

GREENBERG
ATTORNEYS AT LAW
TRAURIG

Mitchell F. Brecher
202-331-3152
BrecherM@GTLaw.com

April 3, 2000

VIA OVERNIGHT MAIL

000401-TX

Florida Public Service Commission
Division of Records and Reporting
2540 Shumard Oak boulevard
Tallahassee, Florida 32399-0850

Re: Application of YIPES TRANSMISSION, INC. for Authority to Provide
Alternative Local Exchange Service Within the State of Florida

Gentlemen:

Transmitted herewith on behalf of Yipes Transmission, Inc. are an original and six (6) copies of an application for authority to provide alternative local exchange service within the State of Florida. Pursuant to Commission Rule Nos. 25-24.805, 25-24.810, and 25-24.815, the application is submitted on Form PSC/CMU 8 (11/95). Also enclosed herewith is a check in the amount of two hundred fifty dollars (\$250.00) payable to the order of the Florida Public Service Commission to cover the requisite application fee. Please stamp as received the additional copy of the application and return to this office in the enclosed stamped self-addressed envelope.

Please direct questions regarding this application to undersigned counsel for Yipes Transmission, Inc.

Sincerely,

MFB/mag

Mitchell F. Brecher

Counsel for Yipes Transmission, Inc.

Enclosures

WASH/BRECHERM/50455/12xj01!.DOC/4/03/00

RECEIVED & FILED

FPSC-BUREAU OF RECORDS

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

In Reply, of person who forwarded check:
JBM

DOCUMENT NUMBER-DATE

04115 APR- 8

FLORIDA PUBLIC SERVICE COMMISSION

DIVISION OF COMMUNICATIONS
BUREAU OF SERVICE EVALUATION

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

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 Appendix A).
- ◆ 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

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

Florida Public Service Commission
Division of Communications
Bureau of Certification and Evaluation
2540 Shumard Oak Blvd.
Tallahassee, Florida 32399-0850
(850) 413-6600

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 rather than apply for a new certificate.
 - 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:

Yipes Transmission, Inc.

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

Yipes.com

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

114 Sansome Street, 9th Floor
San Francisco, CA 94104

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

Florida Registered Agent:
CT Corporation
c/o CT Corporation System
1200 South Pine Island Road
Plantation, FL 33324

6. Structure of organization:

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

7. **If individual**, provide:

Name: N/A

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:
N/A

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

- (a) The Florida Secretary of State Corporate Registration Number:
F00000001561.

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:
Applicant is in the process of requesting its fictitious name and will forward to the Commission its registration number immediately upon receipt.

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

- (a) The Florida Secretary of State registration number: N/A

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

Name: NA

Title:

Address:

City/State/Zip:

Telephone No.: Fax No.:

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: N/A

14. Provide the **FEID Number** (if applicable): 94-335478

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

(a) adjusted bankrupt, mentally incompetent, or found guilty of any felony or of any crime, or whether such actions may result from pending proceedings. Provide explanation.

None.

(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.

None.

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

(a) The application:

Name:	Stanley J. Moore
Title:	Vice President of Law and Public Policy
Address:	114 Sansome Street, 9 th Floor
City/State/Zip:	San Francisco, CA 94104
Telephone No.:	415/901-2000 Fax No.:415/901-2201

With a copy to:

Name: Mitchell F. Brecher, Esq.
Title: Counsel to Applicant
Address: 800 Connecticut Avenue, 4th Floor
City/State/Zip: Washington, D.C. 20006
Telephone No.: 202/331-3178 Fax No.: 202/261-0152
Internet E-Mail Address: BrecherM@gtlaw.com

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

Name: Stanley J. Moore
Title: Vice President of Law and Public Policy
Address: 114 Sansome Street, 9th Floor
City/State/Zip: San Francisco, CA 94104
Telephone No.: 415/901-2000 Fax No.: 415/901-2201

(c) Complaints/Inquiries from customers:

Name: Stanley J. Moore
Title: Vice President of Law and Public Policy
Address: 114 Sansome Street, 9th Floor
City/State/Zip: San Francisco, CA 94104
Telephone No.: 415/901-2000 Fax No.: 415/901-2201

17. List the states in which the applicant:

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

None.

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

The company has a CLEC application pending in California.

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

None.

