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April 11, 1997

VIA HAND DELIVERY

970455 - TI

Ms. Blanca Bayo
Director of Administration
Florida Public Service Commission
2540 Shumard Oak Boulevard
Tallahassee, Florida 32399-0850

RE: Hello Card, Inc.

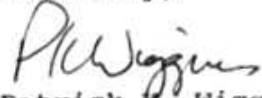
Dear Ms. Bayo:

Enclosed for filing are the original and six (6) copies of Hello Card, Inc.'s Application For Authority to Provide Interexchange Telecommunications Service Within the state of Florida, along with the \$250 filing fee.

Staff gave Hello Card, Inc. a deadline of today to file the application. Although the Company's president, Mr. Roger Zepka, is out of the country and is not available to sign the application, I have been directed to file it as completely as possible to comply in good faith with staff's request. Accordingly, I will submit the necessary documentation as soon as possible to complete the application.

Thank you for your assistance in this matter.

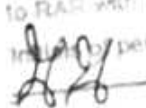
Sincerely,


Patrick K. Wiggins

Enclosures

cc: Kelly Biegalski, Division of Communications

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



Initials of person who forwarded check

DOCUMENT NUMBER-DATE

03738 APR 11 97

FPSC-RECORDS/REPORTING

**** FLORIDA PUBLIC SERVICE COMMISSION ***

DIVISION OF COMMUNICATIONS
BUREAU OF SERVICE EVALUATION

APPLICATION FORM
for
AUTHORITY TO PROVIDE INTEREXCHANGE TELECOMMUNICATIONS SERVICE
WITHIN THE STATE OF FLORIDA

Instructions

- A. This form is used for an original application for a certificate and for approval of sale, assignment or transfer of an existing certificate. In case of a sale, assignment or transfer, the information provided shall be for the purchaser, assignee or transferee (See Appendix A).
- B. Respond to each item requested in the application and appendices. If an item is not applicable, please explain why.
- C. Use a separate sheet for each answer which will not fit the allotted space.
- D. If you have questions about completing the form, contact:

Florida Public Service Commission
Division of Communications
Bureau of Service Evaluation
2540 Shumard Oak Blvd.
Gunter Building
Tallahassee, Florida 32399-0850
(904) 413-6600

- E. 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 Administration
2540 Shumard Oak Blvd.
Gunter Building
Tallahassee, Florida 32399-0850
(904) 413-6251

FORM PSC/CMU 31 (11/95)
Required by Commission Rule Nos. 25-24.471, 25-24.473, and 25-24.480(2).

DOCUMENT NUMBER-DATE

03738 APR 11 6

FPSC-RECORDS/REPORTING

1. This is an application for (check one):

- Original Authority** (New company).
- Approval of Transfer** (To another certificated company).
- Approval of Assignment of existing certificate** (To a uncertificated company).
- Approval for transfer of control** (To another certificated company).

2. Select what 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 the resold service by enrolling unaffiliated customers.

FORM PSC/CMU 31 (11/95)
Required by Commission Rule Nos. 25-24.471, 25-24.473, and 25-24.480(2)

3. Name of corporation, partnership, cooperative, joint venture or sole proprietorship:

Hello Card Inc.

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

Hello Card Inc.

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

Hello Card Inc.
2 Bennett
New York, New York 10033

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

Not applicable.

7. Structure of organization:

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

8. If applicant is an individual or partnership, please give name, title, and address of sole proprietor or partners.

Not applicable.

(a) Provide proof of compliance with the foreign limited partnership statute (Chapter 620.169 FS), if applicable.

(b) Indicate if the individual or any of the partners have previously been:

(1) adjudged bankrupt, mentally incompetent, or found guilty of any felony or of any crime, or whether such actions may result from pending proceedings.

FORM PSC/CMU 31 (11/95)
Required by Commission Rule Nos. 25-24.471, 25-24.473, and 25-24.480(2).

(2) 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.

