

NOWALSKY, BRONSTON & GOTHARD

A Professional Limited Liability Company
Attorneys at Law

Leon L. Nowalsky
Benjamin W. Bronston
Edward P. Gothard

3500 N. Causeway Boulevard
Suite 1442
Metairie, Louisiana 70002
Telephone: (504) 832-1984
Facsimile: (504) 831-0892

Monica R. Borne
EllenAnn G. Sands

June 14, 1999

Via Overnight Delivery

990773-TX

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

RE: **CAT Communications International, Inc.**

Dear Ms. Hawkins:

Enclosed please find an original and six (6) copies of Application Form for authority to provide alternative local exchange service within the State of Florida which is submitted on behalf of CAT Communications International, Inc. Also enclosed is the requisite \$250.00 filing fee.

Please acknowledge receipt of this filing by returning a date stamped copy of this letter in the self-addressed envelope provided.

Thank you for your assistance. Please call with any questions.

Sincerely,



Monica R. Borne

Enclosure
cc: Norman Mason, CCI

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

Initials of person who forwarded check:



JUN 15 1999
MAIL ROOM
RECEIVED

DOCUMENT NUMBER-DATE

~~07200~~ JUN 15 99

FPSR-RECORDS/REPORTING

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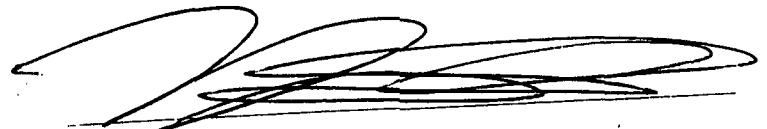
at Communications International, Inc.
P.O. BOX 539
LOVERDALE, VA 24077-0539

CRESTAR BANK
ROANOKE, VIRGINIA
68-72/514

DATE	04/27/99
AMOUNT	\$*****250.00

PAY Two Hundred Fifty and 00/100

TO THE FLORIDA PUBLIC SERVICE COMMISSION
ORDER
OF



00019920

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

APPLICATION FORM
for

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

INSTRUCTIONS

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

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

5. Once completed, submit the original and six (6) copies of this form along with a non-refundable application fee of \$250.00 made payable to the Florida Public Service Commission at the above address.
-

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 non-certificated company)

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

Approval for transfer of control (to another certificated company)

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

2. Name of applicant:

CAT Communications International, Inc.

3. Name under which the applicant will do business (d/b/a): **None.**

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

Fictitious name registration number: _____

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

**5650 Hollins Road
Roanoke, VA 24019
Ph. (540) 265-2555**

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

None.

6. 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"/> 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.
Not applicable.

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 any crime, or whether such actions may result from pending proceedings. If so, explain.
No officers, directors, or any of the ten largest stockholders have previously been or are involved in proceedings during which they may be adjudged bankrupt, mentally incompetent, or found guilty of any felony or any crime.

9. If incorporated, please provide proof from the Florida Secretary of State that the applicant has authority to operate in Florida.
Certificate of Authority attached as Exhibit A.
Corporate charter number: F99000002934

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.

Liaison for this application:
Monica R. Borne, Attorney
3500 N. Causeway Blvd.
Suite 1442
Metairie, LA 70002
Ph. (504) 832-1984; Fx. (504) 831-0892

Ongoing liaison:
Norman D. Mason
President
5650 Hollins Road
Roanoke, VA 24019
Ph. (540) 265-2555; Fx. (540) 265-7742

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 is currently certified to provide local exchange service in New York and is pending certification in Kentucky and Louisiana.**

12. Has the applicant been denied certification in any other state? If so, please list the state and the 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 penalties have been imposed.

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

Customer complaints can be made by dialing 1-888-477-1224 or by writing to the company at the address set forth herein.

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

Price List attached as Exhibit E.

16. Please provide all available documentation demonstrating that the applicant has the following capabilities to provide alternative local exchange service in Florida.
All financial documentation attached as Exhibit B.

A. Financial capability.

Regarding the showing of financial capability, the following applies:

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

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

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

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

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

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

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

B. Managerial capability.

Profiles of the applicant's management personnel are attached as Exhibit C.

C. Technical capability.

Attached as Exhibit D.

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 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:  4/27/99
Signature Date

Name: Norman D. Mason (540) 265-2555
Telephone Number

Title: President/CEO

Address: 5650 Hollins Road
Roanoke, VA 24019

EXHIBIT A

CERTIFICATE OF AUTHORITY ISSUED
BY THE FLORIDA SECRETARY OF STATE

APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO
TRANSACT BUSINESS IN FLORIDA

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

1. CAT Communications International, 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. Virginia 3. 54-1869935
(State or country under the law of which it is incorporated) (FEI number, if applicable)

4. 11/03/97 5. perpetual
(Date of Incorporation) (Duration: Year corp. will cease to exist or "perpetual")

6. Has not transacted business in Florida.
(Date first transacted business in Florida. (See sections 607.1501, 607.1502, and 817.155, F.S.)

7. 5650 Hollins Road
Roanoke, Virginia 24019
(Current mailing address)

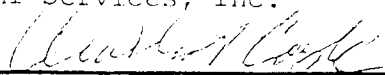
8. The provision of telecommunications service.
(Purpose(s) of corporation authorized in home state or country to be carried out in the state of Florida)

9. Name and street address of Florida registered agent:

Name: NRAI Services, Inc.
Office Address: 526 E. Park Avenue
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.

