



Public Service Commission

-M-E-M-O-R-A-N-D-U-M-

DATE : October 26, 1998
 TO : Blanca Bayo, Director, Division of Records and Reporting
 FROM : Louis J. Yambor, Division of Communications
 RE : Docket No. 981091-TI; Revised Application/Name Change & Recent Financial Statements

Enclosed is a revised copy of the application (pages 1-5), name change verification, and recent financial statements of PremierCom, Inc., d/b/a PCI Telecommunications, Inc.

Thank you.

- ACK _____
- AFA _____
- APP _____
- CAF _____
- CMU _____
- CTR _____
- EAG _____
- LEG _____
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- RCH _____
- SEC _____
- WAS _____
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NICOLETTE G. HAHN**
ROBERT G. LENNON***

OF COUNSEL
VINCENT T. EARLY
HON. C.H. MULLEN
THOMPSON BENNETT

JOSEPH J. BURGIE
(1926-1992)

*Also admitted in Iowa.

**Also admitted in California and North Carolina.

***Also admitted in New York, Illinois and Washington, D.C.

October 21, 1998

Louis Yamber
Florida Public Service Commission
Division of Communications
2540 Shumard Oak Blvd.
Gunter Building
Tallahassee, Florida 32399-0850

Re: PREMIERCOM, INC.
d/b/a PCI TELECOMMUNICATIONS, INC.
Docket No. 981091-TI

Dear Mr. Yamber:

In accordance with your request and in further support of the above captioned corporation's APPLICATION FOR AUTHORITY TO PROVIDE INTEREXCHANGE TELECOMMUNICATIONS SERVICES WITHIN THE STATE OF FLORIDA, enclosed herewith for filing with the Commission, please find an original and one (1) copy of the following:

- Exhibit A - Revised Application pages 1-5;
- Exhibit B - Copy of fictitious name registration;
- Exhibit C - Recent financial statements; and
- Exhibit D - Revised FPSC Tariff No. 1.

Please contact me if you have additional questions or concerns.

Very truly yours,

EARLY, LENNON, PETERS & CROCKER, P.C.

Patrick D. Crocker
PDC/pds

EXHIBIT A

FLORIDA PUBLIC SERVICE COMMISSION

PREMIERCOM, INC.)
d/b/a PCI TELECOMMUNICATIONS, INC.)
APPLICATION FOR AUTHORITY)
TO PROVIDE INTEREXCHANGE) Docket No.
TELECOMMUNICATIONS SERVICES)
WITHIN THE STATE OF FLORIDA)

APPLICATION

1. Select what 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 for IXC's; 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.
 - (X) **Switchless Rebiller** - company has no switch or transmission facilities but may have a billing computer. Aggregates traffic to obtain bulk discounts from underlying carriers. 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 discount plans from certain underlying carriers. Then offers the 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.

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

- Original Authority (New Company)
- Approval of Transfer (To another certified company).
- Approval of Assignment of existing certificate (To an uncertificated company).
- Approval for transfer of control (To another certificated company).

3. Name of corporation, partnership, cooperative, joint venture or sole proprietorship.

PREMIERCOM, INC.

4. Name under which the applicant will do business (factious name, etc.):

PCI TELECOMMUNICATIONS, INC.

5. National address (including street name & number, post office box, city, state and zip code).

500 East Higgins Road
Elk Grove Village, Illinois 60007

6. Florida address (including street name & number, post office box, city, state and zip code).

NOT APPLICABLE

7. Structure of organization:

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

8. If applicant is an individual or partnership, please give name, title and address of sole proprietor or partners.

(a) Provide proof of compliance with the foreign limited partnership statute (Chapter 620.169.FS) if applicable.

NOT APPLICABLE

(b) Indicate if the individual or any of the partners have previously been:

- (1) adjudged bankrupt, mentally incompetent, or found guilty of any felony or of any crime, or whether such actions may result from pending proceedings.

NOT APPLICABLE

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

NOT APPLICABLE

9. If incorporated, please give:

- (a) Proof from the Florida Secretary of State that the applicant has authority to operate in Florida.

Corporate charter number: F98000003076

Applicant has the authority to transact business within the state of Florida. Applicant attaches evidence of such as Exhibit A.

- (b) Name and address of the company's Florida registered agent.