9. If incorporated, please give:

- (a) Proof from the Florida Secretary of State that the applicant has authority to operate in Florida.

Corporate charter number: F96000004817

- (b) Name and address of the company's Florida registered agent.

Donald J. Thomas
4730 NW Boca Raton Blvd.
Boca Raton, FL 33431

- (c) Provide proof of compliance with the fictitious name statute (Chapter 865.09 FS), if applicable.

Fictitious name registration number: _____

Not applicable.

- (d) Indicate if any of the officers, directors, or any of the ten largest stockholders have previously been:

- (1) adjudged bankrupt, mentally incompetent, or found guilty of any felony or of any crime, or whether such actions may result from pending proceedings.

No.

- (2) 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.

FORM PSC/CMU 31 (11/95)
Required by Commission Rule Nos. 25-24.471, 25-24.473, and 25-24.480(2).

10. Who will serve as liaison with the Commission in regard to (please give name, title, address and telephone number):

(a) The application;

Patrick K. Wiggins
Wiggins & Villacorta, P.A.
501 East Tennessee Street
Suite B
Post Office Drawer 1657
Tallahassee, Florida 32302
(904) 222-1534 (phone)
(904) 222-1689 (fax)

(b) Official Point of Contact for the ongoing operations of the company;

Patrick K. Wiggins
Wiggins & Villacorta, P.A.
501 East Tennessee Street
Suite B
Post Office Drawer 1657
Tallahassee, Florida 32302
(904) 222-1534 (phone)
(904) 222-1689 (fax)

(c) Tariff;

Patrick K. Wiggins
Wiggins & Villacorta, P.A.
501 East Tennessee Street
Suite B
Post Office Drawer 1657
Tallahassee, Florida 32302
(904) 222-1534 (phone)
(904) 222-1689 (fax)

(d) Complaints/Inquiries from customers;

Patrick K. Wiggins
Wiggins & Villacorta, P.A.
501 East Tennessee Street
Suite B
Post Office Drawer 1657
Tallahassee, Florida 32302
(904) 222-1534 (phone)
(904) 222-1689 (fax)

FORM PSC/CMU 31 (11/95)
Required by Commission Rule Nos. 25-24.471, 25-24.473, and 25-24.480(2).

11. List the states in which the applicant:

- a) Has operated as an interexchange carrier.

Applicant has sold debit cards in several states, principally in New York, Texas, Connecticut, California, Pennsylvania and Rhode Island.

- b) Has applications pending to be certificated as an interexchange carrier.

None.

- c) Is certificated to operate as an interexchange carrier.

New York and Pennsylvania.

- d) Has been denied authority to operate as an interexchange carrier 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.

12. What services will the applicant offer to other certificated telephone companies:

- () Facilities. () Operators.
() Billing and Collection. () Sales.
() Maintenance.
() Other: _____

Not applicable.

13. Do you have a marketing program?

Service will be marketed through a combination of in-house and independent representatives.

14. Will your marketing program:

- Pay commissions?
- Offer sales franchises?
- Offer multi-level sales incentives?
- Offer other sales incentives?

15. Explain any of the offers checked in question 14 (To whom, what amount, type of franchise, etc.).

The company will pay commissions to in-house and independent sales representatives; amount to be based on sales.

16. Who will receive the bills for your service (Check all that apply)?

- Residential customers.
- Business customers.
- PATS providers.
- PATS station end-users.
- Hotels & motels.
- Hotels & motel guests.
- Universities.
- University dormitory residents.
- Other: (specify) transients.

17. Please provide the following (if applicable):

- (a) Will the name of your company appear on the bill for your services, and if not who will the billed party contact to ask questions about the bill (provide name and phone number) and how is this information provided?

Hello Card Inc.
English: 1-800-435-5630

- (b) Name and address of the firm who will bill for your service.

Hello Card Inc. will bill for its services.

FORM PSC/CMU 31 (11/95)
Required by Commission Rule Nos. 25-24.471, 25-24.473, and 25-24.480(2).

