Martin Rubin. Mr. Rubin has extensive experience within the computer and communications fields. He was President and Chief Operating Officer of

AutoInfo, a communications services company. Prior to joining AutoInfo, he was Vice President of Chemical Bank, where he was responsible for BankLink USA, a \$35 million computer services subsidiary. Mr. Rubin graduated *cum laude* from the Wharton School.

- c. Mr. Raymond LaBelle, has been responsible for all operational aspects of Centel Facilities Communications ("Centel"), Facilities' predecessor organization, since 1990. During this time, he worked closely with convention centers to renew and extend their projects and oversaw the World Economic Summit (2000 lines) and the 1992 Republican Convention (6800 lines). Prior to joining Centel, Mr. LaBelle spent five years as a sales manager and then director of operations for Centel Communications Company, one of the largest independent local exchange companies.

85657.0

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

APPLICATION FORM DEPOSIT DATE
 for **D006** SEP 14 1998

AUTHORITY TO PROVIDE (ALEC)
 ALTERNATIVE LOCAL EXCHANGE SERVICE
 WITHIN THE STATE OF FLORIDA

981120-TX

INSTRUCTIONS

- ◆ 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.
- ◆ Respond to each requested in the application and appendices. If an item is not applicable, please explain why.
- ◆ Use a separate sheet for each answer which will not fit the allotted space.
- ◆ 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
 10801 117 8000

Facilities Communications, Ltd.
 d/b/a US TELCOM
 28 WEST GRAND AVENUE
 MONTVALE, NEW JERSEY 07645

DATE	INVOICE	AMOUNT
	APPLICATION FEE	

862

PAY Two Hundred Fifty⁰⁰/₁₀₀ DOLLARS

CHECK NO	TO THE ORDER OF	DATE	DESCRIPTION	CHECK AMOUNT
862	FLORIDA PUBLIC SERVICE COMMISSION	9-10-98	790-99	250.00

UNITED JERSEY BANK
 80 CHESTNUT RIDGE RD., MONTVALE, NJ 07645

Martin L. Rubin

****FLORIDA PUBLIC SERVICE COMMISSION****

DIVISION OF COMMUNICATIONS
BUREAU OF SERVICE EVALUATION

APPLICATION FORM

for

AUTHORITY TO PROVIDE INTEREXCHANGE TELECOMMUNICATIONS SERVICE
WITHIN THE STATE OF FLORIDA

Instructions

- A. This form is used as an application for an original certificate and for approval of assignment or transfer of an existing certificate. In the case of an assignment or transfer, the information provided shall be for the assignee or transferee (See Appendix A).
- B. Print or Type all responses to each item requested in the application and appendices. If an item is not applicable, please explain why.
- C. Use a separate sheet for each answer which will not fit the allotted space.
- D. Once completed, submit the original and six (6) copies of this form along with a non-refundable application fee of \$250.00 to:

Florida Public Service Commission
Division of Records and Reporting
2540 Shumard Oak Blvd.
Tallahassee, Florida 32399-0850
(850) 413-6770

Note: **No filing fee is required** for a assignment or transfer of an existing certificate to another certificated company.

- E. If you have questions about completing the form, contact:

Florida Public Service Commission
Division of Communications
Bureau of Certification and Evaluation
2540 Shumard Oak Blvd.
Tallahassee, Florida 32399-0850
(850) 413-6600

FORM PSC/CMU 31 (6/98)

Required by Commission Rule Nos. 25.24-470, 25-24.471, and 25-24.473

1. This is an application for (check one):
- Original certificate** (new company).
 - Approval of transfer of existing certificate:**
Example, a certificated company purchases an existing certificated company and desires to retain the authority of both certificates.
 - Approval of assignment of existing certificate:**
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 of transfer of control:**
Example, a company purchases 51% of a certificated company. The Commission must approve the new controlling entity.
2. Name of Company:
- Facilities Communications International, Ltd.
3. Name under which applicant will do business (fictitious name, etc.):
- US Telcom
4. Official mailing address (including street name and number, post office box, city, state, zip code):
- 28 West Grand Avenue
Montvale, NJ 07645
5. Florida address (including street name and number, post office box, city, state, zip code):
- 460 Worth Avenue
Palm Beach, FL 33480

6. Select type of business your company will be conducting (**check all that apply**):
- () **Facilities-based carrier** - company owns and operates or plans to own and operate telecommunications switches and transmission facilities in Florida.
 - () **Operator Service Provider** - company provides or plans to provide alternative operator services of IXCs; or toll operator services to call aggregator locations; or clearinghouse services to bill such calls.
 - (✓) **Reseller** - company has or plans to have one or more switches but primarily leases the transmission facilities of other carriers. Bills its own customer base for services used.
 - () **Switchless Rebiller** - company has no switch or transmission facilities but may have a billing computer. Aggregates traffic to obtain bulk discounts from underlying carrier. Rebills end users at a rate above its discount but generally below the rate end users would pay for unaggregated traffic.
 - () **Multi-Location Discount Aggregator** - company contracts with unaffiliated entities to obtain bulk/volume discounts under multi-location discount plans from certain underlying carriers, then offers resold service by enrolling unaffiliated customers.
 - (✓) **Prepaid Debit Card Provider** - any person or entity that purchases 800 access from an underlying carrier or unaffiliated entity for use with prepaid debit card service and/or encodes the cards with personal identification numbers.

7. Structure of organization:

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

8. **If individual**, provide:

Name: N/A
Title:
Address:
City/State/Zip:
Telephone No.: Fax No.:
Internet E-Mail Address:
Internet Website Address:

9. **If incorporated in Florida**, provide proof of authority to operate in Florida:

- (a) The Florida Secretary of State Corporate Registration Number: N/A

10. **If foreign corporation**, provide proof of authority to operate in Florida:

- (a) The Florida Secretary of State Corporate Registration Number: N/A

11. **If using fictitious name - d/b/a**, provide proof of compliance with fictitious name statute (Chapter 865.09, FS) to operate in Florida:

- (a) The Florida Secretary of State fictitious name registration number: Applicant is in the process of requesting its fictitious name and will forward to the Commission its registration number immediately upon receipt.

12. **If a limited liability partnership**, provide proof of registration to operate in Florida:

- (a) The Florida Secretary of State registration number: N/A

13. **If a partnership**, provide name, title and address of all partners and a copy of the partnership agreement: **[Please provide a copy of the partnership agreement]**

Name: Stephen Myers - General Partner
Title: General partnership interest is held through U.S. Convention Corporation, a general partner of applicant ("USCC")
Address: 28 West Grand Avenue
City/State/Zip: Montvale, NJ 07645
Telephone No.: (201) 930-9000 Fax No.: (201) 930-9232

Name: Michael Anderson - General Partner
Title: General partnership interest is held through USCC
Address: 28 West Grand Avenue
City/State/Zip: Montvale, NJ 07645
Telephone No.: (201) 930-9000 Fax No.: (201) 930-9232

Name: James Pearson - General and Limited Partner
Title: General partnership interest is held through USCC
Address: 28 West Grand Avenue
City/State/Zip: Montvale, NJ 07645
Telephone No.: (201) 930-9000 Fax No.: (201) 930-9232

Name: Martin Rubin
Title: Limited Partner, Limited Partnership interest held through Convention Communications Corporation.
Address: 28 West Grand Avenue
City/State/Zip: Montvale, NJ 07645
Telephone No.: (201) 930-9000 Fax No.: (201) 930-9232

Name: Raymond LaBelle
Title: Limited Partner
Address: 3720 Howard Hughes Parkway
City/State/Zip: Las Vegas, NV 89109
Telephone No.: (702) 943-6000 Fax No.: (702) 943-6001

14. **If a foreign limited partnership**, provide proof of compliance with the foreign limited partnership statute (Chapter 620.169, FS), if applicable.

