

Lance J.M. Steinhart
Attorney At Law
6455 East Johns Crossing
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and Maryland

Telephone: (770) 232-9200
Facsimile: (770) 232-9208

November 17, 2000

VIA OVERNIGHT DELIVERY

Florida Public Service Commission
Tariff Section
2540 Shumard Oak Blvd.
Gunter Bldg.
Tallahassee, Florida 32399-0850

001725-TX

Re: Everest Broadband Networks of Florida, Inc.

Dear Sir/Madam:

Enclosed please find one original and six (6) copies of Everest Broadband Networks of Florida, Inc.'s (Everest) Application for Authority to Provide Local Exchange Telecommunications Service Within the State of Florida.

I also have enclosed a check in the amount of \$250.00 payable to the Florida Public Service Commission to cover the cost of filing these documents.

Please return a stamped copy of the extra copy of this letter in the enclosed preaddressed prepaid envelope.

If you have any questions regarding this matter, please do not hesitate to call me. Thank you for your attention to this matter.

Sincerely,



Lance J.M. Steinhart, Esq.
Attorney for Everest Broadband Networks of Florida, Inc.

Enclosures
cc: Jeffrey A. Feldman

DOCUMENT NUMBER-DATE
15011 NOV 20 00
FPSC-RECORDS/REPORTING

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

DIVISION OF REGULATORY OVERSIGHT
CERTIFICATION SECTION

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 the 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 12).

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

APPLICATION

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:

Everest Broadband Networks of Florida, Inc.

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

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

One Executive Drive

Fort Lee, New Jersey 07024

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

None

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 _____ | |

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:

F00000003164

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

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

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): ²²⁻³⁷³²⁰⁵⁸ _____

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.

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: Lance J.M. Steinhart

Title: Regulatory Counsel

Address: 6455 East Johns Crossing; Suite 285

City/State/Zip: Duluth, Georgia 30097

Telephone No.: (770) 232-9200 Fax No.: (770) 232-9208

Internet E-Mail Address: lsteinhart@telecomcounsel.com

Internet Website Address: _____

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

Name: Alan J. Scrim
Title: Vice President
Address: One Executive Drive
City/State/Zip: Fort Lee, New Jersey 07024
Telephone No.: (201) 944-6477 Fax No.: (201) 944-7469

Internet E-Mail Address: ascrime@everestbroadband.com
Internet Website Address: www.everestbroadband.com

(c) Complaints/Inquiries from customers:

Name: Nick De Riggi
Title: Customer Service Manager

Address: One Executive Drive

City/State/Zip: Fort Lee, New Jersey 07024

Telephone No.: 800-242-1662 Fax No.: 201-944-7469

Internet E-Mail Address: nderiggi@everestbroadband.com
Internet Website Address: www.everestbroadband.com

17. List the states in which the applicant:

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

None

(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.

New York, New Jersey,

(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.**

- 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. **written explanation** that the applicant has sufficient financial capability to provide the requested service in the geographic area proposed to be served.
2. **written explanation** that the applicant has sufficient financial capability to maintain the requested service.
3. **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 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:

Alan J. Scrimme

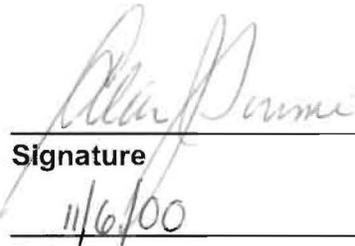
Print Name

Vice President

Title

(201) 944-6477

Telephone No.



Signature

11/6/00

Date

(201) 944-7469

Fax No.

Address:

One Executive Drive

Fort Lee, New Jersey 07024

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 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."

UTILITY OFFICIAL:

Alan J. Scrimme

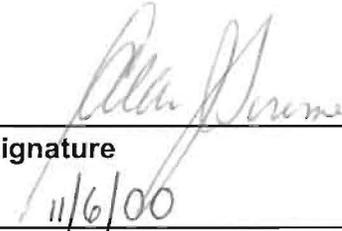
Print Name

Vice President

Title

(201) 944-6477

Telephone No.


Signature

Date

11/6/00
(201) 944-7469

Fax No.

