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FOSTER MALISH & BLAIR, L.L.P.

Jennifer L. Gunter

ATTORNEYS AT LAW  
A REGISTERED LIMITED LIABILITY PARTNERSHIP  
1403 WEST SIXTH STREET  
AUSTIN, TEXAS 78703  
(512) 476-8591  
FAX: (512) 477-8657  
www.fostermalish.com

AUG 16 AM 10:13  
WRITER'S EMAIL

jennifer@fostermalish.com  
COMMISSION  
CLERK

August 12, 2004

VIA OVERNIGHT MAIL

Florida Public Service Commission  
2540 Shumard Oak Boulevard  
Tallahassee, Florida 32399-0850

Re: IQC, LLC's Application Form for Authority to Provide Alternative Local Exchange Service Within the State of Florida

Dear Sir or Madam:

Enclosed please find the following:

1. One (1) original and eight (8) copies of IQC, LLC's Application for Authority to Provide Alternative Local Exchange Service Within the State of Florida, including, but not limited to: Exhibit 3 - Financial Statements, which needs to be filed under seal. As instructed by a clerk in your office, I have attached one set to the original application in a sealed envelope and have provided two (2) additional sets with all confidential info redacted;
2. A check in the amount of \$250.00 for filing fees;
3. A self-addressed, stamped envelope.

Please file the application, and return a file-marked copy of the application as well as any certifications and/or documentation of the filing to this office in the enclosed self-addressed, stamped envelope.

DISTRIBUTION CENTER  
AUG 16 AM 9:26

RECEIVED & FILED  
*dm*  
FPSC-BUREAU OF RECORDS

Check received with filing and forwarded to Fiscal for deposit. Fiscal to forward deposit information to Records.  
DOCUMENT NUMBER-DATE  
Initials of person who forwarded check  
*dm* 08882 AUG 16 03  
FPSC-COMMISSION CLERK

August 12, 2004  
Florida Public Service Commission re: IQC, LLC  
Page 2

Should you have any questions, please feel free to contact me at the phone or email address located above.

Sincerely,



Jennifer L. Gunter

Enclosures

**FLORIDA PUBLIC SERVICE COMMISSION**  
**IQC, LLC**  
**Application Form for Authority to Provide**  
**Alternative Local Exchange Service Within the State of Florida**

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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:

IQC, LLC

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

IQC, LLC

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

9720 Beechnut, Suite 410  
Houston, TX 77036

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

Applicant does not have an office in Florida.

DOCUMENT NUMBER-DATE

08882 AUG 16 8

FPSC-COMMISSION CLERK

**6. Structure of organization:**

- |  |  |
|--|--|
| <input type="checkbox"/> Individual  | <input type="checkbox"/> Corporation         |
| <input type="checkbox"/> Foreign Corporation                                       | <input type="checkbox"/> Foreign Partnership |
| <input type="checkbox"/> General Partnership                                       | <input type="checkbox"/> Limited Partnership |
| <input checked="" type="checkbox"/> Other <u>Foreign Limited Liability Company</u> |  |

See Exhibit 1.

**7. If individual, provide:**

Name: \_\_\_\_\_

Title: \_\_\_\_\_

Address: \_\_\_\_\_

City/State/Zip: \_\_\_\_\_

Telephone No.: \_\_\_\_\_ Fax No.: \_\_\_\_\_

Internet E-Mail Address: \_\_\_\_\_

Internet Website Address: \_\_\_\_\_

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

(a) **The Florida Secretary of State corporate registration number:**

\_\_\_\_\_

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

(a) The Florida Secretary of State corporate registration number:

M04000002946

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

(a) The Florida Secretary of State fictitious name registration number:

\_\_\_\_\_

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

(a) The Florida Secretary of State registration number:

\_\_\_\_\_

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

Name: \_\_\_\_\_

Title: \_\_\_\_\_

Address: \_\_\_\_\_

City/State/Zip: \_\_\_\_\_

Telephone No.: \_\_\_\_\_ Fax No.: \_\_\_\_\_

Internet E-Mail Address: \_\_\_\_\_

Internet Website Address: \_\_\_\_\_

**13. 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: \_\_\_\_\_

**14. Provide F.E.I. Number(if applicable): 32002607235**

**15. 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. Provide explanation.

No.

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

No.