(a) The Florida registration number: N/A

15. Provide the **FEID Number** (if applicable): N/A

16. Provide the following (if applicable):

(a) Will the name of your company appear on the bill for your services?
(✓) Yes () No

(b) If not, who will bill for your services?

Name: N/A

Address:

City/State/Zip:

Telephone No.:

Fax No.:

Internet E-Mail Address:

Internet Website Address:

(c) How is this information provided?

Written invoices will be rendered to the customer.

17. Who will serve as liaison to the Commission with regard to the following?

(a) The application:

Name: Mitchell F. Brecher, Esq.
Title: Counsel to Applicant
Address: 1400 Sixteenth Street, Sixth Floor
City/State/Zip: Washington, D.C. 20036
Telephone No.: 202/939-7923 Fax No.: 202/745-0916
Internet E-Mail Address: MBrecher@fw-law.com

(b) Official point of contract for the ongoing operations of the company:

Name: Martin Rubin
Title: President & CEO
Address: 28 West Grand Avenue
City/State/Zip: Montvale, NJ 07645
Telephone No.: 201/930-9000 Fax No.: 201/930-9232

(c) Complaints/Inquiries from customers:

Name: Martin Rubin
Title: President & CEO
Address: 28 West Grand Avenue
City/State/Zip: Montvale, NJ 07645
Telephone No.: 201/930-9000 Fax No.: 201/930-9232

18. List the states in which the applicant.

- (a) has operated as an interexchange telecommunications company.

California, Nevada, Texas, North Carolina

- (b) has applications pending to be certificated as an interexchange telecommunications company.

None

- (c) is certificated to operate as an interexchange telecommunications company.

California, Nevada, and Texas

- (d) has been denied authority to operate as an interexchange telecommunications company 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 company or other telecommunications entity, and the circumstances involved.

None

19. Indicate if any of the officers, directors, or any of the ten largest stockholders have previously been:

- (a) 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

- (b) an officer, director, partner or stockholder in any other Florida certificated telephone company. If yes, give name of company and relationship. If no longer associates with company, give reason why not.

No

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

a. **MTS with distance sensitive per minute rates**

- Method of access is FGA
 Method of access is FGB
 Method of access if FGD
 Method of access is 800

b. **MTS with route specific rates per minute**

- Method of access is FGA
 Method of access is FGB
 Method of access if FGD
 Method of access is 800

c. **MTS with statewide flat rates per minute (i.e. not distance sensitive)**

- Method of access is FGA
 Method of access is FGB
 Method of access if FGD
 Method of access is 800

d. **MTS for pay telephone service providers.**

- e. **Block-of-time calling plan (Reach Out Florida, Ring America, etc.)**
- f. **800 service (toll free).**
- g. **WATS type service (bulk or volume discount)**
 - Method of access is via dedicated facilities
 - Method of access is via switched facilities
- h. **Private line services (Channel Services) (for ex. 1.544 mbs., DS-3, etc.)**
- i. **Travel service**
 - Method of access is 950
 - Method of access is 800
- j. **900 service**
- k. **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
- l. **Services included are:**
 - Station assistance
 - Person-to-person assistance
 - Directory assistance
 - Operator verify and interrupt
 - Conference calling

21. Submit the proposed tariff under which the company plans to begin operation. Use the format required by Commission Rule 25-24.485 (example enclosed).

22. Submit the following:

A. Financial capability. See Appendix F

The application **must contain** the applicant's audited financial statements for the most recent 3 years. If the applicant does not have audited financial statements, it shall so be stated.

The unaudited financial statements must be signed by the applicant's chief executive officer and chief financial officer **affirming that the financial statements are true and correct** and must include:

1. the balance sheet,
2. income statement, and
3. statement of retained earnings.

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.

Further, the following (which includes supporting documentation) must be provided:

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

B. Managerial capability; give resumes of employees/officers of the company that would indicate sufficient managerial experiences of each.

See Appendix G

- C. **Technical capability;** give resumes of employees/officers of the company that would indicate sufficient technical experiences or indicate what company has been contracted to conduct technical maintenance.

See Appendix G

****APPLICANT ACKNOWLEDGMENT STATEMENT****

1. **REGULATORY ASSESSMENT FEE:** I understand that all telephone companies must pay a regulatory assessment fee in the amount of .15 of one percent of the gross operating revenue derived from intrastate business. Regardless of the gross operating revenue of a company, a minimum annual assessment fee of \$50 is required.
2. **GROSS RECEIPTS TAX:** I understand that all telephone companies must pay a gross receipts tax of two and one-half percent on all intra and interstate business.
3. **SALES TAX:** I understand that a seven percent sales tax must be paid on intra and interstate revenues.
4. **APPLICATION FEE:** I understand that a non-refundable application fee of \$250.00 must be submitted with the application.

UTILITY OFFICIAL:

Martin A. Rubin
Signature
Martin Rubin
President & CEO

9/1/98
Date
201/930-9000
Telephone Number
201/930-9232
Facsimile Number

Address: 28 West Grand Avenue
Montvale, NJ 07645

APPENDICES:

- A - CERTIFICATE TRANSFER OR ASSIGNMENT STATEMENT
- B - CUSTOMER DEPOSITS AND ADVANCE PAYMENTS
- C - INTRASTATE NETWORK
- D - CURRENT FLORIDA INTRASTATE SERVICES
- E - AFFIDAVIT
FLORIDA TELEPHONE EXCHANGES AND EAS ROUTES GLOSSARY
- F - FINANCIAL QUALIFICATION
- G - STATEMENT REGARDING MANAGERIAL AND TECHNICAL QUALIFICATIONS

****APPENDIX A****

CERTIFICATE TRANSFER OR ASSIGNMENT STATEMENT

I, (Name) _____
(Title) _____ of (Name
of Company) _____ and current
holder of Florida Public Service Commission Certificate Number _____, have reviewed
this application and join in the petitioner's request for a

- () transfer
() assignment

of the above-mentioned certificate.

