

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

DIVISION OF REGULATORY OVERSIGHT
CERTIFICATION SECTION

Application Form for Authority to Provide
Interexchange Telecommunications Service
Between Points Within the State of Florida

020132-71

Instructions

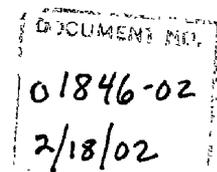
- ◆ This form is used as an application for an original certificate and for approval of assignment or transfer of an existing certificate. In the case of an assignment or transfer, the information provided shall be for the assignee or transferee (See Page 16).
- ◆ Print or Type all responses to each item requested in the application and appendices. If an item is not applicable, please explain why.
- ◆ Use a separate sheet for each answer which will not fit the allotted space.
- ◆ Once completed, submit the original and six (6) copies of this form along with a non-refundable application fee of **\$250.00** to:

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

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

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

Florida Public Service Commission
Division of Regulatory Oversight
Certification Section
2540 Shumard Oak Blvd.
Tallahassee, Florida 32399-0850
(850) 413-6480



WORLDTEQ CORPORATION
15200 SHADY GROVE RD STE 350
ROCKVILLE, MD 20850

FIRST UNION NATIONAL BANK
65-320/550 6156

DATE 1177

2/15/02

AMOUNT

\$ 250-

PAY
TO THE
ORDER
OF:

Florida Public Service Commission

119.07(1)(z), Florida Statutes: Bank account numbers
or debit, charge, or credit card numbers given to an
agency for the purpose of payment of any fee or debt
owing are confidential and exempt from subsection (1)
and s.24(a), Art. 1 of the State Constitution . . .


AUTHORIZED SIGNATURE

WORLDTEQ CORPORAT

1177

Florida Public Service Commission

2/15/02

*\$ 250
Alingta*

1. This is an application for (check one):
- Original certificate** (new company).
 - Approval of transfer of existing certificate:** Example, a non-certificated company purchases an existing company and desires to retain the original certificate of authority.
 - Approval of assignment of existing certificate:** Example, a certificated company purchases an existing company and desires to retain the certificate of authority of that company.
 - Approval of transfer of control:** Example, a company purchases 51% of a certificated company. The Commission must approve the new controlling entity.

2. Name of company:

WorldTeg Corporation

3. Name under which applicant will do business (fictitious name, etc.):

WorldTeg Corporation

4. Official mailing address (including street name & number, post office box, city, state, zip code):

15200 Shady Grove Rd
Suite 350
Rockville, MD 20850

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

416 Everwood Drive
Kissimmee, FL 34743 6.

Select type of business your company will be conducting (check all that apply):

- Facilities-based carrier** - company owns and operates or plans to own and operate telecommunications switches and transmission facilities in Florida.

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

7. Structure of organization;

- | | |
|-------------------------|-------------------------|
| () Individual | () Corporation |
| (✓) Foreign Corporation | () Foreign Partnership |
| () General Partnership | () Limited Partnership |
| () Other _____ | |

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

Name: _____ *n/a* _____
Title: _____
Address: _____
City/State/Zip: _____
Telephone No.: _____ Fax No.: _____
Internet E-Mail Address: _____
Internet Website Address: _____

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

(a) The Florida registration number: _____ *n/a* _____

15. Provide **F.E.I. Number** (if applicable): _____

16. Provide the following (if applicable):

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

(b) If not, who will bill for your services? *Any reseller of our services*

Name: _____

Title: _____

Address: _____

City/State/Zip: _____

Telephone No.: _____ Fax No.: _____

(c) How is this information provided?

17. Who will receive the bills for your service?

- Residential Customers Business Customers
 PATs providers PATs station end-users
 Hotels & motels Hotel & motel guests
 Universities Universities dormitory residents
 Other: (specify) _____.