(d) has been denied authority to operate as an alternative local exchange telecommunications 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. **Financial capability.**

The application **must 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 must be signed by the applicant's chief executive officer and chief financial officer **affirming that the financial statements are true and correct** and must 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) must 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.
- B. Managerial capability;** give resumes of employees/officers of the company that would indicate sufficient managerial experiences of each.
- C. 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.

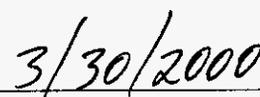
****APPLICANT ACKNOWLEDGMENT STATEMENT****

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 the 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:



Signature
Stanley J. Moore
Vice President - Law and Public Policy



Date
415/901-2000
Telephone Number
415/901-2201
Facsimile Number

Address: 114 Sansome Street, 9th Floor
San Francisco, CA 94104

APPENDICES:

- A - CERTIFICATE TRANSFER OR ASSIGNMENT STATEMENT
- B - CUSTOMER DEPOSITS AND ADVANCE PAYMENTS
- C - INTRASTATE NETWORK
- D - CURRENT FLORIDA INTRASTATE SERVICES
- E - AFFIDAVIT
- FLORIDA TELEPHONE EXCHANGES AND EAS ROUTES GLOSSARY
- F - FINANCIAL QUALIFICATION
- G- STATEMENT REGARDING MANAGERIAL AND TECHNICAL QUALIFICATIONS

FORM PSC/CMU 8 (11/95)
Required by Commission Rule Nos. 25-24.805,
25-24.810, AND 25-24.815

****APPENDIX B****

CUSTOMER DEPOSITS AND ADVANCE PAYMENTS

A statement of how the Commission can be assured of the security of customer deposits and advance payments may be responded to 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:



Signature
Stanley J. Moore
Vice President - Law and Public Policy

3/30/2000

Date
415/901-2000
Telephone Number
415/901-2201
Facsimile Number

Address: 114 Sansome Street, 9th Floor
San Francisco, CA 94104

****APPENDIX C****

CURRENT FLORIDA INTRASTATE SERVICES

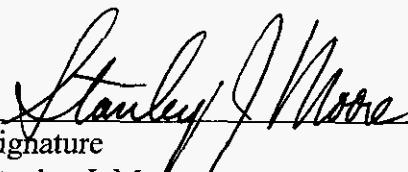
Applicant **has** () or **has not** (**X**) previously provided intrastate telecommunications in Florida.

If the answer is has, fully describe the following:

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

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

UTILITY OFFICIAL:



Signature
Stanley J. Moore
Vice President - Law and Public Policy

3/30/2000

Date
415/901-2000
Telephone Number
415/901-2201
Facsimile Number

Address: 114 Sansome Street, 9th Floor
San Francisco, CA 94104

****APPENDIX D****

AFFIDAVIT

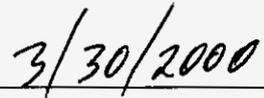
By my signature below, I, the undersigned officer, attest to the accuracy of the information contained in this application and attached documents and that the applicant has the technical expertise, managerial ability, and financial capability to provide interexchange telecommunications service in the 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:



Signature
Stanley J. Mopre
Vice President - Law and Public Policy



Date
415/901-2000
Telephone Number
415/901-2201
Facsimile Number

Address: 114 Sansome Street, 9th Floor
San Francisco, CA 94104

APPENDIX F

FINANCIAL QUALIFICATIONS

Yipes Transmission, Inc. ("Applicant") is a new corporation and has yet to commence operations. Therefore it is unable to provide the Commission with copies of its most recent income statement and balance sheet reflecting its intrastate operations. Until such time as Applicant has commenced operations and is independently funded, Yipes Communications Group, Inc., the ultimate parent corporation of Applicant irrevocably guarantees it will make available to the Applicant all funds necessary to commence operations as an alternative local exchange carrier in the State of Florida. A guaranty letter executed by Frank Ray Robles, Treasurer, Yipes Communications Group, is attached hereto. Copies of Yipes Communications Group, Inc.'s financial ability are attached to this letter. Because Yipes Communications Group, Inc. is a privately held corporation the attached financial documents are considered confidential and we request that they be treated as such.