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

(a) The application:

**Name:** Mark Foster

**Title:** Attorney for IQC, LLC

**Address:** 1403 West 6<sup>th</sup> St.

**City/State/Zip:** Austin, TX 78703

**Telephone No.:** (512) 476-8591

**Fax No.:** (512) 477-8657

**Internet E-Mail Address:** [mfoster@fostermalish.com](mailto:mfoster@fostermalish.com)

**Internet Website Address:** [www.fostermalish.com](http://www.fostermalish.com)

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

**Name:** Marla J. Hanley

**Title:** Vice President Regulatory

**Address:** 9720 Beechnut, Suite 410

**City/State/Zip:** Houston, TX 77036

**Telephone No.:** (888) 566-0011

**Fax No.:** (800) 322-3118

**Internet E-Mail Address:** [m.hanley@srhc-corp.com](mailto:m.hanley@srhc-corp.com)

**Internet Website Address:** Pending

(c) Complaints/Inquiries from customers:

**Name:** Marla J. Hanley

**Title:** Vice President Regulatory

**Address:** 9720 Beechnut, Suite 410

**City/State/Zip:** Houston, TX 77036

**Telephone No.:** (888) 566-0011

**Fax No.:** (800) 322-3118

**Internet E-Mail Address:** [m.hanley@srhc-corp.com](mailto:m.hanley@srhc-corp.com)

**Internet Website Address:** Pending

**17. List the states in which the applicant:**

(a) has operated as an alternative local exchange company.

Texas.

(b) has applications pending to be certificated as an alternative local exchange company.

None.

(c) is certificated to operate as an alternative local exchange company.

Texas.

(d) has been denied authority to operate as an alternative local exchange company and the circumstances involved.

None.

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

None.

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

None.

**18. Submit the following:**

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

Resumes of the key personnel of Applicant are attached at Exhibit 2. These individuals possess the managerial capability to operate an alternative local exchange company.

**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.

Resumes demonstrating the technical capability of Applicant are attached at Exhibit 2.

**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.

Please see Exhibit 3, which contains financial documents for Applicant. Exhibit 3 is filed under seal and requested to remain confidential.

As evidenced by the financial documents, Applicant has sufficient financial capability to provide the requested service in the proposed geographic area. Applicant will provide services through resale and UNE-P.

Applicant does not expect to have any "lease or ownership obligations." However, the company does have the financial capability to maintain any necessary obligations that might arise in the future as demonstrated by the attached financial statements.

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 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. **APPLICATION FEE:** I understand that a non-refundable application fee of \$250.00 must be submitted with the application.

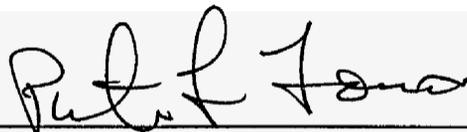
IQC, LLC OFFICIAL:

**Peter J. Grosso**

**President  
Title**

**(888) 566-0011  
Telephone No.**

**Address: 200 N. Elm Street  
Waxahachie, TX 75168**



---

Signature

July 27, 2004

---

Date

**(972) 938-4364  
Fax No.**

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 company 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."**

IOC, LLC OFFICIAL:

**Peter J. Grosso**



\_\_\_\_\_  
**Signature**

**President**

\_\_\_\_\_  
July 27, 2004

**Title**

**Date**

**(888) 566-0011**

**(972) 938-4364**

**Telephone No.**

**Fax No.**

**Address: 200 N. Elm Street  
Waxahachie, TX 75168**

**INTRASTATE NETWORK (if available)**

Chapter 25-24.825 (5), Florida Administrative Code, requires the company to make available to staff the alternative local exchange service areas only upon request.

**1. POP: Addresses where located, and indicate if owned or leased.**

1) _____ _____	2) _____ _____
3) _____ _____	4) _____ _____

**2. SWITCHES: Address where located, by type of switch, and indicate if owned or leased.**

1) _____ _____	2) _____ _____
3) _____ _____	4) _____ _____

**3. TRANSMISSION FACILITIES: POP-to-POP facilities by type of facilities (microwave, fiber, copper, satellite, etc.) and indicate if owned or leased.**

<u>POP-to-POP</u>	<u>OWNERSHIP</u>
1) _____	_____
2) _____	_____
3) _____	_____
4) _____	_____

None. Applicant does not own any of its own facilities.