UTILITY OFFICIAL:

Signature
Martin Rubin
President & CEO

Date
201/930-9000
Telephone Number
201/930-9232
Facsimile Number

Address: 28 West Grand Avenue
Montvale, NJ 07645


****APPENDIX B****

CUSTOMER DEPOSITS AND ADVANCE PAYMENTS

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

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

UTILITY OFFICIAL:



Signature
Martin Rubin
President & CEO

9/11/98

Date

201/930-9000
Telephone Number

201/930-9232
Facsimile Number

Address: 28 West Grand Avenue
Montvale, NJ 07645

****APPENDIX C****

CURRENT FLORIDA INTRASTATE SERVICES

Applicant **has** () or **has not** () 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 services begin?

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

UTILITY OFFICIAL:

Martin P. Rubin

Signature
Martin Rubin
President & CEO

9/11/98

Date

201/930-9000
Telephone Number

201/930-9232
Facsimile Number

Address: 28 West Grand Avenue
Montvale, NJ 07645


****APPENDIX D****

AFFIDAVIT

By my signature below, I, the undersigned officer, attest to the accuracy of the information contained in his application and attached documents and that the applicant has the technical expertise, managerial ability, and financial capability to provide interexchange telecommunications 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."

UTILITY OFFICIAL:


Signature
Martin Rubin
President & CEO

9/11/98
Date
201/930-9000
Telephone Number
201/930-9232
Facsimile Number

Address: 28 West Grand Avenue
Montvale, NJ 07645

****NOTE: THIS DOCUMENT IS FOR YOUR INFORMATION****
*****AND SHOULD NOT BE RETURNED WITH THE COMPLETED APPLICATION*****

FLORIDA TELEPHONE EXCHANGES AND EAS ROUTES

ORIGINATING SERVICE: Provide the list of exchanges where you are proposing to provide originating service within thirty (30) days after the effective date of the certificate

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).

****FLORIDA EAS FOR MAJOR EXCHANGES****

Extended Service Area	in	These Exchanges
PENSACOLA:		Cantonment, Gulf Breeze, Pace, Milton, Holley-Navarre.
PANAMA CITY:		Lynn Haven, Panama City Beach, Youngstown-Fountain and Tyndall AFB.
TALLAHASSEE:		Crawfordville, Havana, Monticello, Panacea, Sopchoppy and St. Marks.
JACKSONVILLE:		Baldwin, Ft. George, Jacksonville Beach, Callahan, Maxville, Middleburg, Orange Park, Ponte Vedra and Julington.
GAINESVILLE:		Alachua, Archer, Brooker, Hawthorne, High Springs, Melrose, Micanopy, Newberry and Waldo.

OCALA: Belleview, Citra, Dunnellon, Forest, Lady Lake, McIntosh, Oklawaha, Orange Springs, Salt Springs, Silver Springs Shores.

DAYTONA BEACH: New Smyrna Beach.

TAMPA:

Central	None
East	Plant city
North	Zephyrhills
South	Palmetto
West	Clearwater

CLEARWATER: St. Petersburg, Tampa-West, Tarpon Springs.

ST. PETERSBURG: Clearwater.

LAKELAND: Bartow, Mulberry, Plant City, Polk City, Winter Haven.

ORLANDO: Apopka, East Orange, Lake Buena Vista, Oviedo, Windermere, Winter Garden, Winter Park, Montverde, Reedy Creek, Oviedo-Winter Springs.

WINTER PARK: Apopka, East Orange, Lake Buena Vista, Orlando, Oviedo, Sanford, Windermere, Winter Garden, Oviedo-Winter Springs, Reedy Creek, Geneva, Montverde.

TITUSVILLE: Cocoa, Cocoa Beach.

COCOA: Cocoa Beach, Eau Gallie, Melbourne, Titusville.

MELBOURNE: Cocoa, Cocoa Beach, Eau Gallie, Sebastian.

SARASOTA:	Bradenton, Myakka, Venice
FT. MYERS:	Cape Coral, Ft. Myers Beach, North Cape Coral, North Ft. Myers, Pine Island, Lehigh Acres, Sanibel-Captiva Islands
NAPLES:	Marco Island, North Naples
WEST PALM BEACH:	Boynton Beach, Jupiter
POMPANO BEACH:	Boca Raton, Coral Springs, Deerfield Beach, Ft. Lauderdale
FT. LAUDERDALE:	Coral Springs, Deerfield Beach, Hollywood, Pompano Beach
HOLLYWOOD:	Ft. Lauderdale and North Dade
NORTH DADE:	Hollywood, Miami, Perrine
MIAMI:	Homestead, North Dade, Perrine

**** APPENDIX E ****

**** GLOSSARY ****

ACCESS CODE: A uniform four or seven digit code assigned to an individual IXC. The five digit code has the form 1OXXX and the seven digit code has the form 950-XXXX.

BYPASS: Transmission facilities that go direct from the local exchange end user to an IXC point of presence, thus bypassing the local exchange company.

CARRIERS CARRIER: An IXC that provides telecommunications service, mainly bulk transmission service, to other IXCs only.

CENTRAL OFFICE: A local operating unit by means of which connections are established between subscribers' lines and trunk or toll lines to other central offices within the same exchange or other exchanges. Each three-digit central office code (NXX) used shall be considered a separate central office unit.

CENTRAL OFFICE CODE: The first three digits (NXX) of the seven-digit telephone number assigned to a customer's telephone exchange service.

COMMISSION: The Florida Public Service Commission.

COMPANY, TELEPHONE COMPANY, UTILITY: These terms may be used interchangeably herein and refer to any person, firm, partnership or corporation engaged in the business of furnishing communication service to the public under the jurisdiction of the Commission.

DEDICATED FACILITY: A transmission circuit which is permanently for the exclusive use of a customer or a pair of customers.

END USER: Any individual, partnership, association, corporation, governmental agency or any other entity which (A) obtains a common line, uses a pay telephone or obtains interstate service arrangements in the operating territory of the company or (B) subscribes to interstate services provided by an IXC or uses the services of the IXC when the IXC provides interstate service for its own use.

EQUAL ACCESS EXCHANGE AREAS (EAEA): A geographic area, configured based on 1987 planned toll center/access tandem areas, in which local exchange companies are responsible for providing equal access to both carriers and customers of carriers in the most economically efficient manner.

EXCHANGE: The entire telephone plant and facilities used in providing telephone service to subscribers located in an exchange area. An exchange may include more than one central office unit.

EXCHANGE (SERVICE) AREA: The territory, including the base rate suburban and rural areas served by an exchange, within which local telephone service is furnished at the exchange rates applicable within that area.

EXTENDED AREA SERVICE: A type of telephone service furnished under tariff provision whereby subscribers of a given exchange or area may complete calls to, and receive messages from, one or more other contiguous exchanges without toll charges, or complete calls to one or more other exchanges without toll message charges.

FACILITIES BASED: An IXC that has its own transmission and/or switching equipment or other elements of equipment and does not rely on others to provide this service.

FOREIGN EXCHANGE SERVICES: A classification of exchange service furnished under tariff provisions whereby a subscriber may be provided telephone service from an exchange other than the one from which he would normally be served.

FEATURE GROUPS: General categories of unbundled tariffs to stipulate related services.

Feature Group A: Line side connections presently serving specialized common carriers.