APPENDIX G

MANAGERIAL AND TECHNICAL CAPABILITY

BIOGRAPHIES OF COMPANY PRINCIPALS

Mr. Jerry Patrick, President and Chief Executive Officer

Mr. Parrick has thirty years experience in the communications industry. Prior to joining Yipes he was Chief Executive Officer of Diamond Lane Communications, a provider of DSL services now doing business as Nokia High Speed Access Services since its sale to Nokia in March of 1999. Diamond Lane was the first company to commercially deploy DSL services in the United States. Previously Mr. Parrick was President of Interprise Networking Services, a division of USWest, where he was responsible for the company's frame relay, ATM, and SMDS services, and was the founding General Manager of the Data Communications Group at Pacific Bell. Mr. Parrick is a Stanford Sloan Fellow.

Mr. Frank R. Robles, Vice President of Operations and Network Development

Mr. Robles is an expert in Internet connectivity, Web development and technical management in the communications and Internet industry. He is a founder of NanoSpace, the precursor company to Yipes, and Netcom, a start-up company that developed the first consumer-friendly integrated Internet browser. Mr. Robles also has been a technical consultant for AlphaBlox, Apple, Hewlett-Packard, Kana Communications, and Siebel Systems. Mr. Robles majored in Computer Engineering at UC Santa Cruz and has degrees in Computer Science and Mathematics from Cabrillo College.

Dr. Kamran Sistanizadeh, Vice-President, Network Architecture

Dr. Sistanizadeh has seventeen years experience in the communications industry. Most recently he was the Chief Technology Officer of Bell Atlantic Global Networking. He also serves as the Chair of the ANSI AdHoc Committee of Transmission Standards and is a Board Member of the ADSL Forum. Dr. Sistanizadeh holds 13 United States patents and developed the first large-scale ATM network, supporting frame relay and IP multimedia traffic for business and residential customers. Dr. Sistanizadeh holds the following degrees: MBA, International from Georgetown University, 1998; Ph.D., Electrical Engineering from Virginia Tech, 1986; M.Sc., Applied Mathematics from Virginia Tech, 1985; M.Sc., Electrical Engineering from Virginia Tech, 1980; B.Sc., Electrical Engineering from UC Berkeley 1978.

Mr. Peter Kaminski, Vice-President of Technology Development

Mr. Kaminski has extensive experience working in the area of Internet protocols and applications. Before joining Yipes he was the President and Chief Technology Officer for NanoSpace, and a founder for Netcom and project lead for Netcom's Netcruiser™. Mr. Kaminski also has been an Internet development consultant for Kana Communications, an integrated communication solution that allows e-businesses to communicate personally with online customers, and an Internet or software development consultant for Linear Technology, Pointcast, Hewlett-Packard, Arkenston, Activision, and Director for Agile Media.

Mr. Rex Fisher, Vice-President of Sales

Mr. Fisher has twenty years experience in the communications industry, fourteen of those leading sales teams. Prior to joining Yipes, Mr. Fisher was Vice-President of Sales at Interprise Networking Services, a USWest subsidiary. Mr. Fisher also was Vice President of Nebraska for USWest, leading the company's regulatory strategy in that state.

Ms. Beth Little Tyebjee, Vice-President of Customer and Product

Ms. Tyebjee comes to Yipes with twenty-seven years in the communications industry. Prior to joining Yipes she was Vice President, Retail Markets at USWest and Vice President, New Business Development at Pacific Telesis Group. While at Pacific Telesis, Beth was responsible corporate wide product and business development and let a series of breakthrough products including frame relay, SONET and ATM transport to market. Additionally she launched several subsidiary businesses in Internet access and managed network services.

Mr. Ron Young, Vice-President of Marketing and Business Development

Mr. Young brings thirty years experience in marketing, particularly in marketing data communications, to Yipes. Previously he was President of Innovative Management Services where he developed innovative Marketing, Business Development and new Product Introduction Programs for Fortune 50 and NASDAQ clients including Apple Computer, AT&T, Electronic Arts, IBM, USWest, Pacific Telesis, Disney and Bank of America.

Mr. Stanley J. Moore, Vice-President of Law and Public Policy

Mr. Moore has been an attorney for twenty-seven years, twenty-four of them in the communications industry. Prior to joining Yipes Mr. Moore was Vice-President Law and Regulation at SBC Long Distance and was the lead counsel for the Pacific Telesis spin-off of Airtouch Communications. Mr. Moore also was Washington counsel for Pacific Telesis Group.