Address:

One Executive Drive

Fort Lee, New Jersey 07024

LIST OF ATTACHMENTS

FINANCIAL INFORMATION

MANAGEMENT INFORMATION

STATEMENT OF FINANCIAL CAPABILITY

FINANCIAL INFORMATION

Filed under separate cover seeking confidential treatment

MANAGEMENT INFORMATION

EVEREST BROADBAND NETWORKS, INC. BIOGRAPHIES

JEFFREY A. FELDMAN, Ph.D. - President and Chief Executive Officer
Jeffrey Feldman has been instrumental in driving the formation and operation of Everest Broadband Networks since inception. He launched the company from Pequot Capital Management where he was a Senior Vice President of the firm and a member of the General Partner in Pequot's venture fund. Dr. Feldman joined the Pequot family of funds in 1998 coming from Digital Media Capital, LLC where he led investments in Critical Path and Sandpiper Networks. He has been active in early-stage investments in the communications sector, specifically those that target ISPs, telecommunications carriers and other broadband service providers. He has been involved in several of Pequot's private equity investments including Alidian Networks*, Arrowpoint Communications, Elastic Networks, Ennovate Networks*, Millennium Optical Networks*, Sycamore Networks and Tellium*. Dr. Feldman received his B.S. degree and Ph. D. from the University of Connecticut and his M.B.A. from the Yale School of Management. *current board member

ALAN J. SCRIME - Executive Vice President, Network and Communications Services
Alan Scrimé joined Everest from Bell Atlantic's Data Solutions Group, where he was Executive Director of Product Development. His career in the telecommunications industry spans nearly 35 years, including senior positions with NYNEX, AT&T, Bell Laboratories and Bellcore. Mr. Scrimé received his B.S. degree in electrical engineering from Union College in Schenectady, NY, M.S. in Computer Science from Rutgers University, and his M.B.A. from Fairleigh Dickinson University.

HERBERT M. HIRSCH - Executive Vice President, Sales
Herbert Hirsch joined Everest with an extensive background in telecommunications and real estate services. Mr. Hirsch was the president of International Business Phone and Long Distance Services, Inc., a company he founded in 1976. While at International Business, he served on the advisory board of Teleco, the largest dealer of Toshiba products in North America. Earlier in his career, Mr. Hirsch was the director of operations for VIKOA, Inc., a pioneer in the interconnect and cable television industry, then listed on the American Stock Exchange. Mr. Hirsch received his B.S. degree from the New York Institute of Technology.

STEVEN REICHMANN - Executive Vice President, Everest Broadband Networks Canada, Ltd.
Steven Reichmann was involved in the Reichmann family-owned business, until 1992. In 1992, Mr. Reichmann and Mr. Bruce Bronfman became controlling shareholders in National Hav-Info Communications, a Montreal-based high-tech communications company. They successfully brought the company public, first in Montreal and subsequently on the Toronto Stock Exchange.

RASHMI DOSHI, Ph.D. - Chief Technology Officer

Dr. Rashmi Doshi was previously an executive director of Bell Atlantic Corporation, where he was responsible for the development of advanced high-speed data communications networks, including Bell Atlantic's Digital Subscriber Line (DSL) networks. Dr. Doshi has more than 25 years of experience in the research, design, and development of communications products and systems. He has also held positions with IPC Communications Ltd., Nortel and British Telecom. Dr. Doshi was a research fellow at Imperial College, University of London, and received his B.S. degree from the University of London and his Ph.D. in electronics from the University of Southampton, England.

HAMID MODARRESSI - Vice President, Network Operations

Hamid Modarressi joined Everest from Bell Atlantic Global Networks, Inc., where he held the position of Vice President and Chief Information Officer. Prior to Bell Atlantic, he served as executive director of NYNEX Science & Technology, where he was in charge of the development of advanced network management and engineering systems. Mr. Modarressi received both his B.S. degree in electrical engineering and M.B.A. from Columbia University.

JOSEPH P. VARELLO - Vice President, Corporate Relations and Business Development

Joseph Varello is responsible for corporate strategic alliances, partnerships and acquisitions. Mr. Varello joined Everest with more than 13 years of experience in telecommunications product management and new product development. In his previous position as a Director at Bell Atlantic Internetworks, Mr. Varello was responsible for developing and marketing IP-based application services for the commercial marketplace. Mr. Varello received his B.A. degree in communications from Towson University.

JAMES SZELIGA - Vice President, Marketing

Prior to joining Everest, James Szeliga was Vice President and General Manager of North American operations for Orckit Communications Inc. Mr. Szeliga has more than 25 years of experience in high technology, including positions as Director of Marketing for General DataComm, President and CEO of Applied Spectrum Technologies and General Manager of Local Digital Distribution Company, a provider of wireless TDMA systems for the local loop. Mr. Szeliga received his Master of Technology Administration from American University, Washington D.C.

