



DEPOSIT DATE
D012 SEP 25 1998

September 23, 1998
Overnight

210 N. Park Ave.
Winter Park, FL
32789

P.O. Drawer 200
Winter Park, FL
32790-0200

**Florida Public Service Commission
Division of Communication
2450 Shumard Oak Boulevard
Gerald L. Gunter Building
Room 270
Tallahassee, FL 32399-0850**

Tel: 407-740-8575
Fax 407-740-0613
tmi@tminc.com

Re: Application of CAMPUSLINK Communication Systems, Inc. for Authority to Provide Alternative Local Exchange Service

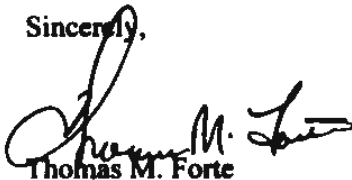
Dear Mr. D'Haeseleer:

Enclosed is the original and six (6) copies of the application of CAMPUSLINK Communication Systems, Inc. for authority to provide alternative local exchange service. Also enclosed is a check for the application fee of \$250.

Please return a date stamped the copy of this cover letter in the self-addressed stamped envelope which has been provided for this purpose.

Any questions pertaining to this filing may be addressed to me at (407) 740-8575.

Sincerely,



Thomas M. Forte
Consultant to
CAMPUSLINK Communication Systems, Inc.

RECEIVED & FILED



FPSC-BUREAU OF RECORDS

Enclosures

cc: C. Walker - CampusLink
file: CampusLinkI - FL (CLEC)
TMS: FL9800(L)

SEP 25 1998

DOCUMENT NUMBER-DATE

10041 SEP 25 98

FPSC-RECORDS/REPORTING

FLORIDA PUBLIC SERVICE COMMISSION
Division of Communications, Certification & Compliance Section
2450 SHUMARD OAK BOULEVARD
TALLAHASSEE, FLORIDA 32399-0850
(904) 413-6600

98-1224

APPLICATION FORM

for

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

INSTRUCTIONS

1. This form is used for an original application for a certificate and for approval of sale, assignment, or transfer of an existing alternative local exchange certificate. In case of a sale, assignment or transfer, the information provided shall be for the purchaser, assignee or transferee.
2. Respond to each item requested in the application and appendices. If an item is not applicable, please explain why.
3. Use a separate sheet for each answer which will not fit the allotted space.
4. Any questions regarding completion, contact above.
5. Once completed, submit the original and six (6) copies of this form along with a non-refundable application fee of \$250 made payable to the Florida Public Service Commission at the above address.

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

1. This is an application for (check one):

(X) Original authority (new company)

() Approval of transfer (to another certificated company)

Example: a certificated company purchases an existing company and desires to retain the original certificate authority.

() Approval of assignment of existing certificate (to a noncertificated company)

Example: a non-certificated company purchases an existing company and desires to retain the certificate of authority rather than apply for a new certificate.

() Approval for transfer of control (to another certificated company)

Example: a company purchases 51% of a certificated company. The Commission must approve the new controlling entity.

2. Name of applicant:

CAMPUSLINK Communications Systems, Inc. ("CAMPUSLINK")

3. A. National Mailing Address including street name, number, post office box, city, state, zip code and phone number.

Street: 1530 Eisenhower Place
PO Box
City: Ann Arbor
State: Michigan
Zip 48108
Telephone: (734) 975-8000
Facsimile: (734) 975-8005

B. Florida Mailing Address including street name, number, post office box, city, state, zip code and phone number.

Not Applicable

C. Physical Address of alternative local exchange service in Florida including street name, number, post office box, city, state, zip code and phone number.

Street: 1530 Eisenhower Place
PO Box
City: Ann Arbor
State: Michigan
Zip: 48108
Telephone: (734) 975-8000
Facsimile: (734) 975-8005

4. Structure of organization:

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

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

Corporate charter number: F96000005782

See Exhibit III

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

PARKLINK Communications, Inc.

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

Fictitious name registration number: F98000003191

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

Not applicable

9. State whether any of the officers, directors, or any of the ten largest stockholders have previously been adjudged bankrupt, mentally incompetent, or found guilty of any felony or of any crime, or whether such actions may result from pending proceedings. If so, please explain.

None.