Feature Group B: Trunk side connections without equal digit or code dialing.

Feature Group C: Trunk side connects presently serving AT&T-C.

Feature Group D: Equal trunk access with subscription. When Feature D is available Feature Group C is eliminated.

INTEREXCHANGE COMPANY (IXC): Any telephone company, as defined in Section 364 02(4), F.S. (excluding Payphone Providers), which provides telecommunication service between exchange areas as those areas are described in the approved tariffs of individual local exchange companies.

INTER-OFFICE CALL: A telephone call originating in one central office unit or entity but terminating in another central office unit or entity both of which are in the same designated exchange area.

INTRA-OFFICE CALL: A telephone call originating and terminating within the same central office unit or entity.

INTRASTATE COMMUNICATIONS: Any communications in Florida subject to oversight by the Florida Public Service Commission as provided by the laws of the State.

INTRASTATE TOLL MESSAGE: Those toll messages which originate and terminate within the same state.

LOCAL ACCESS AND TRANSPORT AREA (LATA): The geographic area established for the administration of communications service. It encompasses designated exchanges, which are grouped to serve common social, economic and other purposes.

LOCAL EXCHANGE COMPANY (LEC): Any telephone company, as defined in Section 364.02(4), F.S., which, in addition to any other telephonic communication service, provides telecommunication service within exchange areas as those areas are described in the approved tariffs of the telephone company.

OPTIONAL CALLING PLAN: An optional service furnished under tariff provisions which recognizes a need of some subscribers for extended area calling without imposing the cost on the entire body of subscribers.

900 SERVICE: A service similar to 800 service, except this service is charged back to the customer based on first minute plus additional minute usage.

PIN NUMBER: A group of numbers used by a company to identify its customers.

PAY TELEPHONE SERVICE COMPANY: Any telephone company, other than a LEC, which provides pay telephone service as defined in section 364.335(4), F.S.

POINT OF PRESENCE (POP): Bell-coined term which designates the actual (physical) location of an IXC's facility. Replaces some applications of the term "demarcation point."

PRIMARY SERVICE: Individual line service or party line service.

RESELLER: An IXC that does not have certain facilities but purchases telecommunications service from an IXC and then resells that service to others.

STATION: A telephone instrument consisting of a transmitter, receiver, and associated apparatus so connected as to permit sending and/or receiving telephone messages.

SUBSCRIBER, CUSTOMER: Terms used interchangeably herein and shall mean any person, firm, partnership, corporation, municipality, cooperative organization, or governmental agency supplied with communication service by a telephone company.

SUBSCRIBER LINE: The circuit or channel used to connect the subscriber station with the central office equipment.

SWITCHING CENTER: Location at which telephone traffic, either local or toll, is switched or connected from one circuit or line to another. A local switching center may be comprised of several central office units.

TRUNK: A communication channel between central office units or entities, or private branch exchanges.

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APPENDIX F

FINANCIAL QUALIFICATIONS

Attached are Applicant's audited financial statements for the most recent 3 years. As demonstrated by these financial statements the Applicant has had significant net income for the most recent 3 years. Furthermore, as of the end of the most recent year the Applicant has substantial assets and partners' capital. Therefore, Applicant has sufficient financial capacity to provide the requested service, to maintain the requested service, and to meet its lease and ownership obligations.

Consolidated Financial Statements

Facilities Communications International, Ltd.
and Subsidiary (A Limited Partnership)

December 31, 1997

CONFIDENTIAL



Continental Plaza III
433 Hackensack Avenue
Hackensack, New Jersey 07601

Phone: 201 343 4095

Report of Independent Auditors

Partners
Facilities Communications International, Ltd.
(A Limited Partnership)

We have audited the accompanying consolidated balance sheets of Facilities Communications International, Ltd. and subsidiary as of December 31, 1997 and 1996 and the related consolidated statements of income, partners' capital, and cash flows for the years then ended. These financial statements are the responsibility of the Company's management. Our responsibility is to express an opinion on these financial statements based on our audits.

We conducted our audits in accordance with generally accepted auditing standards. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are free of material misstatement. An audit includes examining, on a test basis, evidence supporting the amounts and disclosures in the financial statements. An audit also includes assessing the accounting principles used and significant estimates made by management, as well as evaluating the overall financial statement presentation. We believe that our audits provide a reasonable basis for our opinion.

In our opinion, the financial statements referred to above present fairly, in all material respects, the consolidated financial position of Facilities Communications International, Ltd. and subsidiary as of December 31, 1997 and 1996 and the consolidated results of their operations and their cash flows for the years then ended in conformity with generally accepted accounting principles.

Ernst & Young LLP

April 28, 1998

CONFIDENTIAL

**Facilities Communications International, Ltd.
and Subsidiary (A Limited Partnership)**

Consolidated Balance Sheets

	December 31	
	1997	1996
Assets (Note 3)		
Current assets:		
Cash and cash equivalents	\$ 517,599	\$ 1,125,449
Accounts receivable, less allowance of \$20,000 in 1997 and 1996	578,151	419,021
Prepaid expenses and other current assets	256,914	60,595
Advances to partners (Note 4)	1,771,725	
Due from affiliates (Note 4)	443,505	406,959
	3,567,894	2,012,024
Property and equipment, net (Note 2)	860,860	644,451
Deferred costs and intangibles (Note 2):		
Cost of acquisition in excess of net assets acquired, less accumulated amortization of \$404,000 in 1997 and \$267,000 in 1996	1,643,215	1,779,664
Organization costs, less accumulated amortization of \$47,000 in 1997 and \$31,000 in 1996	31,128	47,554
Loan origination costs, less accumulated amortization of \$13,000 in 1997 and \$36,000 in 1996	117,665	56,418
	\$6,220,762	\$4,540,111
Liabilities and partners' capital		
Current liabilities:		
Current portion of long-term debt (Note 3)		\$ 769,720
Accounts payable and accrued expenses	\$ 769,347	683,708
Customer deposits	404,417	233,042
Due to affiliates (Note 4)	236,415	21,022
	1,410,179	1,707,492
Long-term debt (Note 3)	2,758,651	794,804
Partners' capital	2,051,932	2,037,815
	\$6,220,762	\$4,540,111

See accompanying notes.

CONFIDENTIAL

Facilities Communications International, Ltd.
And Subsidiary (A Limited Partnership)

Consolidated Statements of Income

	Year ended December 31	
	1997	1996
Net sales	\$6,643,607	\$6,079,925
Costs and expenses:		
Direct costs	2,394,533	2,207,342
Salaries and related items	1,674,498	1,480,606
Selling, general and administrative	970,147	798,658
Business development	278,190	113,162
Management fees (Note 4)	120,000	
Other (income) expense	(57,728)	47,954
	<u>5,379,640</u>	<u>4,647,722</u>
Income before depreciation and amortization and interest expense	1,263,967	1,432,203
Depreciation and amortization (Note 2)	457,221	407,092
Interest expense (Note 3)	110,243	142,341
Net income	<u>\$ 696,503</u>	<u>\$ 882,770</u>

See accompanying notes.