**Edwin F. Blanton, Esq.
825 Thomasville Road
Tallahassee, Florida 32303**

- (c) Provide proof of compliance with the fictitious name statute (Chapter 865.09 FS), if applicable.

Fictitious name registration number: G98281900033

Applicant attaches evidence of such as Exhibit A.

- (d) Indicate if any of the officers, directors, or any of the officers, directors, or any of the ten largest stockholders have previously been:

- (1) adjudged bankrupt, mentally incompetent, or found guilty of any felony or of any crime, or whether such actions may result from pending proceedings.

NOT APPLICABLE

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

NOT APPLICABLE

10. Who will serve as liaison with the Commission in regard to (please give name, title, address and telephone number):

- (a) The application:

**Patrick D. Crocker, Attorney
EARLY, LENNON,
PETERS & CROCKER, P.C.
900 Comerica Building
Kalamazoo, Michigan 49007
(616) 381-8844**

- (b) Official Point of Contact for the ongoing operations of the company:

**Sean Trepeta, President
PREMIERCOM, INC.
d/b/a PCI TELECOMMUNICATIONS, INC.
500 East Higgins Road
Elk Grove Village, Illinois 60007
(847) 545-9000**

- (c) Tariff:

**Patrick D. Crocker, Attorney
EARLY, LENNON, PETERS & CROCKER, P.C.
900 Comerica Building
Kalamazoo, Michigan 49007
(616) 381-8844**

- (d) Complaints/Inquiries from customers:

**Patrick D. Crocker, Attorney
EARLY, LENNON, PETERS & CROCKER, P.C.
900 Comerica Building
Kalamazoo, Michigan 49007
(616) 381-8844**

11. List the states in which the applicant:

- (a) Has operated as an interexchange carrier.

Applicant has not previously operated as an interexchange carrier.

- (b) Has applications pending to be certified as an interexchange carrier.

Applicant has applications pending throughout the United States.

- (c) Is certificated to operate as an interexchange carrier.

Applicant has authority to provide the resale of telecommunications services in Arizona, Colorado, Idaho, Indiana, Iowa, Kentucky, Massachusetts, Michigan, Montana, New Hampshire, New Jersey, Pennsylvania, Rhode Island, Texas, Utah, Virginia, Washington, Wisconsin and Wyoming.

- (d) Has been denied authority to operate as an interexchange carrier and the circumstances involved.

Applicant has never been denied authority to operate as an interexchange carrier.

- (e) Has had regulatory penalties imposed for violations of telecommunications statutes and the circumstances involved.

Applicant has never had material regulatory penalties imposed for violations of any telecommunications statutes.

- (f) Has been involved in civil court proceedings with an interexchange carrier, local exchange company or other telecommunications entity, and the circumstances involved.

Applicant has never been involved in Civil court proceedings with an interexchange carrier, local exchange company, or other telecommunications entity.

12. What services will the applicant offer to other certified telephone companies:

Applicant will not offer services to other certificated telephone companies.

- | | | | |
|--------------------------|-------------------------|--------------------------|------------|
| <input type="checkbox"/> | Facilities. | <input type="checkbox"/> | Operators. |
| <input type="checkbox"/> | Billing and Collection. | <input type="checkbox"/> | Sales. |
| <input type="checkbox"/> | Maintenance. | | |
| <input type="checkbox"/> | Other: _____ | | |

EXHIBIT B

State of Florida



Department of State

I certify from the records of this office that PCI TELECOMMUNICATIONS, INC. is a Fictitious Name registered with the Department of State on October 9, 1998.

The Registration Number of this Fictitious Name is G98281900033.

I further certify that said Fictitious Name Registration is active.

I further certify that this office began filing Fictitious Name Registrations on January 1, 1991, pursuant to Section 885.09, Florida Statutes.