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

Application contact:

Name: Thomas M. Forte
Title: Consultant to CAMPUSLINK
P.O. Box: P.O. Drawer 200
City: Winter Park
State: Florida
Zip: 32790-0200
Telephone: (407) 740-8575
Facsimile: (407) 740-0613
Internet Address: tforte@tminc.com

Ongoing Liaison:

Name: Clint Walker
Title: Chief Finance Officer
Street: 1530 Eisenhower Place
PO Box
City: Ann Arbor
State: Michigan
Zip: 48108
Telephone: (734) 975-8000
Facsimile: (734) 975-8005
Internet Address:

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

The company does hold STS certificate in Florida, filed August 28, 1998. The company also has STS certificates in California and Wisconsin.

12. Has the applicant been denied certification in any other state? Yes() No(X)
If so, please list the state and reason for denial.

13. Have penalties been imposed against the applicant in any other state: Yes() No(X)
If so, please list the state and reason for penalty.

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

Customers may reach the company at the toll-free customer service number, (800) 962-4772 which will be provided on each invoice for service. In addition, customers may contact the company in writing at 1530 Eisenhower Place, Ann Arbor, Michigan 48108. Customers may also send a facsimile request to the Customer Service Department at (734) 975-8005.

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

A. Financial capability

Regarding the showing of financial capability, the following applies:

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

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

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

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

See Exhibit I.

B. Managerial capability

See Exhibit II.

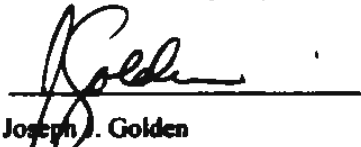
C. Technical capability

See Exhibit II.

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:  **Date:** 9-16-98
Title: Chief Executive Officer **Telephone:** (734) 975-8000
Address: 1530 Eisenhower Place
Ann Arbor, Michigan 48108

CAMPUSLINK COMMUNICATIONS SYSTEMS, INC.

EXHIBIT I

FINANCIAL CAPABILITY

EXHIBIT I - A
CAMPUSLINK COMMUNICATIONS SYSTEMS, INC.
Financial Resources Statement

CAMPUSLINK is providing its Year to Date 1998 financial statement with this application as proof of the company's ability to provide service in Florida. This balance sheet shows that CAMPUSLINK has current assets of \$3,338,458 and current liabilities of \$10,161,560. CAMPUSLINK has signed a definitive merger agreement with WorldPort Communications, Inc. which is anticipated to close no later than October 31, 1998. In addition, the current shareholders of CAMPUSLINK have recently increased a line of credit to \$4,500,000 to fund the current operations.

CAMPUSLINK proposes to operate as a reseller of competitive local exchange service in the state. There are minimal capital requirements or expenses that the company will experience when starting its Florida operations. All transmission will be provided by the underlying carrier. The company has structured its retail pricing so that its per minute rate covers its per minute cost, thus assuring an almost instantaneous positive cash flow.

The company also points to the resumes provided with the application. These resumes show that CAMPUSLINK has the managerial experience and entrepreneurial skill necessary to run the company

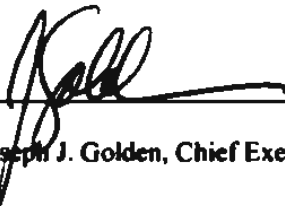
STATE OF MICHIGAN

)
KAREN M. SANCIMINO
) Notary Public, Oakland County, MI
) My Commission Expires May 20, 2002

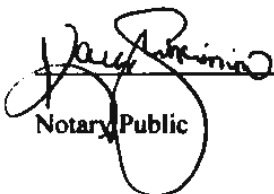
COUNTY OF WASHTENAW

VERIFICATION OF FINANCIAL INFORMATION

The undersigned officer attests to the accuracy of the foregoing financial statements. The information contained therein is accurate to best of his knowledge and belief:


_____ Date: 9-16-98
Joseph J. Golden, Chief Executive Officer

Sworn before me this 16th day of September, 1998



Notary Public

CAMPUSLINK COMMUNICATIONS SYSTEMS, INC.

EXHIBIT II

MANAGERIAL CAPABILITY

CAMPUSLINK COMMUNICATIONS SYSTEMS, INC.
Resumes of Key Personnel

James Kofalt - Chairman of the Board

Mr. Kofalt is a 25-year veteran of the cable television industry. The majority of Mr. Kofalt's career was spent with Cablevision Systems Corporation ("Cablevision") where he served as Chief Operating Officer from 1990 through 1994. Mr. Kofalt also retained the title of President of Cablevision after 1992. Currently, Mr. Kofalt is the Chairman of the Board and Chief Executive Officer of Alliance Cabletel Holdings, L.P. Mr. Kofalt was the Chairman of the Board of OpTel, Inc., one of the leading private cable/telephone operators in the United States.