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

(a) The application:

Name: Loi Samuelson / Karla Arndt

Title: Dir. Customer Service / VP Administration

Address: 15200 Shady Grove Rd #350

City/State/Zip: Rockville, MD 20850

Telephone No.: 301-296-4234 Fax No.: 413-513-1260

Internet E-Mail Address: lsamuelson@worldteg.com / karndt@worldteg.com

Internet Website Address: www.worldteg.com

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

Name: Bruce Bertman

Title: CEO

Address: 15200 Shady Grove Rd Suite 350
City/State/Zip: Rockville, MD 20850

Telephone No.: 301-296-4234 Fax No.: 240-465-1265

Internet E-Mail Address: bbertman@worldteg.com

Internet Website Address: www.worldteg.com

(c) Complaints/Inquiries from customers:

Name: Karla Arndt

Title: VP Administration

Address: 15200 Shady Grove Rd Suite 350
City/State/Zip: Rockville MD 20850

Telephone No.: 301-296-4234 Fax No.: 413-513-1260

Internet E-Mail Address: Karndt@worldteg.com

Internet Website Address: www.worldteg.com

19. List the states in which the applicant:

(a) has operated as an interexchange telecommunications company.

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

California, Texas, Washington

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

(d) has been denied authority to operate as an interexchange telecommunications company and the circumstances involved.

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

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

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

(a) adjudged bankrupt, mentally incompetent, or found guilty of any felony or of any crime, or whether such actions may result from pending proceedings. If so, please explain.

n/a

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

n/a

21. The applicant will provide the following interexchange carrier services (check all that apply):

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

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

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

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

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

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

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

e. **Block-of-time calling plan (Reach Out Florida, Ring America, etc.).**

f. **800 service (toll free)**

g. _____ **WATS type service (bulk or volume discount)**

- _____ Method of access is via dedicated facilities
- _____ Method of access is via switched facilities

h. **Private line services (Channel Services)**
(For ex. 1.544 mbs., DS-3, etc.)

I. **Travel service**

- _____ Method of access is 950
- Method of access is 800

j. _____ **900 service**

k. _____ **Operator services**

- _____ Available to presubscribed customers
- _____ Available to non presubscribed customers (for example, to patrons of hotels, students in universities, patients in hospitals).
- _____ Available to inmates

1. **Services included are:**

- _____ Station assistance
- _____ Person-to-person assistance
- _____ Directory assistance
- _____ Operator verify and interrupt
- _____ Conference calling

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

23. Submit the following:

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

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

C. Financial capability.

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

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

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

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

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

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

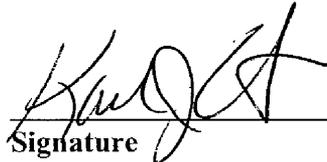
THIS PAGE MUST BE COMPLETED AND SIGNED

APPLICANT ACKNOWLEDGMENT STATEMENT

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

UTILITY OFFICIAL:

Karla Arndt
Print Name


Signature

VP Administration
Title

2/15/02
Date

301-296-4234 413-513-1260
Telephone No. Fax No.

Address: 15200 Shady Grove Rd
Suite 350
Rockville, MD 20850

THIS PAGE MUST BE COMPLETED AND SIGNED

CUSTOMER DEPOSITS AND ADVANCE PAYMENTS

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

- () The applicant will **not** collect deposits nor will it collect payments for service more than one month in advance.

- () The applicant intends to collect deposits and/or advance payments for more than one month's service and will file and maintain a surety bond with the Commission in an amount equal to the current balance of deposits and advance payments in excess of one month.
(The bond must accompany the application.)

UTILITY OFFICIAL:

Karla Arndt
Print Name


Signature

VP Administration
Title

2/15/02
Date

301-296-4234
Telephone No.

413-513-1260
Fax No.

Address: 15200 Shady Grove Rd
Suite 350
Rockville MD 20850

THIS PAGE MUST BE COMPLETED AND SIGNED

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 interexchange telecommunications service in the State of Florida. I have read the foregoing and declare that, to the best of my knowledge and belief, the information is true and correct. I attest that I have the authority to sign on behalf of my company and agree to comply, now and in the future, with all applicable Commission rules and orders.

Further, I am aware that, pursuant to Chapter 837.06, Florida Statutes, "Whoever knowingly makes a false statement in writing with the intent to mislead a public servant in the performance of his official duty shall be guilty of a misdemeanor of the second degree, punishable as provided in s. 775.082 and s. 775.083."

UTILITY OFFICIAL:

<u>Karla Arndt</u> Print Name	<u></u> Signature
<u>VP Admin</u> Title	<u>2/15/02</u> Date
<u>301-296-4234</u> Telephone No.	<u>413-513-1260</u> Fax No.
Address:	<u>15200 Shady Grove Rd</u>
	<u>Suite 350</u>
	<u>Rockville MD 20850</u>
	<u></u>

CURRENT FLORIDA INTRASTATE SERVICES

Applicant **has** () or **has not** () previously provided intrastate telecommunications in Florida.