THOMAS GAUGHAN - Vice President, Access Sales

Tom Gaughan joined Everest with more than 15 years of experience in sales, sales management and business development in the information technology field. Prior to joining Everest, Mr. Gaughan directed the sales team for a network integration firm, which built a \$50 million integration business in four years. Prior thereto, he held various sales and business development positions with IBM and Hitachi Data Systems. Mr. Gaughan received his B.S. degree in accounting from Boston College.

JAMES HINES - Vice President, Tenant Solutions

James Hines joined Everest from a large Cisco "Gold" systems integrator, where he was Director of Sales. Previously, Mr. Hines was the founding President of System Integration Group, a provider of network integration services and hardware. Prior thereto, Mr. Hines was Product Director for NYNEX, where he led the development of the first frame relay product to be offered by a local exchange company. Mr. Hines received his degree in marketing from Fordham University.

DAYNA KULLY - Vice President, Hospitality Group

Dayna Kully joined Everest with over 20 years of experience in sales and strategic planning in the telecommunications industry, specializing in the Hospitality and Healthcare markets. Ms. Kully played a major role in the development and management of top tier regional and national accounts with AT&T, GE/RCA, & WilTel. In partnership with another industry professional, Ms. Kully also created a firm offering immediate, expert assistance in the strategic marketing of telecommunications products to hospitality clients. Prior to joining Everest, Ms. Kully was part of the Nortel Networks Optical Group, which was directly credited for substantial improvements in the entire firm's capitalization and stock value. Ms. Kully received her Bachelor's degree in Economics from the University of California at Berkeley.

GERALD A. POCH

Jerry Poch is a Principal with Pequot Capital and Portfolio Manager of Pequot Private Equity Fund and Pequot Offshore Private Equity Fund. Prior to joining the Pequot family of funds in 1998, Mr. Poch was the Chairman, President, and CEO of GE Capital Information Technology Solutions. Until its acquisition by GE Capital in 1996, he was founder, Co-Chairman and Co-President of AmeriData Technologies, Inc. (NYSE: ADA.) From 1979 until 1983, Mr. Poch was Senior Vice President of TIE/communications, Inc. and President of Technicom, Inc., two public telecommunications companies.

ARTHUR J. SAMBERG

Art Samberg is the Chairman and Chief Executive Officer of Pequot Capital and Portfolio manager of Pequot Partners Fund, Pequot International Fund and Pequot Endowment Fund. Mr. Samberg established the first Pequot investment fund in 1986. For the fifteen years prior thereto, Mr. Samberg was an employee and partner at Weiss, Peck & Greer Inc. and served as a member of that firm's Management Committee. Mr. Samberg received his S.B. from Massachusetts Institute of Technology, his M.S. from Stanford University, and his M.B.A. from Columbia University.

BRADLEY A. FELD

Bradley A. Feld is a Managing Director of SOFTBANK Venture Capital's current and past technology funds. Before joining SOFTBANK, he founded Intensity Ventures, a company that helps launch and operate software companies and a venture affiliate of SOFTBANK. Prior thereto, Mr. Feld served as Chief Technology Officer of AmeriData Technologies following AmeriData's acquisition of Feld Technologies, a firm he founded in 1988 and developed into one of Boston's leading software consulting firms. Mr. Feld is an Entrepreneur in Residence at the Kauffman Foundation Center for Entrepreneurial Leadership and serves as director of, or advisor to, several current and past technology fund portfolio companies and other Internet-related and software companies. Mr. Feld received his S.B. and S.M. degrees from the Massachusetts Institute of Technology.

**STATEMENT OF FINANCIAL CAPABILITY
EVEREST BROADBAND NETWORKS OF FLORIDA, INC.**

Everest Broadband Networks of Florida, Inc. has sufficient financial capability to provide the requested service in the State of Florida and has sufficient financial capability to maintain the requested service and to meet its lease or ownership obligations. In support of Everest Broadband Networks of Florida, Inc.'s stated financial capability, a copy of its Audited Balance Sheet as of December 31, 1999, and Statements of Income, retained earnings and cash flows for the period from August 26, 1999 (inception) to December 31, 1999 for Broadview Everest Networks, Inc. is attached to its application. Everest Broadband Networks of Florida, Inc. intends to fund the provision of service through internally generated cash flow. Everest Broadband Networks of Florida, Inc. also has the ability to borrow funds, if required, based upon its financial capabilities, and the parent company is committed to providing any necessary capital if needed to provide service in the State of Florida.