Given under my hand and the Great Seal of the State of Florida at Tallahassee, the Capital, this the Ninth day of October, 1998



CRS8022 (2-88)

Sandra B. Northam
Secretary of State

EXHIBIT C

PremierCom, Inc.
BALANCE SHEET
MARCH 31, 1998

Assets

Current Assets

Cash - American Chtd-Checking	\$4,947.50	
Accounts Receivable - Cycle A	38.99	
Intercompany - FMC	(18,913.98)	

TOTAL Current Assets		(13,927.49)

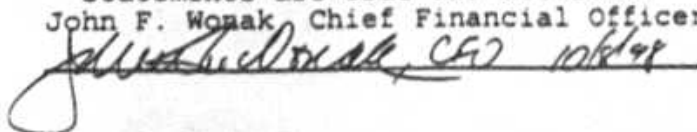
Fixed Assets

Computer Software	665.05	
Office Equipment	432.87	
Phone System	5,052.50	

TOTAL Fixed Assets		6,150.42

TOTAL Assets		\$ (7,777.07)

(A wholly-owned subsidiary of PremierCom Management Company)
I certify that to the best of my knowledge these financial
statements are true and accurate.
John F. Wozak, Chief Financial Officer

 CEO 10/8/98

PremierCom, Inc.
BALANCE SHEET
MARCH 31, 1998

Liabilities AND Equity

Current Liabilities

Accounts Payable	\$12,808.53	
Accrued SUTA	153.11	
Accrued Excise/Sales Taxes	4.04	
Other Accrued Expenses	122.77	

TOTAL Current Liabilities		13,088.65

TOTAL Liabilities		13,088.65
-------------------	--	-----------

Equity

Capital Stock	100.00	
Retained Earnings - Prior	.00	
Retained Earnings-Current Year	(20,965.72)	

TOTAL Equity		(20,865.72)

TOTAL Liabilities AND Equity		\$ (7,777.07)

(A wholly-owned subsidiary of PremierCom Management Company)
I certify that to the best of my knowledge these financial
statements are true and accurate.

John F. Wonak, Chief Financial Officer

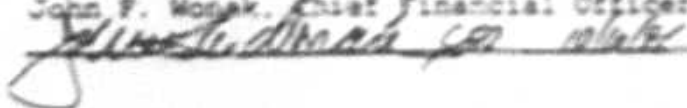
John F. Wonak, CFO 10/8/98

PremierCom, Inc.
INCOME STATEMENT
FOR THE 3 PERIODS ENDED MARCH 31, 1998

	+--- PERIOD TO DATE ---+		+--- YEAR TO DATE ---+	
	ACTUAL	PERCENT	ACTUAL	PERCENT
Revenue				
Revenue-L.D.-Direct-Switched	\$34.95	100.0 %	34.95	100.0
TOTAL Revenue	34.95	100.0	34.95	100.0
Cost of Sales				
Purchased Orders	1,650.00	*****	1,650.00	*****
Billing And Collection	122.97	351.8	122.97	351.8
Certification Fees	4,930.00	*****	4,930.00	*****
TOTAL Cost of Sales	6,702.97	*****	6,702.97	*****
Gross Profit	(6,668.02)	*****	(6,668.02)	*****
Expenses:				
General & Administrative Expen				
Dues And Subscriptions	3,500.00	*****	3,500.00	*****
Group Health Insurance	624.00	*****	624.00	*****
Office Supplies & Expense	514.28	*****	514.28	*****
Temporary Labor	1,697.88	*****	1,697.88	*****
Employee Recruiting Expense	284.62	814.4	284.62	814.4
Telephone Expense	1,396.55	*****	1,396.55	*****
TOTAL General & Administrative	8,017.33	*****	8,017.33	*****
Selling Expense				
Telemarketing Wages	772.20	*****	772.20	*****
Telemarketing Floor Supervisor	4,166.66	*****	4,166.66	*****
Advertising	243.00	695.3	243.00	695.3
Travel	392.00	*****	392.00	*****
Entertainment & Meals	136.05	389.3	136.05	389.3
FICA Expense	306.22	876.2	306.22	876.2
FUTA Expense	39.51	113.0	39.51	113.0
SUTA Expense	153.11	438.1	153.11	438.1
Medicare Expense	71.62	204.9	71.62	204.9
TOTAL Selling Expense	6,280.37	*****	6,280.37	*****
TOTAL Expenses	14,297.70	*****	14,297.70	*****
Net Income from Operations	(20,965.72)	*****	(20,965.72)	*****
Earnings before Income Tax	(20,965.72)	*****	(20,965.72)	*****

(A wholly-owned subsidiary of PremierCom Management Company)
I certify that to the best of my knowledge these financial statements are true and accurate.