If the answer is has, fully describe the following:

a) What services have been provided and when did these services begin?

1) Same services as noted within
2) October 2000

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

UTILITY OFFICIAL:

Karla Arndt
Print Name


Signature

VP Admin
Title

2/15/02
Date

301-296-4234
Telephone No.

413-513-1260
Fax No.

Address: 15200 Shady Grove Rd
Suite 350
Rockville, MD 20850

CERTIFICATE TRANSFER, OR ASSIGNMENT STATEMENT

I, (Name) N/A,

(Title) _____ of _____ (Name of Company)

and current holder of Florida Public Service Commission Certificate Number

_____, have reviewed this application and join in the petitioner's request for a:

() transfer

() assignment

of the above-mentioned certificate.

UTILITY OFFICIAL:

Print Name

Signature

Title

Date

Telephone No.

Fax No.

Address: _____

World Teq Corp.
Balance Sheet
March 31, 2001

WorldTeq Balance Sheet as of 3/31/01

ASSETS	
Current Assets	
Allfirst Bank-#0970102710001	83,044.82
Client Fees Receivable	87,407.02
Prepaid Expenses	7,850.00
CSI Cash Account	<u>71,500.00</u>
Total Current Assets	249,801.84
Property and Equipment	
Furniture & Fixtures	<u>2,602.46</u>
Total Property and Equipment	2,602.46
Other Assets	<u> </u>
Total Other Assets	<u>0.00</u>
Total Assets	<u><u>252,404.30</u></u>

LIABILITIES AND CAPITAL

Current Liabilities	
Accounts Payable	106,007.92
Child Support Garnishments	1,039.90
401 K Deductions Payable	215.13
Federal Payroll Taxes Payable	11,268.36
FUTA Tax Payable	412.44
State Payroll Tax Payable	4,657.50
SUTA Tax Payable	1,197.14
SS/MED Payable	13,302.90
Intercomp Trans / A1.Com 1	<9,090.60>
Intercomp Trans / A1.Com 2	<u><100.00></u>
Total Current Liabilities	128,910.69
Long-Term Liabilities	<u> </u>
Total Long-Term Liabilities	<u>0.00</u>
Total Liabilities	128,910.69

World Teq Corp.
Balance Sheet
March 31, 2001

Capital	
Retained Earnings	<22,175.69>
Net Income	<u>145,669.30</u>
Total Capital	<u>123,493.61</u>
Total Liabilities & Capital	<u><u>252,404.30</u></u>

World Teq Corp.
Balance Sheet
June 30, 2001

WorldTeq Balance Sheet as of 6/30/01

ASSETS

Current Assets		
Allfirst Bank-#0970102710001	40,956.53	
Client Fees Receivable	127,474.89	
A/R A/P Offset	2,400.00	
Prepaid Expenses	7,850.00	
CSI Cash Account	71,500.00	
Total Current Assets		250,181.42
Property and Equipment		
Furniture & Fixtures	49,627.51	
A/D Furniture & Fixtures	<29,000.00>	
Software Development Costs	<1,550.00>	
Total Property and Equipment		19,077.51
Other Assets		
Total Other Assets		0.00
Total Assets		269,258.93

LIABILITIES AND CAPITAL

Current Liabilities		
Accounts Payable	126,545.16	
Garnishments	<660.00>	
Child Support Garnishments	1,039.90	
401 K Deductions Payable	1,227.90	
Federal Payroll Taxes Payable	18,804.12	
FUTA Tax Payable	476.44	
Florida State Unemployment tax	189.00	
State Payroll Tax Payable	7,387.16	
SUTA Tax Payable	1,249.49	
SS/MED Payable	25,980.48	
L/P - Bruce Bertman	<7,000.00>	
Intercomp Trans / A1.Com 1	<25,222.67>	
Intercomp Trans / A1.Com 2	<2,199.81>	
L/P Cyber Realm	<1,000.00>	
Intercomp Trans - DigitalTeq	<200.00>	