NRAI Services, Inc.
By: 
(Registered agent's signature)
Charles A. Coyle - Assistant Secretary

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.

RECEIVED
CORPORATION
DIVISION
NOV 11 1997
FILED

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

A. DIRECTORS

Director
Chairman: Norman Mason

Address: 5650 Hollins Rd.
Roanoke, VA 24019

Director
Vice Chairman: Barbara Mason

Address: 5650 Hollins Rd.
Roanoke, VA 24019

Director: Doyal Bryant

Address: 5650 Hollins Rd.
Roanoke, VA 24019

Director: Patricia Spencer and Joe Clark

Address: 5650 Hollins Rd.
Roanoke, VA 24019

B. OFFICERS

President: Norman Mason

Address: 5650 Hollins Rd.
Roanoke, VA 24019

Vice President: Doyal Bryant

Address: 5650 Hollins Rd.
Roanoke, VA 24019

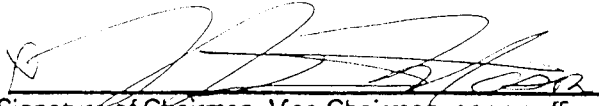
Secretary: Barbara Mason

Address: 5650 Hollins Rd.
Roanoke, VA 24019

Treasurer: _____

Address: _____

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

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

14. Norman Mason, President
(Typed or printed name and capacity of person signing application)

Commonwealth of Virginia



State Corporation Commission

I Certify the Following from the Records of the Commission:

CAT COMMUNICATIONS INTERNATIONAL, INC. is a corporation existing under and by virtue of the laws of Virginia, and is in good standing.

The date of incorporation is November 03, 1997.

Nothing more is hereby certified.

*Signed and Sealed at Richmond on this Date:
May 28, 1999*



Joel H. Peck

Joel H. Peck, Clerk of the Commission

EXHIBIT B

FINANCIAL DOCUMENTATION

In support of its financial capability to provide the requested services, the Company has provided its unaudited financial statements for the period ending March 31, 1999 and year ending December 31, 1998. These financial documents have been verified by the President of the Company.

The Company is financially capable to provide the requested service in the geographic areas proposed and will be able to maintain such services and meet any and all lease or ownership obligations as evidenced by its year-end financial documents which have been attached and verified by a Company official.

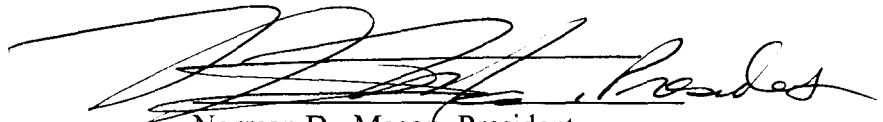
In addition to the Company's revenue generated from current operations, the company would have access to additional funding from outside investors if necessary to meet ongoing obligations.

VERIFICATION BY APPLICANT

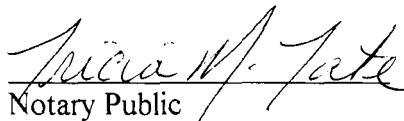
STATE OF Virginia)
COUNTY OF Roanoke) SS:

Norman D. Mason of **CAT Communications International, Inc.** having been duly sworn and deposed, hereby states as follows:

That he is President of the Company; that the attached financial documents were prepared under his supervision and are true and correct to the best of his knowledge and belief, and he additionally submits that the Company is financially capable of providing the requested services while meeting all lease or ownership obligations.


Norman D. Mason, President
CAT Communications International, Inc.

This document was signed in my presence this 27 day of April, 1999.


Notary Public

My Commission expires:
7-31-99

Cat Communications International, Inc.
Income Statement Summarized By Division and Department
Current, YTD, and Ratios
3 Period(s) Ending March 31, 1999

	Current	%	Year-to-Date	%
Income				
Communications Services	346,260.73	100.0	943,374.86	100.0
	-----		-----	
Total Income	346,260.73	100.0	943,374.86	100.0
Cost of Sales				
Network Services	173,112.12	50.0	448,016.47	47.5
Agent Services	16,245.80	4.7	35,909.80	3.8
Long Distance Services	1,782.70	0.5	1,782.70	0.2
	-----		-----	
Total Cost of Sales	191,140.62	55.2	485,708.97	51.5
Gross Profit (Loss)	155,120.11	44.8	457,665.89	48.5
Expenses				
Advertising	44,272.83	12.8	105,738.67	11.2
Billing Expense	9,385.78	2.7	26,758.90	2.8
Vehicle Repair	40.45	0	305.67	0
Fuel Expense	0.00	0	30.28	0
Contract Labor	50.00	0	50.00	0
Depr./Other assets	2,729.00	0.8	8,187.00	0.9
Freight	4.70	0	259.87	0
Interest	684.44	0.2	2,200.00	0.2
Amortization	104.00	0	312.00	0
Insurance, Commercial	664.67	0.2	1,994.01	0.2
Insurance, Medical	890.47	0.3	864.44	0.1
Management Fees	20,681.25	6.0	59,251.25	6.3
Postage	1,000.00	0.3	1,000.00	0.1
Office	2,279.57	0.7	12,974.59	1.4
Payroll Taxes	3,902.47	1.1	9,484.94	1.0
Rent	3,644.01	1.1	10,932.03	1.2
Equipment Maintenance	74.08	0	2,271.42	0.2
Salaries	41,039.69	11.9	106,331.74	11.3
Supplies	2.28	0	2.28	0
Telephone	22,772.82	6.6	56,408.68	6.0
Travel	2,702.24	0.8	3,691.01	0.4
Utilities	177.45	0.1	1,313.35	0.1
Charitable Contribution	0.00	0	1,000.00	0.1
Meals & Entertainment	0.00	0	72.80	0
	-----		-----	
Total Expenses	157,102.20	45.4	411,434.93	43.6
Operating Income (Loss)	(1,982.09)	0.6	46,230.96	4.9
Other Income				
Leased Equipment Income	1,500.00	0.4	4,500.00	0.5
	-----		-----	
Total Other Income	1,500.00	0.4	4,500.00	0.5
Other Expenses				
Net Income (Loss)	(482.09)	0.1	50,730.96	5.4
	=====		=====	