CONFIDENTIAL

Facilities Communications International, Ltd.
and Subsidiary (A Limited Partnership)

Consolidated Statements of Partners' Capital

	General Partner	Limited Partners		Total Partners' Capital
		Class A	Class B	
Partners' capital at January 1, 1996	\$1,083,102	\$218,276	\$ 67,817	\$1,369,195
Net income	619,228	116,102	147,440	882,770
Partners' distributions	(154,756)	(19,440)	(22,213)	(196,409)
Acquisition of limited partner interest (Note 1)		(17,741)		(17,741)
Partners' capital at December 31, 1996	1,547,574	297,197	193,044	2,037,815
Net income	488,112	91,518	116,873	696,503
Partners' distributions	(408,521)	(88,262)	(110,603)	(607,386)
Acquisition of limited partner interest (Note 1)			(75,000)	(75,000)
Partners' capital at December 31, 1997	\$1,627,165	\$300,453	\$124,314	\$2,051,932

See accompanying notes.

CONFIDENTIAL

Consolidated Financial Statements
Facilities Communications International, Ltd.
and Subsidiary (A Limited Partnership)

December 31, 1996

CONFIDENTIAL



Continental Plaza III
433 Hackensack Avenue
Hackensack, New Jersey 07601

Phone: 201 343 4095

Report of Independent Auditors

Partners

Facilities Communications International, Ltd.
(A Limited Partnership)

We have audited the accompanying consolidated balance sheets of Facilities Communications International, Ltd. and subsidiary as of December 31, 1996 and 1995 and the related consolidated statements of income, partners' capital, and cash flows for the year ended December 31, 1996 and the period from January 12, 1995 to December 31, 1995. These financial statements are the responsibility of the Company's management. Our responsibility is to express an opinion on these financial statements based on our audits.

We conducted our audits in accordance with generally accepted auditing standards. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are free of material misstatement. An audit includes examining, on a test basis, evidence supporting the amounts and disclosures in the financial statements. An audit also includes assessing the accounting principles used and significant estimates made by management, as well as evaluating the overall financial statement presentation. We believe that our audits provide a reasonable basis for our opinion.

In our opinion, the financial statements referred to above present fairly, in all material respects, the consolidated financial position of Facilities Communications International, Ltd. and subsidiary as of December 31, 1996 and 1995 and the consolidated results of their operations and their cash flows for the year ended December 31, 1996 and the period from January 12, 1995 to December 31, 1995 in conformity with generally accepted accounting principles.

Ernst & Young LLP

April 15, 1997

CONFIDENTIAL

**Facilities Communications International, Ltd.
and Subsidiary (A Limited Partnership)**

Consolidated Balance Sheets

	December 31	
	1996	1995
Assets (Note 3)		
Current assets:		
Cash and cash equivalents	\$ 1,125,449	\$ 480,410
Accounts receivable, less allowance of \$20,000 in 1996 and 1995	419,021	516,192
Prepaid expenses and other current assets	60,595	60,144
Due from affiliates (Note 4)	385,937	12,835
	1,991,002	1,069,581
Property and equipment, net (Note 2)	644,451	794,191
Deferred costs and intangibles (Note 2):		
Cost of acquisition in excess of net assets acquired, less accumulated amortization of \$267,000 at 1996 and \$130,000 at 1995	1,779,664	1,916,114
Organization costs, less accumulated amortization of \$31,000 at 1996 and \$15,000 at 1995	47,554	63,188
Loan origination costs, less accumulated amortization of \$36,000 at 1996 and \$18,000 at 1995	56,418	74,905
	\$4,519,089	\$3,917,979
Liabilities and partners' capital		
Current liabilities:		
Current portion of long-term debt (Note 3)	\$ 769,720	\$ 600,508
Accounts payable and accrued expenses	683,708	567,024
Customer deposits	233,042	218,728
	1,686,470	1,386,260
Long-term debt (Note 3)	794,804	1,162,524
Partners' capital	2,037,815	1,369,195
	\$4,519,089	\$3,917,979

See accompanying notes.

CONFIDENTIAL

Facilities Communications International, Ltd.
and Subsidiary (A Limited Partnership)

Consolidated Statements of Income

	Year ended December 31, 1996	Period from January 12, 1995 to December 31, 1995
Net sales	\$6,079,925	\$4,591,286
Costs and expenses:		
Direct costs	2,207,342	1,699,535
Salaries and related items	1,480,606	1,290,626
Selling, general and administrative	798,658	573,034
Business development	113,162	13,886
Other expense (income)	47,954	(9,866)
	<u>4,647,722</u>	<u>3,567,215</u>
Income before depreciation and amortization and interest expense	1,432,203	1,024,071
Depreciation and amortization (Note 2)	407,092	440,263
Interest expense (Note 3)	142,341	159,951
Net income	<u>\$ 882,770</u>	<u>\$ 423,857</u>

See accompanying notes.

CONFIDENTIAL

Facilities Communications International, Ltd.
and Subsidiary (A Limited Partnership)

Consolidated Statements of Partners' Capital

	General Partner	Limited Partners		Total Partners' Capital
		Class A	Class B	
Partners' capital at January 12, 1995	\$ 798,270	\$199,568		\$ 997,838
Net income	284,832	71,208	\$ 67,817	423,857
Acquisition of limited partner interest (Note 1)		(52,500)		(52,500)
Partners' capital at December 31, 1995	1,083,102	218,276	67,817	1,369,195
Net income	619,228	116,102	147,440	882,770
Partners' distributions	(154,756)	(19,440)	(22,213)	(196,409)
Acquisition of limited partner interest (Note 1)		(17,741)		(17,741)
Partners' capital at December 31, 1996	<u>\$1,547,574</u>	<u>\$297,197</u>	<u>\$193,044</u>	<u>\$2,037,815</u>

See accompanying notes.

CONFIDENTIAL

Consolidated Financial Statements

***Facilities Communications International, Ltd. and
Subsidiary (A Limited Partnership)***

December 31, 1995

CONFIDENTIAL



Continental Plaza III
433 Hackensack Avenue
Hackensack, New Jersey 07601

Phone: 201 343 4095

Report of Independent Auditors

Partners

Facilities Communications International, Ltd.
(A Limited Partnership)

We have audited the accompanying consolidated balance sheets of Facilities Communications International, Ltd. and subsidiary as of December 31, 1995 and January 11, 1995 (date of acquisition), and the related consolidated statements of income, partners' capital, and cash flows for the period from January 12, 1995 to December 31, 1995. These consolidated financial statements are the responsibility of the Company's management. Our responsibility is to express an opinion on these consolidated financial statements based on our audits.

We conducted our audits in accordance with generally accepted auditing standards. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are free of material misstatement. An audit includes examining, on a test basis, evidence supporting the amounts and disclosures in the financial statements. An audit also includes assessing the accounting principles used and significant estimates made by management, as well as evaluating the overall financial statement presentation. We believe that our audits provide a reasonable basis for our opinion.