World Teq Corp.
Balance Sheet
June 30, 2001

Total Current Liabilities		146,617.17
Long-Term Liabilities		
Total Long-Term Liabilities		<u>0.00</u>
Total Liabilities		146,617.17
Capital		
Retained Earnings	<22,175.69>	
Net Income	144,817.45	
Total Capital		<u>122,641.76</u>
Total Liabilities & Capital		<u><u>269,258.93</u></u>

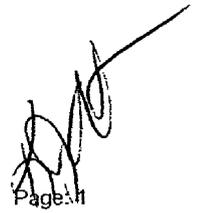
World Teq Corp.
Balance Sheet
September 30, 2001

WorldTeq Balance Sheet as of 9/30/01

ASSETS	
Current Assets	
Allfirst Bank-#0970102710001	63,011.05
Client Fees Receivable	103,385.49
A/R A/P Offset	2,400.00
Prepaid Expenses	7,850.00
CSI Cash Account	<u>71,500.00</u>
Total Current Assets	248,146.54
Property and Equipment	
Furniture & Fixtures	66,766.02
A/D Furniture & Fixtures	<29,000.00>
Software Development Costs	<u>10,580.00</u>
Total Property and Equipment	48,346.02
Other Assets	
Total Other Assets	<u>0.00</u>
Total Assets	<u><u>296,492.56</u></u>

LIABILITIES AND CAPITAL

Current Liabilities	
Accounts Payable	175,529.77
Child Support Garnishments	1,039.90
401 K Deductions Payable	893.82
Federal Payroll Taxes Payable	25,981.57
FUTA Tax Payable	476.44
Florida State Unemployment tax	189.00
State Payroll Tax Payable	10,442.11
SUTA Tax Payable	1,249.49
SS/MED Payable	38,178.02
L/P - Bruce Bertman	<5,500.00>
Intercomp Trans / A1.Com 1	<7,450.93>
Intercomp Trans / A1.Com 2	<2,199.81>
L/P Cyber Realm	<2,568.00>
Intercomp Trans - DigitalTeq	<u><200.00></u>



Page: 1

World Teq Corp.
Balance Sheet
September 30, 2001

Total Current Liabilities		236,061.38
Long-Term Liabilities	<hr/>	
Total Long-Term Liabilities		<u>0.00</u>
Total Liabilities		236,061.38
Capital		
Retained Earnings	<22,175.69>	
Net Income	<u>82,606.87</u>	
Total Capital		<u>60,431.18</u>
Total Liabilities & Capital		<u><u>296,492.56</u></u>
<hr/>		

8
World Teq Corp.
Income Statement
For the Three Months Ending March 31, 2001

WorldTeq Income Statement as of 3/31/01

	Current Month		Year to Date	
Revenues				
Design Fees	8,937.50	4.47	35,780.75	6.64
Connectivity	5,756.70	2.88	10,578.25	1.96
Telecommunications	180,799.01	90.47	477,703.01	88.59
Web Hosting	649.10	0.32	9,932.00	1.84
VISP Billing Base Charges	3,711.00	1.86	3,711.00	0.69
Dial Up Connectivity VISP	<6.75>	0.00	1,551.50	0.29
Total Revenues	199,846.56	100.00	539,256.51	100.00
Cost of Sales				
Customer Refunds	0.00	0.00	42.00	0.01
Connectivity	5,707.00	2.86	20,263.50	3.76
Tech Support Phone	469.65	0.24	1,046.42	0.19
Long Distance-Telcom	97,362.61	48.72	122,074.84	22.64
Domain Name Registration	0.00	0.00	2,095.00	0.39
LD Agent Commissions	10,067.00	5.04	37,457.24	6.95
CSI Chargebacks	4,431.74	2.22	12,911.31	2.39
Total Cost of Sales	118,038.00	59.06	195,890.31	36.33
Gross Profit	81,808.56	40.94	343,366.20	63.67
Expenses				
Advertising/Mktg Expense	0.00	0.00	6,342.00	1.18
Accounting Fees	3,000.00	1.50	10,500.00	1.95
Bank Charges	15.49	0.01	526.34	0.10
Consulting Fees	0.00	0.00	2,200.00	0.41
Insurance Expense	500.00	0.25	500.00	0.09
Legal & Professional Expense	839.51	0.42	2,839.51	0.53
Merchant Processing Fees	0.00	0.00	25.00	0.00
Medical deductions	6,239.88	3.12	11,218.70	2.08
Dental deductions	74.78	0.04	407.10	0.08
Miscellaneous deductions	49.90	0.02	67.58	0.01
Office Supplies	242.91	0.12	674.93	0.13
Payroll Tax Expense	17,242.88	8.63	34,708.64	6.44
Payroll Service Charges	<9.26>	0.00	329.61	0.06
Postage Expense	375.05	0.19	1,256.84	0.23
Rent/Lease Expense	5,936.20	2.97	15,331.20	2.84
Supplies Expense	0.00	0.00	197.34	0.04
Telephone Expense	602.46	0.30	1,632.07	0.30
Wages Expense - Gross	43,600.54	21.82	108,389.04	20.10
Other Expense	99.00	0.05	551.00	0.10