Cat Communications International, Inc.
Balance Sheet Summarized By Division and Department

March 31, 1999

Assets

CURRENT ASSETS

Prepaid Long Distance Services	18,217.30	
Employee Advances & Petty Cash	800.00	
Security Deposits	700.00	
Accounts Receivable	214,101.94	
Total Current Assets		233,819.24

FIXED ASSETS

Vehicles	8,843.00	
Furniture and Office Equip	135,796.56	
Organizational Costs	7,282.78	
Accumul. Depreciation	(8,253.00)	
Accumulated Amortization	(312.00)	
Total Fixed Assets		143,357.34

Total Assets		377,176.58
		=====

Liabilities

CURRENT LIABILITIES

Bank Overdraft	241,015.52	
Payroll Garnishments	358.09	
401K DEFERRALS	14.00	
Accounts Payable	32,970.00	
Accounts Payable - Bell Current	178,775.20	
Accounts Payable - Bell Over 30	274,902.47	
Sales & Excise Tax Payable	30,093.21	
Federal Withholding	3,584.01	
State Withholding	1,179.39	
State Unemployment Tax	993.17	
Federal Unemployment Tax	654.52	
Soc Sec Payable	4,019.24	
Medicare Payable	939.96	
Accrued Expenses	30,000.00	
Accrued Wages/FICA Tax	24,798.38	
Total Current Liabilities		824,297.16

LONG TERM LIABILITIES

Note Payable - Shareholder	20,277.30	
Total Long Term Liabilities		20,277.30

Total Liabilities		844,574.46

Capital

Retained Earnings	(467,397.88)	
Total Capital		(467,397.88)

Total Liabilities and Capital		377,176.58
		=====

Cat Communications International, Inc.
Balance Sheet Summarized By Division and Department

December 31, 1998

Assets

CURRENT ASSETS

Employee Advances & Petty Cash	800.00	
Security Deposits	700.00	
Accounts Receivable	9,191.81	
Total Current Assets		10,691.81

FIXED ASSETS

Vehicles	8,500.00	
Furniture and Office Equip	118,074.80	
Organizational Costs	7,282.78	
Accumul. Depreciation	(66.00)	
Total Fixed Assets		133,791.58

Total Assets		144,483.39
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Liabilities

CURRENT LIABILITIES

Bank Overdraft	185,863.97	
Payroll Garnishments	114.03	
Accounts Payable	167,141.79	
Accounts Payable - Bell Current	93,599.71	
Sales & Excise Tax Payable	14,438.38	
Federal Withholding	4,983.25	
State Withholding	1,607.00	
State Unemployment Tax	1,541.89	
Federal Unemployment Tax	445.30	
Soc Sec Payable	5,243.78	
Medicare Payable	1,226.36	
Accrued Wages/FICA Tax	13,006.77	
Total Current Liabilities		489,212.23

LONG TERM LIABILITIES

Note Payable - Shareholder	173,400.00	
Total Long Term Liabilities		173,400.00

Total Liabilities		662,612.23
-------------------	--	------------

Capital

Retained Earnings	(518,128.84)	
Total Capital		(518,128.84)

Total Liabilities and Capital		144,483.39
-------------------------------	--	------------

=====

Cat Communications International, Inc.
Income Statement Summarized By Division and Department
Current, YTD, and Ratios
12 Period(s) Ending December 31, 1998