18. Please provide all available documentation demonstrating that the applicant has the following capabilities to provide interexchange telecommunications service in Florida.

A. Financial capability.

Regarding the showing of financial capability, the following applies:

The application should contain the applicant's financial statements, including:

1. the balance sheet

Attached as Exhibit 1. (To be supplied)

2. income statement

Attached as Exhibit 1. (To be supplied)

3. statement of retained earnings for the most recent 3 years.

The company has no retained earnings.

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

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

B. Managerial capability

Attached as Exhibit 2.

C. Technical capability.

Attached as Exhibit 2.

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

Attached as Exhibit 3. (To be supplied)

FORM PSC/CMU 31 (11/95)

Required by Commission Rule Nos. 25-24.471, 25-24.473, and 25-24.480(2).

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

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

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

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

MTS for pay telephone service providers

Block-of-time calling plan (Reach out Florida, Ring America, etc.)

800 Service (Toll free)

WATS type service (Bulk or volume discount)
 Method of access is via dedicated facilities
 Method of access is via switched facilities

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

Travel Service
 Method of access is 950
 Method of access is 800

FORM PSC/CMU 31 (11/95)

Required by Commission Rule Nos. 25-24.471, 25-24.473, and 25-24.480(2).

___ 900 service

___ **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

Services included are:

___ Station assistance

___ Person to Person assistance

___ Directory assistance

___ Operator verify and interrupt

___ Conference Calling

21. What does the end user dial for each of the interexchange carrier services that were checked in services included (above).

Customers will access the company's long distance services by dialing 1 + or 1 + 800/888.

22. ___ **Other:**

FORM PSC/CMU 31 (11/95)

Required by Commission Rule Nos. 25-24.471, 25-24.473, and 25-24.480(2).

****APPLICANT ACKNOWLEDGEMENT 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:** A non-refundable application fee of \$250.00 must be submitted with the application.
5. **RECEIPT AND UNDERSTANDING OF RULES:** I acknowledge receipt and understanding of the Florida Public Service Commission's Rules and Orders relating to my provision of interexchange telephone service in Florida. I also understand that it is my responsibility to comply with all current and future Commission requirements regarding interexchange service.
6. **ACCURACY OF APPLICATION:** By my signature below, I the undersigned owner or officer of the named utility in the application, attest to the accuracy of the information contained in this application and associated attachments. I have read the foregoing and declare that to the best of my knowledge and belief, the information is a true and correct statement.

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	Date
	Rodger Zepka _____	
	<u>Chief Operating Officer</u> _____	
	Title	Telephone No.

FORM PSC/CMU 31 (11/95)
Required by Commission Rule Nos. 25-24.471, 25-24.473, and 25-24.480(2).

**** APPENDIX A ****

CERTIFICATE TRANSFER STATEMENT

Not applicable.

I, (TYPE NAME) _____,
(TITLE) _____, of (NAME OF COMPANY) _____,
and current holder of certificate number _____, have reviewed
this application and join in the petitioner's request for a
transfer of the above-mentioned certificate.

UTILITY OFFICIAL:

_____	_____
Signature	Date
_____	_____
Title	Telephone No.

**** APPENDIX B ****

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 responded to in one of the following ways (applicant please check one):

- (x) The applicant will not collect deposits nor will it collect payments for service more than one month in advance.
- () The applicant will file with the Commission and maintain a surety bond in an amount equal to the current balance of deposits and advance payments in excess of one month. (Bond must accompany application.)

UTILITY OFFICIAL:

_____	_____
Signature	Date
Rodger Zepka _____	
Chief Operating Officer _____	_____
Title	Telephone No.

FORM PSC/CMU 31 (11/95)
Required by Commission Rule Nos. 25-24.471, 25-24.473, and 25-24.480(2).

**** APPENDIX C ****

INTRASTATE NETWORK

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

1) See appendix 2)

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

1) N/A 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>TYPE</u>	<u>OWNERSHIP</u>
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1) N/A

2)

4. **ORIGINATING SERVICE:** Please provide the list of exchanges where you are proposing to provide originating service within thirty (30) days after the effective date of the certificate (Appendix D).