John F. Wozak, Chief Financial Officer

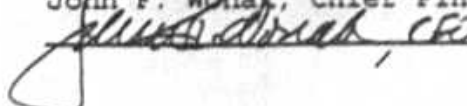


PremierCom, Inc.
 INCOME STATEMENT
 FOR THE 3 PERIODS ENDED MARCH 31, 1998

	----- PERIOD TO DATE ---		----- YEAR TO DATE -----	
	ACTUAL	PERCENT	ACTUAL	PERCENT
Net Income (Loss)	\$(20,965.72)	*****	(20,965.72)	*****

(A wholly-owned subsidiary of PremierCom Management Company)
 I certify that to the best of my knowledge these financial
 statements are true and accurate.

John F. Wonak, Chief Financial Officer

 , CEO 10/6/98

PremierCom Management Company
BALANCE SHEET
MARCH 31, 1998

Assets

Current Assets

Cash - Operating	\$37,157.05	
Cash - Payroll Account	(2,248.69)	
Intercompany - PPI	12,174.69	
Intercompany - PCI	18,913.98	
Intercompany - PRG	1,365.50	
Note Receivable - T. Jacobs	15,000.00	
Note Receivable - F. Mintz	8,000.00	
Note Receivable - S. Trepeta	18,500.00	
Due From Stockholders	270,000.00	
Investment in PCom Payphones	100.00	
Investment in PremierCom, Inc.	100.00	

TOTAL Current Assets		379,062.53

Fixed Assets

Computer Equipment	20,804.67	
Leasehold Improvements	9,145.97	
Office Equipment	554.10	
Furniture and Fixtures	31,742.20	
Office Phone System	14,472.88	

TOTAL Fixed Assets		76,719.82

Other Assets

Deposit - SNS	10,000.00	

TOTAL Other Assets		10,000.00

TOTAL Assets	:	\$465,782.35

I certify that that to the best of my knowledge these financial statements are true and accurate.

John F. Wonak, Chief Financial Officer 10/16/98
date

PremierCom Management Company
BALANCE SHEET
MARCH 31, 1998

Liabilities AND Equity

Current Liabilities

Accounts Payable	\$32,632.28
Federal Withholding Tax Pybl	544.21
Fica W/H Tax Payable	612.44
Medicare W/H Tax Payable	141.24
State Withholding Tax Payable	145.17
Accrued FUTA	39.51
Line of Credit	1,885.00

TOTAL Current Liabilities

36,001.85

TOTAL Liabilities

36,001.85

Equity

Common Stock	1,000.00
Additional Paid-in-Capital	449,000.00
Retained Earnings - Prior	.00
Retained Earnings-Current Year	(20,219.50)

TOTAL Equity

429,780.50

TOTAL Liabilities AND Equity

\$465,782.35

I certify that that to the best of my knowledge these
financial statements are true and accurate.

John F. Wonak, Chief Financial Officer

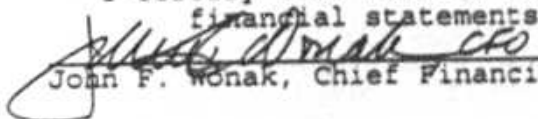
date

PremierCom Management Company
INCOME STATEMENT
FOR THE 3 PERIODS ENDED MARCH 31, 1998

+--- PERIOD TO DATE ---+ +--- YEAR TO DATE ---+
ACTUAL PERCENT ACTUAL PERCENT

	ACTUAL	PERCENT	ACTUAL	PERCENT
Gross Profit	\$.00	.0 %	.00	.0
Expenses:				
General & Administrative Expens				
Utility Expense	109.31	.0	109.31	.0
Computer Supplies & Expense	111.26	.0	111.26	.0
Delivery & Express	351.80	.0	351.80	.0
Insurance - Health	1,267.06	.0	1,267.06	.0
Legal Fees	4,868.25	.0	7,905.00	.0
Office Supplies & Expense	2,261.83	.0	3,616.22	.0
Stationery & Printing	1,032.41	.0	1,032.41	.0
Other Professional Services	950.00	.0	950.00	.0
Postage Expense	302.24	.0	302.24	.0
Employee Recruiting Expense	244.78	.0	244.78	.0
Telephone	930.31	.0	1,732.90	.0
Office Equip.Repairs & Maint.	409.80	.0	409.80	.0
Meals & Entertainment	.00	.0	291.27	.0
TOTAL General & Administrative	12,839.05	.0	18,324.05	.0
TOTAL Expenses	12,839.05	.0	18,324.05	.0
Net Income from Operations	(12,839.05)	.0	(18,324.05)	.0
Other Income & Expense				
Interest Expense	(10.45)	.0	(10.45)	.0
Bank Loan Costs	(1,885.00)	.0	(1,885.00)	.0
TOTAL Other Income & Expense	(1,895.45)	.0	(1,895.45)	.0
Earnings before Income Tax	(14,734.50)	.0	(20,219.50)	.0
Net Income (Loss)	\$(14,734.50)	.0 %	(20,219.50)	.0