	Current	%	Year-to-Date	%
Income				
Communications Services	214,273.71	100.0	1,065,567.32	100.0
	-----		-----	
Total Income	214,273.71	100.0	1,065,567.32	100.0
Cost of Sales				
Network Services	96,910.21	45.2	713,732.53	67.0
Agent Services	5,947.50	2.8	7,545.00	0.7
	-----		-----	
Total Cost of Sales	102,857.71	48.0	721,277.53	67.7
Gross Profit (Loss)	111,416.00	52.0	344,289.79	32.3
Expenses				
Advertising	16,182.77	7.6	204,715.53	19.2
Billing Expense	6,782.89	3.2	35,352.47	3.3
Fuel Expense	129.73	0.1	468.37	0
Contract Labor	0.00	0	1,866.29	0.2
Freight	12.34	0	1,765.14	0.2
Interest	13,643.51	6.4	16,292.25	1.5
Insurance, Commercial	664.67	0.3	3,988.02	0.4
Insurance, Medical	2,517.48	1.2	5,544.64	0.5
Legal Expense	(7,282.78)	3.4	0.00	0
Management Fees	19,425.00	9.1	202,700.00	19.0
Miscellaneous	0.00	0	818.00	0.1
Postage	500.00	0.2	6,661.66	0.6
Office	7,868.68	3.7	40,780.06	3.8
Payroll Taxes	3,082.98	1.4	16,574.45	1.6
Rent	3,699.93	1.7	28,048.15	2.6
Equipment Maintenance	7,075.87	3.3	18,714.43	1.8
Salaries	31,585.21	14.7	169,723.87	15.9
Supplies	126.71	0.1	1,613.20	0.2
Misc. Taxes & Licenses	162.50	0.1	356.50	0
Telephone	17,488.04	8.2	65,591.95	6.2
Travel	2.00	0	14,071.56	1.3
Utilities	475.85	0.2	2,455.01	0.2
Meals & Entertainment	62.68	0	1,136.59	0.1
Leasing Expense	0.00	0	7,600.00	0.7
	-----		-----	
Total Expenses	124,206.06	58.0	846,838.14	79.5
Operating Income (Loss)	(12,790.06)	6.0	(502,548.35)	47.2
Other Income				
Leased Equipment Income	7,500.00	3.5	7,500.00	0.7
	-----		-----	
Total Other Income	7,500.00	3.5	7,500.00	0.7
Other Expenses				
Net Income (Loss)	(5,290.06)	2.5	(495,048.35)	46.5
	=====		=====	

EXHIBIT C

MANAGEMENT PROFILES

Cat Communications International, Inc. dba CCI

Management Profiles

Norman D. Mason, Ph.D.: President & CEO

Norman D. Mason has been the President & CEO of Cat Communications International, Inc. since the company's inception in 1997. Mr. Mason has had over two decades of experience as CEO of a multi-state lease-purchase business with thirty-two stores in six states. He has had many years of experience providing quality products and services to credit challenged consumers.

Doyal Bryant, STC: Vice-President, Regulatory and Technological Development

Mr. Bryant holds a B.S. degree in Business Administration from Drury College in Springfield, Mo. Mr. Bryant is a member of the Society of Telecommunication Consultants(STC) and has worked for many years as a consultant to the telecommunications industry. Among his many clients are such companies as Avon Products, Mailboxes Etc., CSX Corp., Direct TV, and Knight Ridder. Mr. Bryant has had extensive experience with the Regional Bell Companies such as Bell Atlantic, Bell South, and Pacific Bell as well as with major inter-exchange carriers such as Sprint, AT&T, MCI WorldCOM, and LCI. In addition to domestic work Mr. Bryant has consulted with international network and private line providers such as Telenet, ICON, and PrimeTEC International. He has been featured in numerous trade publications and has been speaker at various industry trade shows.

Joseph Clark: Marketing and Management Consultant

Mr. Clark has been in telecommunications for many years. He has been Executive Vice-President of Global Telecommunication Solutions, Inc. and President of Global Telecommunications Solutions Canada, Inc. Prior to Mr. Clark's involvement with G.T.S., Mr. Clark managed his own marketing and management consulting firm. He has held senior positions in such companies as National Cash Register, The Singer Corporation and Western States Bankcard Association (founders of MasterCard). Mr. Clark has been the Chairman of the Electronic Services and Gateways committee and Chairman of the National Task Force on Electronic Services and Gateways. He has also served on the board of directors of the International Telecard Association and has been on the editorial advisory board of Telecard World & Trade. Mr. Clark has also been active in numerous service organizations including the Rotary International of New York where he served as District Governor. He has also been active in the Boy Scouts of America where he was Vice President of the Santa Clara, California Council. Mr. Clark also has held numerous executive positions with the American Red Cross. He is a resident of California.

Barbara Mason: Senior Vice-President of Advertising and Marketing

Barbara Mason, BA, has been the director of CCI's own in-house advertising and marketing agency since the start of the company. Mrs. Mason has had over twenty years of experience working with all forms of advertising and distribution. She has been recognized for her excellence on numerous occasions by winning ADDY awards for superior performances in her field.

Patricia Spencer: Vice-President of Operations

Ms. Spencer is in charge of CCI's call center operations. She has had over a decade of call center management and has become the company's primary liason with the Bell Atlantic upper management group. Prior to her call center experience Ms. Spencer managed her own computer business.

Hugh Dalton, Director of Outside Sales

Mr. Dalton is head of CCI's sales team responsible for maintaining and developing a reliable and efficient network of outside agents who can service the needs of CCI's customers. Mr. Dalton has had over fifteen years of sales experience throughout the southeastern United States.

EXHIBIT D

TECHNICAL CAPABILITY

The Company will provide Resold local exchange service using BellSouth as its underlying service provider. Therefore, the quality of service offered by the Company will, at a minimum, be equivalent to the services offered by BellSouth.

In addition, the Company's officers have technical experience in the telecommunications industry as evidenced by the profiles submitted as Exhibit C.