Mr. Kofalt has served on the Boards of Directors of the National Cable Television Association, The Cable Alliance for Education, Cable Television Laboratories, Inc. and Total TV, Inc. Mr. Kofalt is a past president of the North Carolina Cable Television Association and Cable Television of New York. Mr. Kofalt is currently on the Board of Trustees of Downing College. He is a graduate of the United States Military Academy at West Point.

Joseph Golden - Chief Executive Officer and Director

Mr. Golden joined CAMPUSLINK in May of 1997 as Chief Executive Officer. Prior to joining CAMPUSLINK, he was employed by Electronic Data Systems ("EDS") for 15 years. Most recently, Mr. Golden was Vice President of the Diversified Industries Division of EDS where his responsibilities included sales, marketing, operations and finance for the machinery, appliances, construction and conglomerates markets. Mr. Golden led more than 500 people servicing 20 customers in North American, Europe and Asia Pacific. Under Mr. Golden's tenure in the Diversified Industries Division, the revenue increased from \$14 million in 1994 to over \$80 million in 1996 and signed more than \$300 million in new contracts. Mr. Golden holds a BA degree in Economics and Operations Research from Middlebury College.

Stephan Mayo - Chief Operating Officer

Mr. Mayo joined CAMPUSLINK in May of 1996 after more than 20 years of experience in the telecommunications industry, including twelve years as the Associate Director of Telecommunications at the University of Michigan in Ann Arbor. Mr. Mayo has helped create the largest, single-site telecommunications system in the country while at the university, which today consists of over 40,000 voice lines, 20,000 data lines and an annual operating budget of over \$35 million. Mr. Mayo was also President of the Michigan Collegiate Telecommunications Association, which focuses on influencing the development of high-quality, cost efficient telecommunications services for its 60 plus member institutions. Mr. Mayo was instrumental in providing Michigan colleges and universities with the lowest costs for network services in the country and in deploying the nation's first fully switched international distance learning network with over 40 classrooms in the United States, Hong Kong and Korea.

Richard Cunningham - Vice President - Sales and Marketing

Mr. Cunningham joined CAMPUSLINK in July 1997 as the Vice President of Sales and Marketing. Prior to joining the company, Mr. Cunningham was the Director of College & University Markets for AT&T College and University Solutions, headquartered in Ann Arbor. His responsibilities included sales, marketing, account management and customer service for the AT&T ACUS Service to the Higher Education Market throughout the United States and Canada. Mr. Cunningham also held Sales and Marketing positions with AT&T and Michigan Bell in the Detroit area. He holds a BA degree in Marketing from Michigan State University.

CAMPUSLINK COMMUNICATIONS SYSTEMS, INC.
Resumes of Key Personal
Continued

Mr. Robert Schwartz - President and Director

Mr. Schwartz has been the President of CAMPUSLINK since its inception in 1993. Prior to the formation of CAMPUSLINK, Mr. Schwartz was an owner and President of Stevenson Royce Company, Ltd., a telecommunications consulting firm in New York City, whose clientele of more than 100 major corporation, hotels, government agencies and education institutions included: Hilton International, ESPN, Long Island University and Liberty Cable. In 1985, Mr. Schwartz developed the first company to offer combined local telephone, long distance and cable television services to the consumer marketplace. Mr. Schwartz background also includes winning FCC approval for the 18GHz microwave for the private cable industry, negotiating the first New York City wide Centrex contract, developing a strategy for one of the largest cable television companies in the United States and ongoing strategic planning assignments with a number of the largest telecommunications companies. He holds a BS degree in Engineering from Cornell University and an MBA in Finance from Hofstra University.

Clint Walker - Chief Financial Officer

Mr. Walker joined Pacific Capital Group as a Vice President. Prior to joining Pacific Capital Group, Mr. Walker had been with Price Waterhouse Corporate Finance since 1990. He was also a member of the Middle Market Group at Price Waterhouse prior to 1990. He holds a BBA degree in Accounting from Pacific Union College and is a Certified Public Accountant.

CAMPUSLINK COMMUNICATIONS SYSTEMS, INC.