8
World Teq Corp.
Income Statement
For the Nine Months Ending September 30, 2001

WorldTeq Income Statement as of 9/30/01

	Current Month		Year to Date	
Revenues				
Design Fees	0.00	0.00	46,055.75	2.79
Connectivity	0.00	0.00	12,453.29	0.75
Telecommunications	129,413.47	99.31	1,554,628.45	94.08
Web Hosting	900.00	0.69	30,745.95	1.86
Domain Name Registration	0.00	0.00	70.00	0.00
VISP Billing Base Charges	0.00	0.00	7,048.50	0.43
Dial Up Connectivity VISP	0.00	0.00	1,551.50	0.09
Other Income	0.00	0.00	45.40	0.00
Fee Refunds	0.00	0.00	<105.16>	<0.01>
Total Revenues	130,313.47	100.00	1,652,493.68	100.00
Cost of Sales				
Customer Refunds	0.00	0.00	2,762.25	0.17
Connectivity	2,154.25	1.65	35,043.48	2.12
Tech Support Phone	226.97	0.17	2,160.03	0.13
Technical Support	6,808.19	5.22	24,883.86	1.51
Long Distance-Telcom	86,432.66	66.33	763,223.40	46.19
LD Mail Processing	60.26	0.05	269.80	0.02
Connectivity - International	2,396.51	1.84	3,615.45	0.22
VoIP Telecom	2,000.00	1.53	2,000.00	0.12
Domain Name Registration	0.00	0.00	2,281.75	0.14
LD Agent Commissions	16,426.00	12.60	112,341.01	6.80
CSI Chargebacks	6,801.48	5.22	48,537.93	2.94
Total Cost of Sales	123,306.32	94.62	997,118.96	60.34
Gross Profit	7,007.15	5.38	655,374.72	39.66
Expenses				
Advertising/Mktg Expense	545.00	0.42	6,887.00	0.42
Accounting Fees	0.00	0.00	10,500.00	0.64
Bank Charges	0.00	0.00	753.03	0.05
Consulting Fees	0.00	0.00	2,200.00	0.13
Employee Benefit Programs	0.00	0.00	235.00	0.01
Gifts Expense	0.00	0.00	750.00	0.05
Insurance Expense	0.00	0.00	4,000.00	0.24
Legal & Professional Expense	1,480.00	1.14	14,489.27	0.88
Maintenance Expense	233.10	0.18	233.10	0.01
Merchant Processing Fees	0.00	0.00	602.32	0.04
Medical deductions	602.36	0.46	19,217.41	1.16
Dental deductions	209.94	0.16	1,333.93	0.08

World Teq Corp.

Income Statement

For the Nine Months Ending September 30, 2001

Miscellaneous deductions	0.00	0.00	<82.42>	0.00
Office Supplies	6,344.77	4.87	9,823.90	0.59
Payroll Tax Expense	8,469.32	6.50	93,336.42	5.65
Payroll Service Charges	48.98	0.04	932.71	0.06
Postage Expense	1,206.41	0.93	6,877.57	0.42
Rent/Lease Expense	4,321.63	3.32	47,769.82	2.89
Advance Salaries - Admin	0.00	0.00	1,900.00	0.11
Supplies Expense	0.00	0.00	197.34	0.01
Telephone Expense	1,021.42	0.78	7,764.40	0.47
Travel Expense	0.00	0.00	2,270.32	0.14
Wages Expense - Gross	32,133.38	24.66	303,746.23	18.38
Bonus Wages	0.00	0.00	7,250.00	0.44
Contract/Indirect Labor	7,967.00	6.11	29,229.50	1.77
Other Expense	0.00	0.00	551.00	0.03
	<u>64,583.31</u>	49.56	<u>572,767.85</u>	34.66
Total Expenses				
Net Income	<u><57,576.16></u>	<44.18>	<u>82,606.87</u>	5.00