I certify that that to the best of my knowledge these
financial statements are true and accurate.


Joan F. Wonak, Chief Financial Officer

10/6/98
date

PremierCom, Inc.
BALANCE SHEET
JUNE 30, 1998

Assets

Current Assets

Cash - American Chtd-Checking	\$363.30	
Cash - Lock Box	4,246.99	
Petty Cash Fund	200.00	
Accounts Receivable - Cycle A	32,781.51	
Accounts Receivable - HBS	14,448.51	
A/R Tail - LEC	726.79	
A/R Tail - HBS	159.19	
Reserve for Bad Debts	(885.98)	
Prepaid Other Expense	17,664.59	
Intercompany - FMC	(182,773.38)	
Advances to Jory Rozner	2,000.00	

TOTAL Current Assets		(111,068.48)

Fixed Assets

Computer Software	2,971.71	
Office Equipment	1,250.96	
Furniture And Fixtures	9,723.5	
Phone System	66,978.76	

TOTAL Fixed Assets		80,924.95

Other Assets

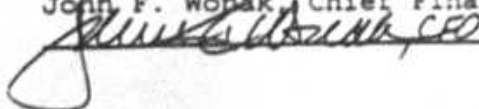
Organization Costs	2,850.00	
Amort. - Organization Costs	(142.50)	

TOTAL Other Assets		2,707.50

TOTAL Assets	:	\$ (27,436.03)

(A wholly-owned subsidiary of PremierCom Management Company)
I certify that to the best of my knowledge these financial
statements are true and accurate.

John F. Wopak, Chief Financial Officer

 CEO 10/6/98

PremierCom, Inc.
BALANCE SHEET
JUNE 30, 1998

Liabilities AND Equity

Current Liabilities

Accounts Payable	\$62,166.37	
Federal Withholding Tax Pybl	2,170.77	
Fica W/H Tax Payable	2,829.28	
Medicare W/H Tax Payable	661.72	
State Withholding Tax Payable	267.63	
401K Payable	50.00	
Accrued FUTA	221.10	
Accrued SUTA	1,188.36	
Accrued Excise/Sales Taxes	3,328.64	
Accrued PICC Charges	1,127.38	
Accrued Salaries & Wages	1,799.33	
Accrued Commissions	5,367.65	
Other Accrued Expenses	5,686.22	

TOTAL Current Liabilities		86,864.45

TOTAL Liabilities		86,864.45

Equity

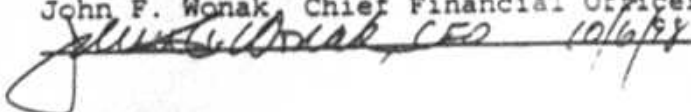
Capital Stock	100.00	
Retained Earnings - Prior	.00	
Retained Earnings-Current Year	(114,400.48)	

TOTAL Equity		(114,300.48)

TOTAL Liabilities AND Equity		\$(27,436.03)

(A wholly-owned subsidiary of PremierCom Management Company)
I certify that to the best of my knowledge these financial
statements are true and accurate.