EXHIBIT III

ARTICLES OF INCORPORATION,

SECRETARY OF STATE AUTHORIZATION

and

FICTITIOUS NAME AUTHORIZATION

State of Florida



Department of State

I certify from the records of this office that CAMPUSLINK COMMUNICATIONS SYSTEMS, INC., is a corporation organized under the laws of Delaware, authorized to transact business in the State of Florida, qualified on November 6, 1996.

The document number of this corporation is F96000005782.

I further certify that said corporation has paid all fees and penalties due this office through December 31, 1996, that its most recent annual report was filed on May 18, 1996, and its status is active.

I further certify that said corporation has not filed a Certificate of Withdrawal.

Given under my hand and the
Great Seal of the State of Florida
at Tallahassee, the Capitol, this the
Third day of June, 1996



CR28022 (2-86)

Sandra B. Northam
Secretary of State

6/03/98

CORPORATE DETAIL RECORD SCREEN

10:06 AM

NUM: F96000005782 ST:DE ACTIVE/FOREIGN PROF FLD: 11/06/1996

FEI#: 13-3741507

NAME : CAMPUSLINK COMMUNICATIONS SYSTEMS, INC.
 PRINCIPAL: 1530 EISENHOWER PLACE
 ADDRESS ANN ARBOR, MI 48108-3284
 RA NAME : THE PRENTICE-HALL CORPORATION SYSTEM, INC.
 RA ADDR : 1201 HAYS STREET
 TALLAHASSEE, FL 32301 US
 ANN REP : (1997) BN 05/06/97 (1998) BY 05/18/98

1. MENU, 3. OFFICERS, 7. LIST, 8. NEXT, 9. PREV

ENTER SELECTION AND CR:

6/03/98

OFFICER/DIRECTOR DETAIL SCREEN

10:06 AM

CORP NUMBER: F96000005782 CORP NAME: CAMPUSLINK COMMUNICATIONS SYSTEMS, INC.

TITLE: D NAME: GOLDEN, JOSEPH
 1530 EISENHOWER PLACE
 ANN ARBOR, MI 48108

TITLE: D NAME: KLINE, FRANK
 11720 SAN VINCENTE BLVD SUITE #300
 LOS ANGELES, CA 90049

TITLE: D NAME: WINNICK, GARY
 150 EL CAMINO DRIVE SUITE #204
 BEVERLY HILLS, CA 90212

TITLE: D NAME: COOK, LADWRICK
 111 MASSACHUSETTS AVENUE NW
 WASHINGTON, DC 20001

TITLE: PD NAME: SCHWARTZ, ROBERT I
 12 EASTOVER ROAD
 STAMFORD, CT

TITLE: CD NAME: KOFALT, JAMES A
 50209 MANLY
 CHAPEL HILL, NC

+ NEXT, - PREV, 1. MENU, 2. FILING, 3. TOP
7. LIST, 8. NEXT BY LIST, 9. PREV BY LIST

ENTER SELECTION AND CR



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

June 5, 1998

CSC
ATTN: DEBORAH SCHRODER

Qualification documents for PARKLINK COMMUNICATIONS, INC. were filed on June 5, 1998 and assigned document number F98000003191. Please refer to this number whenever corresponding with this office.

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

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

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

Should you have any questions regarding this matter, please telephone (850) 487-6091, the Foreign Qualification/Tax Lien Section.

Lee Rivers
Document Specialist
Division of Corporations

Letter Number: 398A00031938

Account number: 072100000032

Account charged: 70.00

APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA

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

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

2. Delaware (State or country under the law of which it is incorporated) 3. _____ (FEI number, if applicable)

4. June 1, 1998 (Date of incorporation) 5. Perpetual (Duration: Year corp. will cease to exist or "perpetual")

6. Upon filing of this Application (Date first transacted business in Florida. (See sections 607.1501, 607.1502, AND 817.155, F.S.))