**EXHIBIT 1**

**TEXAS CERTIFICATION OF STATUS  
and  
FLORIDA SECRETARY OF STATE AUTHORIZATION**

Corporations Section  
P.O.Box 13697  
Austin, Texas 78711-3697



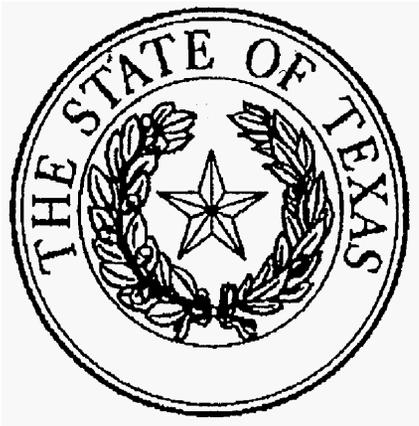
Geoffrey S. Connor  
Secretary of State

## Office of the Secretary of State

The undersigned, as Secretary of State of Texas, does hereby certify that the document, Articles Of Organization for IQC LLC (filing number: 707177622), a Domestic Limited Liability Company (LLC), was filed in this office on July 17, 2000.

**It is further certified that the entity status in Texas is active.**

In testimony whereof, I have hereunto signed my name officially and caused to be impressed hereon the Seal of State at my office in Austin, Texas on July 22, 2004.



A handwritten signature in black ink, appearing to read "G. Connor".

Geoffrey S. Connor  
Secretary of State



FLORIDA DEPARTMENT OF STATE  
Glenda E. Hood  
Secretary of State

July 23, 2004

CORPORATE ACCESS

TALLAHASSEE, FL

Qualification documents for IQC, LLC were filed on July 23, 2004, and assigned document number M04000002946. Please refer to this number whenever corresponding with this office.

Your limited liability company is now qualified and authorized to transact business in Florida as of the file date. In accordance with section 608.406(2), F.S., the name of this limited liability company is filed with the Department of State for public notice only and is granted without regard to any other name recorded with the Division of Corporations.

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

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

Should you have any questions regarding this matter, please contact this office at the address given below.

Buck Kohr  
Document Specialist  
Registration/Foreign Qualification  
Division of Corporations

Letter Number: 704A00046698

**APPLICATION BY FOREIGN LIMITED LIABILITY COMPANY FOR AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA**

*IN COMPLIANCE WITH SECTION 608.503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO REGISTER A FOREIGN LIMITED LIABILITY COMPANY TO TRANSACT BUSINESS IN THE STATE OF FLORIDA:*

1. IQC, LLC  
(Name of foreign limited liability company)
2. Texas 3. 32002607235  
(Jurisdiction under the law of which foreign limited liability company is organized) (FEI number, if applicable)
4. July 17, 2000 5. July 16, 2030  
(Date of Organization) (Duration: Year limited liability company will cease to exist or "perpetual")

6. Upon qualification  
(Date first transacted business in Florida. (See sections 608.501, 608.502, and 817.155, F.S.))

7. 9720 Beechnut, Suite 410  
Houston, Texas 77036  
(Street address of principal office)

8. If limited liability company is a manager-managed company, check here

9. The name and usual business addresses of the managing members or managers are as follows:  
Peter J. Grosso, 200 N. Elm Street, Waxahachie, TX 75168  
\_\_\_\_\_  
\_\_\_\_\_

10. Attached is an original certificate of existence, no more than 90 days old, duly authenticated by the official having custody of records in the jurisdiction under the law of which it is organized. (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.)

11. Nature of business or purposes to be conducted or promoted in Florida: The transaction of any and all lawful business.



Signature of a member or an authorized representative of a member.  
(In accordance with section 608.408(3), F.S., the execution of this document constitutes an affirmation under the penalties of perjury that the facts stated herein are true.)

Peter J. Grosso  
Typed or printed name of signee

FILED  
4 JUL 23 PM 12:50  
SECRETARY OF STATE  
TALLAHASSEE  
FLORIDA

**CERTIFICATE OF DESIGNATION OF  
REGISTERED AGENT/REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 608.415 or 608.507, FLORIDA STATUTES,  
THE UNDERSIGNED LIMITED LIABILITY COMPANY SUBMITS THE FOLLOWING  
STATEMENT TO DESIGNATE A REGISTERED OFFICE AND REGISTERED AGENT IN THE  
STATE OF FLORIDA.

1. The name of the Limited Liability Company is:

IQC, LLC

2. The name and the Florida street address of the registered agent and office are:

NRAI Services, Inc.

(Name)

526 E. Park Avenue

Florida street address (P.O. Box **NOT** ACCEPTABLE)

Tallahassee

FL 32301

(City/State/Zip)

*Having been named as registered agent and to accept service of process for the above stated limited liability company at the place designated in this certificate, 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 relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent as provided for in Chapter 608, F.S.*

NRAI Services, Inc.