EXHIBIT E

PROPOSED PRICE LIST

CAT Communications International, Inc.

Florida Price List No. 1
Original Sheet 1

Alternative Local Exchange Service

TITLE SHEET

ALTERNATIVE LOCAL EXCHANGE SERVICES PRICE LIST

This price list contains the descriptions, regulations, service standards and rates applicable to alternative local exchange telecommunications services provided by CAT Communications, Inc. with principal offices at 5650 Hollins Road, Roanoke, VA 24019. This price list applies for services furnished within the state of Florida. This price list is on file with the Florida Public Service Commission, and copies may be inspected, during normal business hours, at the Company's principal place of business.

ISSUED: June 14, 1999

EFFECTIVE:

BY:

Norman D. Mason, President
5650 Hollins Road
Roanoke, VA 24019

Alternative Local Exchange Service

CHECK SHEET

The sheets listed below, which are 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 of the bottom of this page.

SHEET	REVISION	SHEET	REVISION
1	Original	26	Original
2	Original	27	Original
3	Original	28	Original
4	Original	29	Original
5	Original	30	Original
6	Original	31	Original
7	Original	32	Original
8	Original	33	Original
9	Original	34	Original
10	Original	35	Original
11	Original	36	Original
12	Original		
13	Original		
14	Original		
15	Original		
16	Original		
17	Original		
18	Original		
19	Original		
20	Original		
21	Original		
22	Original		
23	Original		
24	Original		
25	Original		

ISSUED: June 14, 1999

EFFECTIVE:

BY:

Norman D. Mason, President
5650 Hollins Road
Roanoke, VA 24019

Alternative Local Exchange Service

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ISSUED: June 14, 1999

EFFECTIVE:

BY:

Norman D. Mason, President
5650 Hollins Road
Roanoke, VA 24019

Alternative Local Exchange Service

SYMBOLS SHEET

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

R - Change Resulting In A Reduction To A Customer's Bill

T - Change in Text Or Regulation But No Change In Rate Or Charge

ISSUED: June 14, 1999

EFFECTIVE:

BY:

Norman D. Mason, President
5650 Hollins Road
Roanoke, VA 24019

Alternative Local Exchange Service

PRICE LIST FORMAT SHEETS

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 FPSC. For example, the 4th revised Sheet 14 cancels the 3rd revised Sheet 14. Because of various suspension periods, deferrals, etc, the FPSC follows in their price list approval process, the most current sheet number on file with the Commission is not always the price list page in effect. 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).I.
- 2.1.1.A.1.(a).I.(i).
- 2.1.1.A.1.(a).I.(i).(1).

D. Check Sheets - When a price list filing is made with the FPSC, 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 FPSC.

ISSUED: June 14, 1999

EFFECTIVE:

BY:

Norman D. Mason, President
5650 Hollins Road
Roanoke, VA 24019

CAT Communications International, Inc.

Florida Price List No. 1
Original Sheet 6

Alternative Local Exchange Service

EXCHANGE SERVICE LIST

The Company will provide local exchange service throughout the State of Florida. Local calling areas will coincide with those of the Incumbent Local Exchange Carrier (ILEC), unless otherwise specified.

ISSUED: June 14, 1999

EFFECTIVE:

BY:

Norman D. Mason, President
5650 Hollins Road
Roanoke, VA 24019

Alternative Local Exchange Service

SECTION 1 - TECHNICAL TERMS AND ABBREVIATIONS

Access Line - An arrangement which connects the customer's location to the Company's network switching center.

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.

Company or Carrier - CAT Communications International, Inc.

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

Day - From 8:00 AM up to, but not including 5:00 PM local time Monday through Friday.

Evening - From 5:00 PM up to but not including 11:00 PM local time Sunday through Friday.

Holidays - The Company's recognized holidays are New Year's Day, Martin Luther King, Jr. Day, Presidents Day, Memorial Day, July 4th, Labor Day, Thanksgiving Day, Christmas Day.

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

ISSUED: June 14, 1999

EFFECTIVE:

BY:

Norman D. Mason, President
5650 Hollins Road
Roanoke, VA 24019

Alternative Local Exchange Service

SECTION 2 - RULES, REGULATIONS AND SERVICE QUALITY CRITERIA

2.1 Undertaking of the Company.

The Company's services and facilities are furnished for communications originating at specified points within the state of Florida under terms of this price list.

The Company's installs, operates, and maintains the communications services provided herein 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 Company's network. The customer shall be responsible for all charges due for such service arrangement.

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

2.2.2 The Company's reserves the right to discontinue furnishing service, or limit the use of service necessitated by conditions beyond its control: or when the customer is using service in violation of the law or the provisions of this price list.

ISSUED: June 14, 1999

EFFECTIVE:

BY:

Norman D. Mason, President
5650 Hollins Road
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Alternative Local Exchange Service

SECTION 2 - RULES AND REGULATIONS continued

2.2 Limitations (Cont.)

- 2.2.3 All facilities provided under this price list are directly controlled by the Company and the customer may not transfer or assign the use of service or facilities, except with the express written consent of the Company. Such transfer or assignment shall only apply where there is no interruption of the use or location of the service or facilities.
- 2.2.4 Prior written permission from the Company is required before any assignment or transfer. All regulations and conditions contained in this price list shall apply to all such permitted assignees or transferees, as well as all conditions for service.
- 2.2.5 Customers reselling or rebilling services must have a Certificate of Public Convenience and Necessity as an ALEC carrier from the Florida Public Service Commission.