In our opinion, the financial statements referred to above present fairly, in all material respects, the consolidated financial position of Facilities Communications International, Ltd. and subsidiary at December 31, 1995 and January 11, 1995, and the consolidated results of their operations and their cash flows for the period from January 12, 1995 to December 31, 1995 in conformity with generally accepted accounting principles.

Ernst & Young LLP

April 4, 1996

CONFIDENTIAL

Facilities Communications International, Ltd.
and Subsidiary (A Limited Partnership)

Consolidated Balance Sheets

	December 31, 1995	January 11, 1995
Assets (Note 3)		
Current assets:		
Cash and cash equivalents	\$ 480,410	\$ 459,289
Accounts receivable, less allowance of \$20,000 at December 31, 1995	516,192	456,606
Prepaid expenses and other current assets	60,144	35,894
Due from affiliates (Note 4)	<u>12,835</u>	<u>35,894</u>
	1,069,581	951,789
Property and equipment, net (Note 2)	794,191	763,433
Deferred costs and intangibles (Note 2):		
Cost of acquisition in excess of net assets acquired, less accumulated amortization of \$130,000 at December 31, 1995	1,916,114	2,046,751
Organization costs, less accumulated amortization of \$15,000 at December 31, 1995	63,188	75,166
Loan origination costs, less accumulated amortization of \$18,000 at December 31, 1995	<u>74,905</u>	<u>68,463</u>
	<u>\$3,917,979</u>	<u>\$3,905,602</u>
Liabilities and partners' capital		
Current liabilities:		
Current portion of long-term debt (Note 3)	\$ 600,508	\$ 315,788
Current portion of capital lease obligation (Note 5)		247,980
Accounts payable and accrued expenses	567,024	475,120
Due to affiliate (Note 4)		157,024
Customer deposits	<u>218,728</u>	<u>132,623</u>
	1,386,260	1,328,535
Long-term debt (Note 3)	1,162,524	1,184,212
Capital lease obligation, less current portion (Note 5)		395,017
Partners' capital	<u>1,369,195</u>	<u>997,838</u>
	<u>\$3,917,979</u>	<u>\$3,905,602</u>

See accompanying notes.

CONFIDENTIAL

Facilities Communications International, Ltd.
and Subsidiary (A Limited Partnership)

Consolidated Statement of Income

Period from January 12, 1995 to December 31, 1995

Net sales	\$4,591,286
Costs and expenses:	
Direct costs	1,699,535
Salaries and related items	1,290,626
Selling, general and administrative	586,920
Other income	<u>(9,866)</u>
	<u>3,567,215</u>
Income before depreciation and amortization and interest expense	1,024,071
Depreciation and amortization (Note 2)	440,263
Interest expense (Note 3)	<u>159,951</u>
Net income	<u>\$ 423,857</u>

See accompanying notes.

CONFIDENTIAL

Facilities Communications International, Ltd.
and Subsidiary (A Limited Partnership)

Consolidated Statement of Partners' Capital

Period from January 12, 1995 to December 31, 1995

	General Partner	Limited Partners		Total
		Class A	Class B	
Partners' capital at January 11, 1995	\$ 798,270	\$199,568		\$ 997,838
Net income	284,832	71,208	\$67,817	423,857
Acquisition of limited partner interest (Note 1)		(52,500)		(52,500)
Partners' capital at December 31, 1995	<u>\$1,083,102</u>	<u>\$218,276</u>	<u>\$67,817</u>	<u>\$1,369,195</u>

See accompanying notes.

CONFIDENTIAL

APPENDIX G

MANAGERIAL AND TECHNICAL CAPABILITY

Facilities was authorized by the Federal Communications Commission to provide International Telecommunications Service on December 14, 1994. In addition, Facilities is currently certificated to provide resold intrastate interLATA and intraLATA communications service in the States of North Carolina, California, Texas and Nevada.

Facilities is owned and managed by both corporate entities and individuals with extensive managerial and technical expertise in telecommunications. Facilities' general partner is U.S. Convention Corporation ("USCC"). Facilities also has three limited partners including Convention Communications Corporation ("CCC"), Mr. James Pearson, and Mr. Raymond LaBelle. Facilities' officers are Mr. Martin Rubin, President and Chief Executive Officer and Mr. Raymond LaBelle, Vice President and General Manager. A short description or biography attesting to the qualifications of the entities and individuals is provided below:

- a. USCC provides shared tenant and resold long distance service from convention centers located throughout the United States. It is owned and operated by Mr. Stephen Myers, Mr. James Pearson, and Mr. Michael Anderson.

Mr. Myers is a founder, principal shareholder, and Chairman of US Cable, a leading cable company in the United States, and US Cable's affiliates, including TelePassport, Inc., an international resale carrier. Mr. Myers holds a finance degree from St. Louis University.

Mr. Pearson is President and CEO of US Cable. He is also one of the three limited partners in Facilities. He is responsible for the company and its affiliates. Prior to joining US Cable, Mr. Pearson served as Second Vice President for Continental Illinois National Bank and Trust in Chicago, specializing in communications. Mr. Pearson holds a commerce degree, *cum laude*, from Washington and Lee University in Lexington, Virginia, and an MBA from Indiana University.

Mr. Anderson is co-founder, minority shareholder, and Chief Operating Officer of US Cable. He holds a marketing and business administration degree from the University of Arizona. Prior to co-establishing US cable, Mr. Anderson held key marketing, sales, and corporate management positions within various domestic and international corporations.

- b. CCC provides shared tenant and resold long distance service from convention centers located throughout the United States. The founder and sole shareholder of Convention Communications Corporation is Mr. Martin Rubin. Mr. Rubin has extensive experience within the computer and communications fields. He was President and Chief Operating Officer of AutoInfo, a communications services company. Prior to joining AutoInfo, he was Vice President of Chemical Bank, where he was responsible for BankLink USA, a \$35 million computer services subsidiary. Mr. Rubin graduated *cum laude* from the Wharton School.

- c. Mr. Raymond LaBelle, has been responsible for all operational aspects of Centel Facilities Communications ("Centel"), Facilities' predecessor organization, since 1990. During this time, he worked closely with convention centers to renew and extend their projects and oversaw the World Economic Summit (2000 lines) and the 1992 Republican Convention (6800 lines). Prior to joining Centel, Mr. LaBelle spent five years as a sales manager and then director of operations for Centel Communications Company, one of the largest independent local exchange companies.

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PROPOSED TARIFF

TARIFF SCHEDULES
APPLICABLE TO
INTEREXCHANGE SERVICE
OF
FACILITIES COMMUNICATIONS INTERNATIONAL, LTD.
IN THE STATE OF FLORIDA

Issued: September ____, 1998

Issued by: Mr. Martin Rubin
Facilities Communications International, Ltd
28 West Grand Avenue
Montvale, NJ 07645

Effective: September ____, 1998

CHECK SHEET

Sheets 1 through 18 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.