John F. Wonak, Chief Financial Officer

 10/6/98

PremierCom, Inc.
INCOME STATEMENT
FOR THE 6 PERIODS ENDED JUNE 30, 1998

+--- PERIOD TO DATE ---+ +----- YEAR TO DATE -----+
ACTUAL PERCENT ACTUAL PERCENT

Revenue

Set Up Fees	\$12,612.94	34.0 %	17,324.08	35.0
Monthly Fees	4,079.31	11.0	4,079.31	8.2
Revenue-L.D.-Agents-Switched	18,266.86	49.3	25,595.99	51.7
Revenue-L.D.-Direct-Switched	960.48	2.6	1,420.89	2.9
Revenue-L.D. - PICC Charges	1,127.38	3.0	1,127.38	2.3
<hr style="border-top: 1px dashed black;"/>				
TOTAL Revenue	37,046.97	100.0	49,547.65	100.0

Cost of Sales

Line Charges-Agents-Switched	9,608.34	25.9	13,989.69	28.2
Line Charges-Direct-Switched	845.26	2.3	845.26	1.7
Dir. Oper.-Cust. Ser/Telemarketin	2,500.00	6.7	6,596.15	13.3
Provisioning Manager	2,500.00	6.7	5,000.00	10.1
Cost of Web Pages	8,602.12	23.2	11,983.39	24.2
Purchased Orders	.00	.0	2,340.00	4.7
Sales Leads	6,465.84	17.5	10,384.34	21.0
Billing And Collection	3,599.22	9.7	7,956.68	16.1
Telephone - Telemarketing	4,059.47	11.0	8,019.95	16.2
Verifications	2,941.35	7.9	3,126.85	6.3
Bad Debts - LEC	584.81	1.6	726.79	1.5
Bad Debts - HBS	134.60	.4	159.19	.3
Certification Fees	1,760.48	4.8	5,331.44	10.8
FICA Expense	310.00	.8	718.96	1.5
FUTA Expense	40.00	.1	82.77	.2
SUTA Expense	155.00	.4	359.48	.7
Medicare Expense	72.52	.2	168.19	.3
PICC Charge Expense	1,127.38	3.0	1,127.38	2.3
Other Costs	50.00	.1	196.00	.4
Depreciation & Amort	47.50	.1	142.50	.3
<hr style="border-top: 1px dashed black;"/>				
TOTAL Cost of Sales	45,403.89	122.6	79,254.01	160.0
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Gross Profit	(8,356.92)	(22.6%)	(29,706.36)	(60.0)

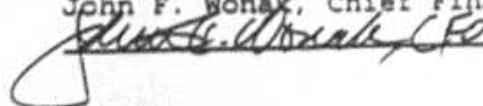
Expenses:

General & Administrative Expen			79.45	.2
Delivery & Express	.00	.0		
Dues And Subscriptions	200.00	.5	4,119.93	8.3
Group Health Insurance	.00	.0	2,498.64	5.0
Legal Fees	.00	.0	3,000.00	6.1
Office Supplies & Expense	.00	.0	559.28	1.1
Temporary Labor	.00	.0	4,080.64	8.2
Postage Expense	3.00	.0	3.00	.0
Stationery and Printing	170.01	.5	1,089.10	2.2

(A wholly-owned subsidiary of PremierCom Management Company)

I certify that to the best of my knowledge these financial statements are true and accurate.

John F. Wonak, Chief Financial Officer

 10/6/98

PremierCom, Inc.
INCOME STATEMENT
FOR THE 6 PERIODS ENDED JUNE 30, 1998

	+--- PERIOD TO DATE ---+		+--- YEAR TO DATE ---+	
	ACTUAL	PERCENT	ACTUAL	PERCENT
General & Administrative Expen	(Continued)			
Employee Recruiting Expense	\$561.00	1.5 %	2,642.24	5.3
Telephone Expense	1,492.34	4.0	3,859.51	7.8
TOTAL General & Administrative	2,426.35	6.5	21,931.79	44.3
Selling Expense				
Telemarketing Wages	12,897.26	34.8	18,386.83	37.1
Telemarketing Bonus	505.00	1.4	545.00	1.1
Telemarketing Temporary Labor	6,692.00	18.1	12,560.00	25.3
Telemarketing Floor Supervisor	4,166.66	11.2	16,666.64	33.6
Advertising	.00	.0	513.00	1.0
Travel	63.02	.2	2,168.20	4.4
Entertainment & Meals	237.08	.6	755.06	1.5
FICA Expense	972.76	2.6	2,088.13	4.2
FUTA Expense	92.19	.2	222.80	.4
SUTA Expense	357.20	1.0	785.69	1.6
Medicare Expense	227.50	.6	488.34	1.0
Commissions - Agents	5,048.33	13.6	6,847.64	13.8
Tradeshaw Expense	.00	.0	735.00	1.5
TOTAL Selling Expense	31,259.00	84.4	62,762.33	126.7
TOTAL Expenses	33,685.35	90.9	84,694.12	170.9
Net Income from Operations	(42,042.27)	(113.5)	(114,400.48)	(230.9)
Earnings before Income Tax	(42,042.27)	(113.5)	(114,400.48)	(230.9)
Net Income (Loss)	\$(42,042.27)	(113.5)%	(114,400.48)	(230.9)

(A wholly-owned subsidiary of PremierCom Management Company)
I certify that to the best of my knowledge these financial statements are true and accurate.