8
World Teq Corp.
Income Statement
For the Three Months Ending March 31, 2001

Total Expenses	<u>78,809.34</u>	39.43	<u>197,696.90</u>	36.66
Net Income	<u>2,999.22</u>	1.50	<u>145,669.30</u>	27.01



BRUCE BERTMAN –

Chief Executive Officer. He has over 12 years experience in the high technology industry. From 1988 until 1991 he was part of the executive management team of Inacomp Computer Centers. Mr. Bertman also held the post of Vice President at Microware Distributors, a national computer distribution organization, where he directed national sales efforts, designing very successful government reseller programs from 1991 to 1993.

In 1993 Mr. Bertman founded Computer Ease, a wholly owned subsidiary of the company, and has grown it into a successful Internet Service Provider in the United States. The company has such blue chip clients as *5th Avenue Shopping Channel, AOPA, AAMSE, Bausch & Lomb, Burger King, Medic Alert, Kodak, and Sun Microsystems*. Along with providing state of the art connectivity, Computer Ease also provides design, programming and e-commerce solutions creating truly unique company representations.

Mr. Bertman actively participates as a member of the Board of Directors of several companies such as Moneyzone.com Inc., Cyber Realm Inc., and Computer Kids Network, Inc. He is also actively involved in several high technology organizations and local groups focused primarily on education.

MAURICIO PROANO –

Netcomm Communications Corp – Vice President 2000-2001.
Responsibilities included establishing relationships with other Long Distance carriers and telecom agents. Design and development of web based customer interface and billing system. Management of full back/front end office staff training and supervision. Creation and initiation of all Long Distance rate plans.

CommonWealth Telecommunications – Vice President 1998-2000.
Responsibilities included direct creation of independent telecom sales agent programs. Design and implementation of rate plans. Recruitment supervision and training of all independent sales agents. Liasion with telecom service providers for “one plus” long distance programs. Managed all billing, rating and provisioning of telecom products.



COPY PSC

February 15, 2002

Joyce Markley
CSC
1201 Hays Street
Tallahassee, FL 32301-2607

Dear Joyce,

I spoke to you yesterday regarding representation as the registered agent of WorldTeq and filing the appropriate application forms with the Florida Department of State.

Enclosed please find the:

- Application By Foreign Corporation For Authorization to Transact Business in Florida
- A check for \$78.75 for the Florida Department of State Filing Fee and Certificate of Status
- A check for \$90 filing fee and \$197 registered agent fee for CSC, totaling \$287.00
- The original Certificate of Good Standing in the state of Delaware for WorldTeq Corporation

I hope you find this application complete and satisfactory. If you should have any further questions or need assistance, please do not hesitate to contact me.

Thank you for your help. If you could contact me when everything is complete, I would really appreciate confirmation of our qualifying with the state.

Sincerely,

Lori Samuelson
WorldTeq Corp., Inc.
15200 Shady Grove Road
Suite 350
Rockville, MD 20850
301-296-4234
lsamuelson@worldteq.com