<u>SHEET</u>	<u>REVISION</u>
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

Issued: September __, 1998

Issued by: Mr. Martin Rubin
Facilities Communications International, Ltd.
28 West Grand Avenue
Montvale, NJ 07645

Effective: September __, 1998

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EXPLANATION OF SYMBOLS

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

- | | | |
|---|---|--|
| D | - | Delete or Discontinue |
| I | - | Change Resulting In An Increase to A Customer's Bill |
| M | - | Moved from Another Tariff Location |
| N | - | New Rate or Regulation |
| R | - | Change Resulting In A Reduction to A Customer's Bill |
| T | - | Change in Text or Regulation But No Change In Rate or Charge |

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 Florida PSC. For example, the 4th revised Sheet 14 cancels the 3rd revised Sheet 14. 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)1.
 - 2.1.1.A.1.(a)1(i).
 - 2.1.1.A.1.(a)1(i)1.
- D. Check Sheets - When a tariff filing is made with the Florida PSC, 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. remains 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 Florida PSC.

PRELIMINARY STATEMENT

This tariff contains the descriptions, regulations, and rates applicable to the furnishing of Competitive Interexchange Service and facilities for telecommunications services provided by Facilities Communications International, Ltd. ("Facilities"), 28 West Grand Avenue, Montvale, NJ 07645.

Facilities has been granted authority by the Public Service Commission of Florida to provide interexchange telecommunications services within the State of Florida pursuant to _____.

Issued: September ____, 1998

Issued by: Mr. Martin Rubin
Facilities Communications International, Ltd.
28 West Grand Avenue
Montvale, NJ 07645

Effective: September ____, 1998

1.0 - TECHNICAL TERMS AND ABBREVIATIONS

Certain terms used generally throughout this tariff are defined below.

1.1. Access Line

An arrangement which connects the calling customer's location to an Facilities network switching center or a switching center of one of Facilities's underlying carriers.

1.2. Authorization Code

A numerical code, one or more of which are available to a customer to enable him/her to access the carrier, and which are used by the carrier both to prevent unauthorized access to its facilities and to identify the customer for billing purposes.

1.3. Called Station

Denotes the terminating point of a call (i.e., the called telephone number).

1.4. Company or Carrier

Facilities Communications International, Ltd. ("Facilities")

1.5. Customer

The person, firm, corporation or other entity which orders service and is responsible for payment of charges due and for compliance with the Company's tariff regulations.

1.6. Day

From 8:00 AM up to but not including 5:00 PM local time at the originating terminal on Monday through Friday.

1.7. End User

A person initiating an intrastate telephone call using the services of the Company.

1.8. Evening

From 5:00 PM up to but not including 11:00 PM local time at the originating terminal on Sunday through Friday.

1.9. LATA - (Local Access and Transport Area)

A geographic area established as required by the Modified Final Judgment entered in United States v. Western Electric Co., Inc., 552 F. Supp. 131 (D.D.C. 1982), within which a local exchange telephone company provides communication services.

1.10. LEC - Local exchange telephone company.

1.11. Night/Weekend

From 11.00 PM up to but not including 8.00 AM on Sunday through Friday, and 8.00 AM on Saturday up to but not including 5.00 PM Sunday.

1.12. Underlying Carrier

A provider of interexchange telecommunication services from whom Facilities acquires services which it resells to its customers.

2.0 - RULES AND REGULATIONS

2.1. Undertaking of Facilities Communications International, Ltd. and Service Area

Facilities provides interexchange, domestic long distance and international services at convention centers throughout the State of Florida through the resale of services offered by other authorized carriers.

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

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

2.2. Limitations

2.2.1. Certain operator assistance functions are referred to a local exchange operator.

2.2.2. Service is offered subject to the availability of facilities and the provisions of this tariff.

2.2.3. Facilities reserves the right to discontinue furnishing service or to limit the use of service necessitated by conditions beyond its control, or when the customer or end user is using service in violation of the law or the provisions of this tariff.

2.3. Connection Fees

The Company reserves the right to charge a connection fee.

2.4. Liabilities of the Company

2.4.1. Carrier's liability for damages arising out of mistakes, omissions, interruptions, delays, errors or defects in the transmission occurring in the course of furnishing service, channels or other facilities, and not caused by the negligence of the customers, commences upon activation of service and in no event exceeds an amount equivalent to the proportionate charge to the customer for the period of service during which such mistakes, omissions, interruptions, delays, errors or defects in the transmission occur. For the purposes of computing such amount, a month is considered to have thirty (30) days.

2.4.2. In no event will carrier be responsible for consequential damages or lost profits suffered by a customer or end user as a result of interrupted or unsatisfactory service.

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- 2.4.3. Carrier is not liable for any act or omission of any other company or companies furnishing a portion of the service. No agents or employees of other carriers or companies shall be deemed to be agents or employees of carrier.
- 2.4.4. Carrier shall be indemnified and held harmless by the customer or end user against
- 2.4.4.A. Claims for libel, slander or infringement of copyright arising out of the material, data, information or other content transmitted over carrier's channels or facilities,
- 2.4.4.B. Patent infringement claims arising from combining or connecting carrier-furnished channels with apparatus and systems of the customer, and
- 2.4.4.C. All other claims arising out of any act or omission of the customer or end user in connection with any service provided by carrier.
- 2.4.5. Carrier is not liable for any act or omission of any other company of companies, including, but not limited to any LEC or underlying carrier furnishing a portion of the service
- 2.4.6. Carrier does not guarantee or make any warranty with respect to any equipment provided by it where such equipment is used in locations containing an atmosphere which is explosive, prone to fire, dangerous or otherwise unsuitable for such equipment. The customer indemnifies and holds carrier harmless from any and all loss, claims, demands, suits or other action, or any liability whatsoever, whether suffered, made, instituted or asserted by the customer or by any other party or persons, for any personal injury or death of any person or persons, and for any loss, damage or destruction of any property, whether owned by the customer or others, caused or claimed to have been caused directly or indirectly by the installation, operation, failure to operate, maintenance, removal, presence, condition, location or use of such equipment so used.
- 2.4.7. Carrier is not liable for any defacement of, or damage to, the premises of a customer resulting from the furnishing of services or the attachment of instruments, apparatus and associated wiring furnished by carrier on such customer's premises or by the installation or removal thereof, when such defacement or damage is not the result of carrier negligence. No agents or employees of other participating carriers shall be deemed to be agents or employees of carrier without written authorization.
- 2.5. Responsibilities of the Customer
- 2.5.1. The customer is responsible for taking all necessary legal steps for interconnecting the customer-provided terminal equipment or communications systems with carrier facilities or services. The customer shall secure all licenses, permits, rights-of-way and other arrangements necessary for such interconnection.