2.3 Liabilities of the Company.

- 2.3.1 The Company's liability for damages arising out of mistakes, interruptions, omissions, delays, errors, or defects in the transmission occurring in the course of furnishing service or facilities, and not caused by the negligence of its employees or its agents, in no event shall exceed an amount equivalent to the proportionate charge to the customer for the period during which the aforementioned faults in transmission occur.
- 2.3.2 The Company shall be indemnified and held harmless by the customer against claims for libel, slander, or infringement of copyright arising out of the material, data, information, or other content transmitted over the Company's facilities.

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EFFECTIVE:

BY:

Norman D. Mason, President
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Alternative Local Exchange Service

SECTION 2 - RULES AND REGULATIONS continued

2.4 Interruption of Service.

2.4.1 Credit allowance for the interruption of service which is not due to The Company's testing or adjusting, negligence or the customer, or to the failure of channels or equipment provided by the customer, are subject to the general liability provisions set forth in 2.3.1 herein. It shall be the customer's obligation to notify the Company immediately of any service interruption for which a credit allowance is desired. Before giving such notice, the customer shall ascertain that the trouble is not being caused by any action or omission by the customer within his control, if any, furnished by the customer and connected to the Company's facilities. No refund or credit will be made for the time that the Company stands ready to repair the service and the subscriber does not provide access to the Company for such restoration work.

2.4.2 No credit shall be allowed for an interruption of a continuous duration of less than twenty-four hours after the subscriber notifies the Company.

2.4.3 The customer shall be credited for an interruption of more than twenty-four hours as follows:

Credit Formula:

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

"A" - outage time in days

"B" - total days in month

"C" - total monthly charge for affected facility

ISSUED: June 14, 1999

EFFECTIVE:

BY:

Norman D. Mason, President
5650 Hollins Road
Roanoke, VA 24019

Alternative Local Exchange Service

SECTION 2 - RULES AND REGULATIONS continued

2.5 Disconnection of Service by Carrier.

The Company, upon five (5) working days written notice to the customer, may discontinue service or cancel an application for service without incurring any liability for any of the following reasons:

- 2.5.1 Non-payment of any sum due to carrier for regulated service for more than thirty days beyond the date of rendition of the bill for such service.
- 2.5.2 A violation of any regulation governing the service under this price list.
- 2.5.3 A violation of any law, rule, or regulation of any government authority having jurisdiction over such service.
- 2.5.4 The company has given the customer notice and has allowed a reasonable time to comply with any rule, or remedy, and deficiency as stated in Rule 25-4.113, F.A.C., Refusal or Discontinuance of Service by Company.

ISSUED: June 14, 1999

EFFECTIVE:

BY:

Norman D. Mason, President
5650 Hollins Road
Roanoke, VA 24019

Alternative Local Exchange Service

SECTION 2 - RULES AND REGULATIONS continued

2.6 Deposits

The Company does not require a deposit from the customer.

2.7 Advance Payments

For customers whom the Company feels an advance payment is necessary, the Company reserves the right to collect an amount not to exceed one (1) month's estimated charges as an advance payment for service. This will be applied against the next month's charges and if necessary a new advance payment will be collected for the next month.

2.8 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.

2.9 Billing of Calls

All charges due by the subscriber are payable at any agency duly authorized to receive such payments. Any objection to billed charges should be promptly reported to the Company. Adjustments to customers' bills shall be made to the extent that records are available and/or circumstances exist which reasonably indicate that such charges are not in accordance with approved rates or that an adjustment may otherwise be appropriate.

2.10 Equipment

2.10.1 The Company's facilities and service may be used with or terminated in Customer-provided terminal equipment or Customer-provided communications systems, such as a PBX, key systems or Pay Telephone. Such terminal equipment shall be furnished and maintained at the expense of the Customer, except as otherwise provided. The Customer is responsible for all costs at his or her premises, including personnel, wiring, electrical power, and the like, incurred in the use of the Company's service. The Customer is responsible to ensuring that customer-provided equipment connected to Company equipment and facilities is compatible with such equipment and facilities.

ISSUED: June 14, 1999

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BY:

Norman D. Mason, President
5650 Hollins Road
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Alternative Local Exchange Service

SECTION 2 - RULES AND REGULATIONS continued

2.10 **Equipment** (contd.)

- 2.10.2 The Company shall use reasonable efforts to maintain facilities and equipment that it furnishes to the Customer. The Customer may not, nor may the Customer permit others, to disconnect, rearrange, remove, attempt to repair or otherwise interfere with any of the facilities or equipment installed by the Company, except upon the written consent of the Company.
- 2.10.3 Equipment the Company provides or installs at the Customer premises for use in connection with services the Company offers shall not be used for any purpose other than that for which the Company provided it.
- 2.10.4 The Customer shall be responsible for payment of service charges, as set forth herein, for visits by the Company's agents or employees to the premises of the Customer when the service difficulty or trouble report results from the use of equipment or facilities provided by any party other than the Company, including but not limited to the Customer.
- 2.10.5 The Company shall not be responsible for the installation, operation or maintenance of any customer-provided equipment. Where such equipment is connected to the facilities furnished pursuant to this price list, the responsibility of the Company shall be limited to the furnishing of facilities offered under this price list and to the maintenance and operation of such facilities. Subject to this responsibility, the Company shall not be responsible for the transmission of signals by customer-provided equipment or for the quality of, or defects in, such transmission; or the reception of signals by customer-provided equipment.