15200 Shady Grove Road • Suite 350 • Rockville, MD 20850

Phone 301.296.4234 • Fax 413.513.1280 • Web <http://www.worldteq.com>

A
B
C
D

PLEASE TYPE OR PRINT

FOR SHIPMENTS WITHIN U.S. ONLY

001 (07/00) S-08 USE THE INTERNATIONAL AIR WAYBILL FOR SHIPMENTS TO PUERTO RICO

1 Sender Account Number 197951988 FROM (Company) WORLDTEQ CORP INC Street Address STE 350 15200 SHADY GROVE RD City ROCKVILLE State MD ZIP CODE (Required) 20850 Sent by (Name/Dept) (301-296-4234)		Preprint Format No. 96114487		3 Payment Sender will be billed unless marked otherwise Bill to: Receiver <input type="checkbox"/> 3rd Party <input type="checkbox"/> <input type="checkbox"/> Paid in Advance Check No. _____ Amount _____ Billing Reference (will appear on invoice)		Origin RKV Account # (Required if 3rd Party) _____ Airbill Number 6201694483	
2 TO (Company) PLEASE PRINT NEATLY CSC Street Address 1201 Hays Street 4 City Tallahassee State FL ZIP CODE (Required) 32301 Attention: (Name/Dept) Joyce Markley Phone (Required) (800)3428086 Description				5 # of Pkgs 6 Weight (LBS) REQUIRED 7 Packaging Letter Express <input type="checkbox"/> Express Pack <input type="checkbox"/> Other Packaging <input type="checkbox"/> One box must be checked		4 Service Type One box must be checked. Assumed Express unless noted. Next Afternoon over 5 lbs charged at the Express rate. Next Afternoon to Bold Red destinations only.	
Sender's Signature <i>Tom Simola</i>				Airborne Signature _____ Date _____		Special Instructions <input type="checkbox"/> Saturday Delivery <small>Extra charge Express only Not available to all locations</small> <input type="checkbox"/> Lab Pack Service <input type="checkbox"/> Hold at Airborne Declared Value _____ Asset Protection _____ Shipment Valuation \$.00	
www.airborne.com				Thank You for Shipping with Airborne!		ABSENT A HIGHER SHIPMENT VALUATION, CARRIER'S LIABILITY IS LIMITED TO \$100 PER PACKAGE OR ACTUAL VALUE, WHICHEVER IS LESS. SPECIAL OR CONSEQUENTIAL DAMAGES ARE NOT RECOVERABLE. SEE TERMS AND CONDITIONS ON REVERSE SIDE OF THIS NON-NEGOTIABLE AIRBILL. SCAC-AIRB FED I.D. NO. 91-0837469 AIRBORNE EXPRESS. PO BOX 662, SEATTLE, WA 98111-0662 1-800-247-2676	

SENDER'S COPY

ORIGINAL

TRANSMITTAL LETTER

TO: Registration Section
Division of Corporations

SUBJECT: WORLDTEQ CORPORATION
(Name of corporation - must include suffix)

Dear Sir or Madam:

The enclosed "Application by Foreign Corporation for Authorization to Transact Business in Florida", "Certificate of Existence", and check are submitted to register the above referenced foreign corporation to transact business in Florida.

Please return all correspondence concerning this matter to the following:

KARLA ARNDT
(Name of Person)

WORLDTEQ CORPORATION
(Firm/Company)

15200 Shady Grove Rd, # 350
(Address)

Rockville, MD 20850
(City/State and Zip code)

For further information concerning this matter, please call:

KARLA ARNDT at (301) 296-4234 X1190
(Name of Person) (Area Code & Daytime Telephone Number)

STREET ADDRESS:
Registration Section
Division of Corporations
409 E. Gaines St.
Tallahassee, FL 32399

MAILING ADDRESS:
Registration Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Enclosed is a check for the following amount:

- \$70.00 Filing Fee
- \$78.75 Filing Fee & Certificate of Status
- \$78.75 Filing Fee & Certified Copy
- \$87.50 Filing Fee, Certificate of Status & Certified Copy

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. WORLWTEQ CORPORATION
(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 3. 52-2270953
(State or country under the law of which it is incorporated) (FEI number, if applicable)

4. 10/2000 5. Perpetual
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")

6. 10/2000
(Date first transacted business in Florida. If corporation has not transacted business in Florida, insert "upon qualification.") (SEE SECTIONS 607.1501, 607.1502 and 817.155, F.S.)

7. 15200 Shady Grove Rd, # 350, Rockville, MD 20850
(Principal office address)

SAME AS ABOVE
(Current mailing address)

8. Long Distance + Telecom Services
(Purpose(s) of corporation authorized in home state or country to be carried out in state of Florida)

9. Name and street address of Florida registered agent: (P.O. Box or Mail Drop Box NOT acceptable)

Name: _____

Office Address: _____

_____, Florida _____
(City) (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.

(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.