- 2.5.2. The customer shall ensure that the equipment and/or system is properly interfaced with carrier facilities or services, that the signals emitted into the carrier network are of the proper mode, bandwidth, power and signal level for the intended use of the customer and in compliance with the criteria set forth in this tariff, and that the signals do not damage equipment, injure personnel or degrade service to other customers. If the Federal Communications Commission or some other appropriate certifying body certifies terminal equipment as being technically acceptable for direct electrical connection with interstate communications service, carrier will permit such equipment to be connected with its channels without the use of protective interface devices.
- 2.5.3. If the customer fails to maintain the equipment and/or system properly, with resulting imminent harm to carrier equipment, personnel or the quality of service to other customers, carrier may, upon written notice, require the use of protective equipment at the customer's expense. If this fails to produce satisfactory quality and safety, carrier may, upon written notice, terminate the customer's service.
- 2.54. The Customer may not transfer or assign the use of service without the written consent of Facilities. Such transfer or assignment shall only apply where there is no interruption of service or facilities.

2.6. Interruption of Service

- 2.6.1. Credit allowance for the interruption of service which is not due to the Company's testing or adjusting, negligence of the customer or to the failure of channels or equipment provided by the customer, are subject to the general liability provisions set forth in 2.4 herein. It shall be the obligation of the customer or end user to notify the Company immediately of any interruption in service for which a credit allowance is desired. Before giving such notice, the customer or end user shall ascertain that the trouble is not being caused by any action or omission by the customer within his/her control, or is not in wiring or equipment, if any, furnished by the customer and connected to the Company's facilities.
- 2.6.2. For purposes of credit computation, every month shall be considered to have 720 hours.
- 2.6.3. No credit shall be allowed for an interruption of a continuous duration of less than two hours.
- 2.6.4. The customer shall be credited for an interruption of two hours or more at the rate of 1/720th of the monthly charge for the facilities affected for each hour or major fraction thereof that the interruption continues.

Credit Formula:

$$\text{Credit} = A/720 \times B$$

"A" - outage time in hours

"B" - total monthly charge for affected facility

2.6.5. If written notice of a dispute as to charges is not received by the Company within thirty (30) days of the date a bill is issued, such charges shall be deemed to be correct and binding on the customer or end user.

2.7. Restoration of Service

The use and restoration of service shall be in accordance with the priority system specified in Part 64, Subpart D of the Rules and Regulations of the Federal Communications Commission.

2.8. Deposits

The Company reserves the right to require a deposit or usage prepayment equal to one months estimated usage.

Facilities will compute interest on deposits using a three month commercial paper rate published by the Federal Reserve Board, except that no interest shall be given if the Customer has received a minimum of two notices in a twelve month period.

Deposits will not be required if the applicant provides an acceptable credit history, as determined by the Company, or if a co-signor or guarantor with an acceptable credit history as determined by the Company or another local carrier.

In the event of cancellation, the deposit will be applied toward the Subscriber's final bill and any remainder will be returned within 30 days after service is discontinued or after 12 months of service, whichever comes first.

2.9. 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.

2.10. Exclusion Requirements for Specific Service

Carrier offers no exclusion for specific services.

2.11. Employee Concessions

Carrier offers no special employee concessions.

2.12. Use of Service

Neither customers nor end users may use the services furnished by the carrier in violation of any law or any provision of this tariff.

2.13. Customer Billing Inquiries

Any customer who has a question regarding his/her telephone bill may contact Ron Patterson, Operations Manager, Facilities Communications International, Ltd., 1001 Avenida de las Americas, Houston, TX 77010. They may also use Facilities' toll free number of (800) 333-4324.

3.0 - DESCRIPTION OF SERVICE3.1 Interexchange, Long Distance, and International Service

Facilities bills for an initial one minute minimum increment with additional increments thereafter rounded up to the nearest minute unless otherwise specified. The billing period is monthly with the billing date dependent on the billing cycle assigned to the Customer.

3.2 Timing of Calls

The customer's long distance usage charge is based on actual usage of Facilities's network. Usage begins when the called party picks up the receiver. When the called party picks up is determined by hardware answer supervision. When software answer supervision is employed, up to sixty (60) seconds of ring is allowed before it is billed as usage of the network. Chargeable time ends when either party hangs up, thereby releasing the network connection.

3.3 Uncompleted Calls

The Company does not bill customers for calls which are not completed (busy numbers, no answer, etc.)

3.4 Credit and Refunds

All requests for call credits due to bad connection, disconnection, wrong number dialed, etc. shall be made through the Company's office at 1001 Avenida de las Americas, Houston, TX 77010. They may also use Facilities' toll free number of (800) 333-4324.

3.5 Calculation of Distance

Usage charges for all mileage sensitive services are based on the airline distance between rate centers associated with the originating and terminating points of the call. For the purpose of determining airline mileage, vertical and horizontal grid lines have been established across the United States and Canada. The spacing between adjacent vertical grid lines and between horizontal grid lines represents a distance of one coordinate unit. This unit is the square root of 0.1, expressed in statute miles. International Services Network, Inc. uses the rate centers and associated vertical and horizontal coordinates that are produced by Bell Communications Research, Inc. in its NPA-NXX V&H Coordinates Tape and the Exchange Carrier Association's NECA Tariff FCC No. 4.

FORMULA:

$$\sqrt{\frac{(V1 - V2)^2 + (H1 - H2)^2}{10}}$$

3.6 Minimum Call Completion Rate

A customer can expect a call completion rate (number of calls completed/number of calls attempted) of not less than 99% during peak use periods for all Feature Group D services.

3.7 Service Rates

Rates for this service are set forth in Section 4.1.

4.0 - RATES

This section sets forth the rates and charges applicable to calls originating and terminating within the State of Florida

4.1 Intrastate Rates (per minute)

Time/Duration	All Mile Bands
Day/ 1 st Minute	.300
Day/Each Add'l Minute	.300
Evening/ 1 st Minute	.300
Evening/ Each Add'l Minute	.300
Night or Weekend/ 1 st Minute	.300
Night Weekend/ Each Add'l Minute	.300

A charge of sixty-five (65) cents will be charged for all 800 numbers.

4.2 Late Payment and Returned Check Charges

Bills are due and payable upon receipt. The total invoiced amount must be paid by the date specified on the bill. Bills not paid within 15 days of the date specified on the bill are subject to a late fee equal to the maximum lawful rate within the State of Florida. Customer's service may be terminated if service is not paid for by the 30th day past the billing date.

The carrier reserves the right to assess up to a \$20 charge for each returned check.

4.3 Special Promotions

The Company may from time to time offer special promotions to its customers waiving certain charges. These promotions will be approved by the Commission with specific starting and ending dates and under no circumstances run for longer than 90 days in any 12 month period.

4.4 Exemptions and Special Rates

4.4.1 Discounts for Hearing Impaired Customers

Intrastate toll message rates for TDD users, which is communicated using a telecommunications device for the deaf (TDD) by properly certified business establishments or individuals equipped with TDDs for communications with hearing or speech impaired persons, shall be evening and night calls. These discounts shall be offered by all interexchange carriers and LECs.

4.4.2 Operator Assistance and Directory Assistance For Handicapped Persons

Pursuant to Florida Public Service Commission Rules and regulations, Facilities will not charge for the first 50 directory assistance calls initiated per billing cycle by handicapped persons. Operator surcharges for handicapped persons will be waived for operator assistance provided to a caller who identifies himself as being handicapped and unable to dial the call because of a handicap.

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