ISSUED: June 14, 1999

EFFECTIVE:

BY:

Norman D. Mason, President
5650 Hollins Road
Roanoke, VA 24019

Alternative Local Exchange Service

SECTION 2 - RULES AND REGULATIONS continued

2.10 **Equipment** (contd.)

2.10.6 Upon reasonable notification to the Customer and at a reasonable time, the Company may make such tests and inspections as may be necessary to determine that the customer is complying with the requirements set forth in the section for the installation, operation and maintenance of customer-provided facilities, equipment and wiring in the connection of such facilities and equipment to Company-provided facilities and equipment.

2.10.7 Title to all facilities provided by the Company under this price list shall remain in the Company's name or in the name of the carrier supplying the services and facilities being resold.

2.11 **Installation**

Service is installed upon mutual agreement between the Customer and the Company. The service agreement does not alter rates specified in this price list.

2.12 **Service Implementation**

Absent a promotional offering, service implementation charges will apply to new service orders or to orders to change existing service. Implementation charges for business services are listed in Section 3.

2.13 **Reconnection Charge**

A reconnection fee may be charged when service is re-established for customers who have been disconnected for non-payment, and is payable at the time that the restoration of suspended service and facilities is arranged.

2.14 **Operator Service Rules**

The Company will enforce the operator service rules specified by the Commission and by the FCC.

2.15 **Access to Telephone Relay Services**

Where required by the Commission, the Company will participate in telephone relay services for handicapped and/or hearing impaired end users, and will comply with all regulations and requirements. The Company shall impose any monthly surcharge or any other related charge upon its local exchange telecommunications subscribers as may be required by state law.

ISSUED: June 14, 1999

EFFECTIVE:

BY:

Norman D. Mason, President
5650 Hollins Road
Roanoke, VA 24019

Alternative Local Exchange Service

SECTION 2 - RULES AND REGULATIONS continued**2.16 Calculation of Distance**

Usage charges for all mileage sensitive products are based on the airline distance between rate centers associated with the originating and terminating points of the call.

The airline mileage between rate centers is determined by applying the formula below to the vertical and horizontal coordinates associated with the rate centers involved. The company uses the rate centers and associated vertical and horizontal coordinates that are produced by Bell Communication Research in their NPA-NXX V&H Coordinate Tape and AT&T Tariff.

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

2.17 Cancellation of Service by Customer

Customers can cancel basic local exchange service by providing written or oral notification to the Company.

For cancellation of Private Branch Exchange (PBX) service, the customer must provide five (5) working days written notice of cancellation to the Company.

2.18 Minimum Call Completion Rate

Customers can expect a call completion rate (number of calls completed divided by the number of calls attempted) of 90% during peak use periods for all FG D services (1+ dialing).

2.19 Access to 911 Emergency Services

The Company will provide, at no cost to the customer, 911 emergency services access at levels equal to the service provided by the ILEC.

ISSUED: June 14, 1999

EFFECTIVE:

BY:

Norman D. Mason, President
5650 Hollins Road
Roanoke, VA 24019

Alternative Local Exchange Service

SECTION 3 - BASIC SERVICE DESCRIPTIONS AND RATES

3.1 Timing of Calls

3.1.1 When Billing Charges Begin and End For Phone Calls

The customer's usage charge is based on the actual usage of the Company's network. Usage begins when the called party picks up the receiver, (i.e. when 2 way communication, often referred to as "conversation time" is possible.). When the called party picks up is determined by hardware answer supervision in which the local telephone company sends a signal to the switch or the software utilizing audio tone detection. When software answer supervision is employed, up to 60 seconds of ringing is allowed before it is billed as usage of the network. A call is terminated when the calling or called party hangs up.

3.1.2 Billing Increments

The billing increments for each service is set forth in the individual product rate section.

3.1.3 Per Call Billing Charges

Billing will be rounded up to the nearest penny for each call.

3.1.4 Uncompleted Calls

There shall be no charges for uncompleted calls.

ISSUED: June 14, 1999

EFFECTIVE:

BY:

Norman D. Mason, President
5650 Hollins Road
Roanoke, VA 24019

Alternative Local Exchange Service

SECTION 3 - BASIC SERVICE DESCRIPTIONS AND RATES continued

3.2 Determining Applicable Rate in Effect.

For the initial minute, the rate applicable at the start of chargeable time at the calling station applies. For additional minutes, the rate applicable is that rate which is in effect at the calling station when the additional minute(s) begin. That is, if chargeable time begins during the Day Period, the Day Rate applies to the initial minute and to any additional minutes that the call continues during the rate period. If the call continues into a different rate period, the appropriate rates from that period apply to any additional minutes occurring in that rate period. If an additional minute is split between two rate periods, the rate period applicable at the start of the minute applies to the entire minute.