John F. Wopak, Chief Financial Officer

[Signature] CEO 10/6/98

PremierCom Management Company
 BALANCE SHEET
 JUNE 30, 1998

Assets

Current Assets

Cash - Operating	\$3,491.91	
Cash - Money Market	691.60	
Prepaid Other Expenses	3,225.00	
Prepaid Insurance	1,225.52	
Employee Advances	4,052.00	
Intercompany - PPI	43,489.47	
Intercompany - PCI	182,773.38	
Intercompany - PRG	1,236.75	
Note Receivable - T. Jacobs	15,000.00	
Note Receivable - F. Mintz	8,000.00	
Note Receivable - S. Trepeta	18,500.00	
Investment in PCom Payphones	100.00	
Investment in PremierCom, Inc.	100.00	

TOTAL Current Assets		281,885.63

Fixed Assets

Computer Equipment	27,621.39	
Computer Software	2,276.15	
Leasehold Improvements	10,590.97	
Office Equipment	1,680.70	
Furniture and Fixtures	40,366.61	
Office Phone System	16,553.85	

TOTAL Fixed Assets		99,089.67

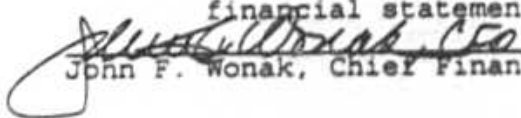
Other Assets

Deposit - SNS	10,000.00	

TOTAL Other Assets	:	10,000.00

TOTAL Assets		\$390,975.30

I certify that that to the best of my knowledge these financial statements are true and accurate.

 John F. Wonak, Chief Financial Officer 10/6/98 date

PremierCom Management Company
 BALANCE SHEET
 JUNE 30, 1998

Liabilities AND Equity

Current Liabilities

Accounts Payable	\$23,788.11
Federal Withholding Tax Pybl	6,874.48
Fica W/H Tax Payable	8,957.66
Medicare W/H Tax Payable	2,094.98
SIT Withholding - IL	278.69
SIT Withholding - NY	97.70
401(k) Payable	1,039.59
Accrued FUTA	626.54
Accrued SUTA - IL	2,283.52
Accrued SUTA - NY	629.00
Line of Credit	111,383.98

TOTAL Current Liabilities

158,054.25

Long-Term Liabilities

Accrued Salary and Wages	9,900.43
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TOTAL Long-Term Liabilities

9,900.43

TOTAL Liabilities

167,954.68

Equity

Common Stock	900.00
Add. Paid-in-Capital - TJ	133,700.00
Add. Paid-in-Capital - JW	133,700.00
Add. Paid-in-Capital - ST	106,960.00
Add. Paid-in-Capital - EP	17,827.00
Add. Paid-in-Capital - AT	8,913.00
Retained Earnings - Prior	.00
Retained Earnings-Current Year	(178,979.38)

TOTAL Equity

223,020.62

TOTAL Liabilities AND Equity

\$390,975.30

I certify that that to the best of my knowledge these financial statements are true and accurate.

John F. Wenak, CEO
 John F. Wenak, Chief Financial Officer

10/6/98
 date

PremierCom Management Company
 INCOME STATEMENT
 FOR THE 6 PERIODS ENDED JUNE 30 1998

	+--- PERIOD TO DATE ---+		+--- YEAR TO DATE ---+	
	ACTUAL	PERCENT	ACTUAL	PERCENT
Earnings before Income Tax	\$(58,334.28)	.0 %	(178,979.38)	.0
Net Income (Loss)	\$(58,334.28)	.0 %	(178,979.38)	.0

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I certify that that to the best of my knowledge these financial statements are true and accurate.

John F. Wonak, CEO 10/6/98
 John F. Wonak, Chief Financial Officer date