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

A. DIRECTORS

Chairman: _____

Address: _____

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

B. OFFICERS

~~CEO~~ ^{President} Bruce Bertman

Address: 15200 Shady Grove Rd, #350

Rockville, MD 20850

Vice President: KARIA ARNOT

Address: 15200 Shady Grove Rd, #350

Rockville, MD 20850

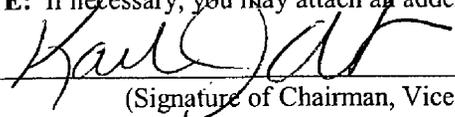
Secretary: _____

Address: _____

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. KARIA ARNOT - VP ADMIN
(Typed or printed name and capacity of person signing application)

Delaware

PAGE 1

The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "WORLDTEQ CORPORATION" IS DULY INCORPORATED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL CORPORATE EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE FOURTEENTH DAY OF FEBRUARY, A.D. 2002.

AND I DO HEREBY FURTHER CERTIFY THAT THE FRANCHISE TAXES HAVE BEEN PAID TO DATE.

AND I DO HEREBY FURTHER CERTIFY THAT THE AFORESAID CORPORATION IS DULY INCORPORATED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL CORPORATE EXISTENCE NOT HAVING BEEN CANCELLED OR DISSOLVED SO FAR AS THE RECORDS OF THIS OFFICE SHOW AND IS DULY AUTHORIZED TO TRANSACT BUSINESS.

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "WORLDTEQ CORPORATION" WAS INCORPORATED ON THE TWELFTH DAY OF OCTOBER, A.D. 2000.



Harriet Smith Windsor
Harriet Smith Windsor, Secretary of State

3301564 8300

AUTHENTICATION: 1613957

020099216

DATE: 02-14-02

Attached are the forms and instructions to register a foreign profit corporation to transact business in Florida. The requirements are as follows:

- Pursuant to section 607.1503(1), Florida Statutes, the attached application must be completed in its entirety.
- The corporation must submit an original certificate of existence, no more than 90 days old, duly authenticated by the Secretary of State or the proper official having custody of corporate records in the state or country under the law of which it is incorporated. A photocopy is not acceptable. If the certificate is in a foreign language, a translation of the certificate under oath of the translator must be submitted.
- There is a \$70.00 registration fee and a letter of acknowledgment will be issued free of charge upon registration.
- Certification fees are optional. Please submit an additional \$8.75 if a certificate of status is needed. The fee for a certified copy of the application is \$8.75 (plus \$1 per page for each page over 8, not to exceed a maximum of \$52.50). Please check the appropriate box on the transmittal letter and send one check for the total amount made payable to the Florida Department of State.
- The transmittal letter included in this packet should be completed and submitted along with the certificate, application and check. Both the mailing address and courier address are noted in the transmittal letter.

Any further inquiries concerning this matter should be directed to the Registration Section by calling (850) 245-6051 or writing the Registration Section, Division of Corporations, P.O. Box 6327, Tallahassee, FL 32314.

WORLDTEQ CORPORATION
15200 SHADY GROVE RD STE 350
ROCKVILLE, MD 20850

FIRST UNION NATIONAL BANK
65-320/550 6156

DATE 1176
2/15/02

AMOUNT
\$ 287⁰⁰

PAY
TO THE
ORDER
OF:

CSC

119.07(1)(z), Florida Statutes: Bank account numbers
or debit, charge, or credit card numbers given to an
agency for the purpose of payment of any fee or debt
owing are confidential and exempt from subsection (1)
and s.24(a), Art. 1 of the State Constitution . . .


AUTHORIZED SIGNATURE

WORLDTEQ CORPORATION

1176

CSC

287⁰⁰

2/15/02

registered agent = \$197⁰⁰
(annual)
filing fee = \$90

WORLDTEQ CORPORATION
15200 SHADY GROVE RD STE 350
ROCKVILLE, MD 20850

FIRST UNION NATIONAL BANK
65-320/550 6156

DATE 1178
2/15/02

AMOUNT

\$ *78.25*

PAY
TO THE
ORDER
OF:

Florida Department of State

119.07(1)(z), Florida Statutes: Bank account numbers
or debit, charge, or credit card numbers given to an
agency for the purpose of payment of any fee or debt
owing are confidential and exempt from subsection (1)
and s.24(a), Art. 1 of the State Constitution . . .

☐

WORLDTEQ CORPORATIO

[Signature]
AUTHORIZED SIGNATURE

1178

2/15/02

*FL Dept of State 78.25
filing fee*