By:

Charles Coyle

(Signature)

Charles Coyle - Asst. Secy.

\$ 100.00	Filing Fee for Application
\$ 25.00	Designation of Registered Agent
\$ 30.00	Certified Copy (optional)
\$ 5.00	Certificate of Status (optional)

**EXHIBIT 2**

**MANAGERIAL CAPABILITY  
RESUMES**

**Peter J. Grosso**  
**President**

Mr. Grosso brings over 20 years of diverse business experience in telecom, financial services, Hospital administration and Manufacturing. In addition Mr. Grosso currently operates IQC, LLC a very successful Competitive Local Exchange Carrier in the State of Texas. (SPCOA 60415). IQC, LLC was formed in early 2000 and continues to operate in Texas in Good standing with the State, Texas Public Utilities Commission, Southwestern Bell, and all Taxing authorities. Mr. Grosso has extensive experience in management, corporate strategy, expansion strategies and marketing. Mr. Grosso served his country in the United States Navy assigned to Carrier Air Wing (7) aboard the good ship USS Dwight D. Eisenhower as an aircrew member assigned to fighter squadron VF-141 from 1978 to 1981. Educated at the University of Miami, Mr. Grosso earned his Bachelor of Business Administration degree and began his career with Philips NV in Vienna, Austria where after a 17-year career holding various positions ranging from sales associate to Executive Vice President of U.S. Operations. Mr. Grosso now resides in Waxahachie, Texas with his wife Elizabeth and two children Julia and Mitchell. -

**In addition to the managerial and technical expertise evidenced by Mr. Grosso and the other employees of IQC, LLC, IQC, LLC has engaged the services of SRHC Corporation. Resumes of key employees of SRHC Corporation are attached as follows.**

**Chris Reese**  
**Vice President - Operations**

Texas born and raised, Mr. Reese has owned and consulted to multi-million dollar companies in the security and access control, audio-video, manufacturing, and telecommunications industries. Educated at Abilene Christian University and Texas Tech University, Mr. Reese has over 6 years experience in telecommunications sales, operations, and consulting. Through HHR Carrier Service, Inc., telecommunications software and consulting firm, Mr. Reese has been instrumental in the success of several UNE-P and UNE-L CLECs by helping them increase efficiencies and implement systems to provide accurate financial and regulatory reporting.

**Marla J. Hanley**  
**Vice President - Regulatory Affairs**

Ms. Hanley is an experienced utility director who has successfully managed numerous large, diverse projects and employee work groups. She has expertise in carrier relations, operational management, contract negotiations, resale processes, OSS administration and escalation, OSS/EDI implementation and project management, customer satisfaction assurance, and reporting agency compliance. She has also managed the Regulatory Department at two CLECs. She has managed regulatory compliance with the Environmental Protection Agency, the Department of Defense and the Federal Aviation Administration, as well as with numerous state public utility commissions and secretary of state agencies. She earned a Bachelor of Business Administration degree with a concentration in Business Management from the University of Texas at San Antonio in 1990. Ms. Hanley has worked in the legal/regulatory environment for more than ten years.

**Mark Evans**  
**Vice President – Sales and Marketing**

Mr. Evans is a 1983 Graduate of the University of Houston with a Bachelor of Business Administration degree. He brings nearly 20 years of sales and marketing experience to IQC, LLC. After graduating from college, Mr. Evans joined his family's business where he became Vice President of Marketing and Sales. He has owned and operated several different companies in his career. In 1994, he began *Buy the Minute Cellular* which pioneered the prepaid cellular phone business in Texas. *Buy the Minute Cellular* operated in several Texas cities until it was sold in 2002. His most recent experience was his instrumental role in developing the start-up of advance payment electric services at Fire Fly Electricity.

**Ramji Raman**  
**Corporate Controller**

Mr. Raman has extensive experience in managing accounting, finance and human resources for various entities in Houston over the last twenty-seven years. His qualifications include a BBA in Accounting and a law degree (equivalent to JD), as well as several hours of business and finance from the graduate school at the University of Houston. He has been qualified to sit for the uniform CPA exam offered by the Texas Board of Public Accounting, as well as by the CFB Board. Mr. Raman is experienced in dealing with financial services, which he did during his tenure with GE Financial Services. Additionally, he holds various securities licenses, including Series 6, 63, 66 and 7.