3.3 Payment of Calls

3.3.1 Late Payment Charges

Interest charges of 1.5% per month will be assessed on all unpaid balances more than thirty days old.

3.3.2 Return Check Charges

A return check charge of \$25.00 will be assessed for checks returned for insufficient funds if the face value does not exceed \$50.00, \$30.00 if the face value does exceed \$50.00 but does not exceed \$300.00, \$40.00 if the face value exceeds \$300.00 or 5% of the value of the check, which ever is greater.

3.4 Restoration of Service

A reconnection fee of \$25.00 per occurrence is charged when service is re-established for customers who had been disconnected for non-payment.

ISSUED: June 14, 1999

EFFECTIVE:

BY:

Norman D. Mason, President
5650 Hollins Road
Roanoke, VA 24019

Alternative Local Exchange Service

SECTION 3 - BASIC SERVICE DESCRIPTIONS AND RATES continued

3.5 Local Service Areas

The Company will provide Local Exchange Service in the entire State of Florida. Local calling service areas will coincide with those of the ILEC, unless otherwise specified.

Installation, monthly recurring and per minute usage charges will apply to the Company's local exchange services. An addition per-call operator service charge will apply for operator-assisted calling.

3.6 Product Descriptions

3.6.1 Prepaid Residential Local Exchange Services

Local exchange services are offered on a prepaid basis for local calling using the facilities of the Company and/or those of other authorized Local Exchange Carriers.

3.6.2 Directory Listings

For each Customer of Exchange Access Service(s), the Company shall arrange for the listing of the Customer's main billing telephone number in the directory(ies) published by the dominant Local Exchange Carrier in the area at no additional charge. At a Customer's option, the Company will arrange for additional listings at an additional charge.

3.6.3 Directory Assistance

Customers and users of the Company's services may obtain directory assistance in determining telephone numbers within the state by calling the Directory Assistance operator.

ISSUED: June 14, 1999

EFFECTIVE:

BY:

Norman D. Mason, President
5650 Hollins Road
Roanoke, VA 24019

Alternative Local Exchange Service

SECTION 3 - BASIC SERVICE DESCRIPTIONS AND RATES continued

3.6 Product Descriptions, cont.

3.6.4 Directory Assistance, cont.

A credit will be given for calls to Directory Assistance when;

1. The Customer experiences poor transmission or is cut-off during the call,
2. The Customer is given an incorrect telephone number, or
3. The Customer inadvertently misdials an incorrect Directory Assistance NPA.

To receive a credit, the customer must notify the Company operator or Business Office of the problem experienced.

ISSUED: June 14, 1999

EFFECTIVE:

BY:

Norman D. Mason, President
5650 Hollins Road
Roanoke, VA 24019

Alternative Local Exchange Service

SECTION 3 - BASIC SERVICE DESCRIPTIONS AND RATES continued

3.7 Prepaid Local Residential Services Rates

3.7.1 Monthly Charges *

1st Line: \$49.95 per month
2nd Line: \$39.95 per month

* Monthly charges include local exchange phone service only. Should additional features be added to service after installation, a \$10.00 service charge will be incurred by the customer in addition to the cost of the new feature.

3.7.2 Optional Features Offered:

- ▶ Voice Mail \$10.00 per line
- ▶ Caller ID \$10.00 per line
- ▶ Call Waiting \$5.00 per line
- ▶ 3-Way Calling \$5.00 per line
- ▶ Call Forwarding \$5.00 per line
- ▶ Call Return \$5.00 per line
- ▶ Unlisted Number \$5.00 per line
- ▶ Long Distance (charged at the per minute or package rates prescribed in the Company's long distance service tariff on file with the Commission.)

3.8 Returned Check Charge

\$15.00 per check

3.9 Reconnection Charge

\$30.00 per occurrence.

3.10 Late Payment Charge

A \$5.00 charge will be incurred by customers paying for prepaid service after the seven (7) day grace period allowed by the Company.

ISSUED: June 14, 1999

EFFECTIVE:

BY:

Norman D. Mason, President
5650 Hollins Road
Roanoke, VA 24019

NOWALSKY, BRONSTON & GOTHARD

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Monica R. Borne
EllenAnn G. Sands

DEPOSIT

DATE

D153

JUN 15 1999

June 14, 1999

Via Overnight Delivery

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

990773-TX

RE: CAT Communications International, Inc.

Dear Ms. Hawkins:

Enclosed please find an original and six (6) copies of Application Form for authority to provide alternative local exchange service within the State of Florida which is submitted on behalf of CAT Communications International, Inc. Also enclosed is the requisite \$250.00 filing fee.

Please acknowledge receipt of this filing by returning a date stamped copy of this letter in the self-addressed envelope provided.

Thank you for your assistance. Please call with any questions.

Sincerely,

Cat Communications International, Inc.
P.O. BOX 539
CLOVERDALE, VA 24077-0539

CRESTAR BANK
ROANOKE, VIRGINIA
68-72/514

1992

DATE	04/27/99
AMOUNT	\$*****250.00

PAY Two Hundred Fifty and 00/100

TO THE FLORIDA PUBLIC SERVICE COMMISSION

ORDER

DOCUMENT NUMBER-DATE

07238 JUN 15 1999