7. 1530 Eisenhower Place, Ann Arbor, Michigan 48108-3284

(Current mailing address)

8. See attached Rider. (Purpose(s) of corporation authorized in home state or country to be carried out in the state of Florida)

9. Name and street address of Florida registered agent: (P.O. Box or Mail Drop Box acceptable)

Name: Corporation Service Company

Office Address: 1201 Nays Street

Tallahassee, Florida, 32301
(Zip Code)

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

Julia M. White
(Registered agent's signature)

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

FILED
98 JUN -5 PM 1:03
SECRETARY OF STATE
TALLAHASSEE FLORIDA

12. Names and addresses of officers and/or directors: (Street address ONLY- P. O. Box NOT acceptable)

A. DIRECTORS (Street address only- P. O. Box NOT acceptable)

Chairman: See attached officers/directors rider

Address: _____

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

B. OFFICERS (Street address only- P. O. Box NOT acceptable)

President: See attached officers/directors rider

Address: _____

Vice President: _____

Address: _____

Secretary: _____

Address: _____

Treasurer: _____

Address: _____

NOTE: If necessary, you may attach an addendum to the application listing additional officers and/or directors.

13. Clinton Walker
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14. Clinton Walker, Acting Chief Financial Officer
(Typed or printed name and capacity of person signing application)

**RIDER TO FLORIDA APPLICATION BY FOREIGN CORPORATION
FOR AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA
FOR PARKLINK COMMUNICATIONS, INC.**

8. Purpose(s) of corporation authorized in home state or country to be carried out in the State of Florida:

To provide telecommunication services to academic institutions.

12. Names and addresses of officers and/or directors:

A. DIRECTORS

Director	James A. Kofalt	50209 Manly Chapel Hill, NC 27514
Director	Robert I. Schwartz	12 Eastover Road Stamford, CT 06905
Director	Joseph J. Golden	1530 Eisenhower Place Ann Arbor, MI 48108
Director	Abbott J. Brown	150 El Camino Drive, Suite 204 Beverly Hills, CA 90212
Director	Frank R. Kline	1170 San Vicente Blvd. Suite 300 Los Angeles, CA 90040
Director	Barry Porter	150 El Camino Drive, Suite 204 Beverly Hills, CA 90212
Director	Michael R. Steed	111 Massachusetts Ave., N.W. Washington, D.C. 20001
Director	Gary Winnick	150 El Camino Drive, Suite 204 Beverly Hills, CA 90212
Director	Lodwick Cook	150 El Camino Drive, Suite 204 Beverly Hills, CA 90212

B. OFFICERS

Chairman of the Board	James A. Kofalt	50209 Manly Chapel Hill, NC 27514
President	Robert I. Schwartz	12 Eastover Road Stamford, CT 06905
Chief Executive Officer	Joseph J. Golden	1530 Eisenhower Place Ann Arbor, MI 48108
Chief Operating Officer Secretary and Treasurer	Stephen Mayo	1530 Eisenhower Place Ann Arbor, MI 48108
Chief Financial Officer	Clinton Walker	1530 Eisenhower Place Ann Arbor, MI 48108
Vice President - Sales & Marketing	Richard Cunningham	1530 Eisenhower Place Ann Arbor, MI 48108

DET07/89449.1

CAMPUSLINK COMMUNICATIONS SYSTEMS, INC.

EXHIBIT IV

PRICE LIST

To be provided after certification and prior to offering local service in Florida.



DEPOSIT
D 0 1 2

DATE
SEP 25 1998

September 23, 1998
Overnight

210 N. Park Ave.
Winter Park, FL
32789

P.O. Drawer 200
Winter Park, FL
32790-0200

Florida Public Service Commission
Division of Communication
2450 Shumard Oak Boulevard
Gerald L. Gunter Building
Room 270
Tallahassee, FL 32399-0850

Tel: 407-740-8575
Fax: 407-740-0613
tmi@tminc.com

Re: Application of CAMPUSLINK Communication Systems, Inc. for Authority to Provide Alternative Local Exchange Service

Dear Mr. D'Haeseleer:

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Please return a date stamped the copy of this cover letter in the self-addressed stamped envelope which has been provided for this purpose.

Any questions pertaining to this filing may be addressed to me at (407) 740-8575.

Sincerely,


Thomas M. Forte
Consultant to

DOCUMENT NUMBER - DATE
1064 | SEP 25 98
FPSC - RECORDS/REPORTING

CAMPUSLINK COMMUNICATION SYSTEMS, INC.
1530 EBERMOWER PLACE
ANN ARBOR, MI 48106

NEW BANK
ANN ARBOR, MI 48104
4-2272

5869

*** TWO HUNDRED FIFTY AND 00/100 DOLLARS ***

Florida Public Service Comm.

DATE September 14, 1998 AMOUNT ***** 250.00

PAY
TO THE
ORDER
OF

TWO SIGNATURES REQUIRED OVER \$100.00


AUTHORIZED SIGNATURE