5. **TRAFFIC RESTRICTIONS:** Please explain how the applicant will comply with the EAEA requirements contained in Commission Rule 25-24.471 (4) (a) (copy enclosed).

Applicant will comply with the requirements of Commission Rule 25-24.471(4)(a) as modified by Order No. PSC-95-0203-FOF-TP.

FORM PSC/CMU 31 (11/95)

Required by Commission Rule Nos. 25-24.471, 25-24.473, and 25-24.480(2).

6. **CURRENT FLORIDA INTRASTATE SERVICES:** Applicant has (x) 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?

Hello Card has provided debit card service via resale since the last quarter of 1995. The company's understanding and belief was that certification was not required because it was acting as a distributor or repackager of services provided by an underlying carrier, as do many other companies, such as Walgreens and Target.

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

UTILITY OFFICIAL:

_____	_____
Signature	Date
<u>Rodger Zepka</u>	
<u>Chief Operating Officer</u>	
Title	Telephone No.

FORM PSC/CMU 31 (11/95)
Required by Commission Rule Nos. 25-24.471, 25-24.473, and 25-24.480(2).

**** APPENDIX D ****

FLORIDA TELEPHONE EXCHANGES

AND

EAS ROUTES

Describe the service area in which you hold yourself out to provide service by telephone company exchange. If all services listed in your tariff are not offered at all locations, so indicate.

In an effort to assist you, attached is a list of major exchanges in Florida showing the small exchanges with which each has extended area service (EAS).

**** FLORIDA EAS FOR MAJOR EXCHANGES ****

<u>Extended Service Area</u>	<u>with</u>	<u>These Exchanges</u>
PENSACOLA:		Cantonment, Gulf Breeze, Pace, Milton Holley-Navarre.
PANAMA CITY:		Lynn Haven, Panama City Beach, Youngstown-Fountain and Tyndall AFB.
TALLAHASSEE:		Crawfordville, Havana, Monticello, Panacea, Sopchoppy and St. Marks.
JACKSONVILLE:		Baldwin, Ft. George, Jacksonville Beach, Callahan, Maxville, Middleburg, Orange Park, Ponte Vedra and Julington.
GAINESVILLE:		Alachua, Archer, Brooker, Hawthorne, High Springs, Melrose, Micanopy, Newberry and Waldo.

FORM PSC/CMU 31 (11/95)

Required by Commission Rule Nos. 25-24.471, 25-24.473, and 25-24.480(2).

OCALA: Belleview, Citra, Dunnellon, Forest Lady Lake (B21), McIntosh, Oklawaha, Orange Springs, Salt Springs and Silver Springs Shores.

DAYTONA BEACH: New Smyrna Beach.

TAMPA:

Central	None
East	Plant City
North	Zephyrhills
South	Palmetto
West	Clearwater

CLEARWATER: St. Petersburg, Tampa-West and Tarpon Springs.

ST. PETERSBURG: Clearwater.

LAKELAND: Bartow, Mulberry, Plant City, Polk City and Winter Haven.

ORLANDO: Apopka, East Orange, Lake Buena Vista, Oviedo, Windermere, Winter Garden, Winter Park, Montverde, Reedy Creek, and Oviedo-Winter Springs.

WINTER PARK: Apopka, East Orange, Lake Buena Vista, Orlando, Oviedo, Sanford, Windermere, Winter Garden, Oviedo-Winter Springs, Reedy Creek, Geneva and Montverde.

TITUSVILLE: Cocoa and Cocoa Beach.

COCOA: Cocoa Beach, Eau Gallie, Melbourne and Titusville.

MELBOURNE: Cocoa, Cocoa Beach, Eau Gallie, and Sebastian.

SARASOTA: Bradenton, Myakka and Venice.

FORM PSC/CMU 31 (11/95)
 Required by Commission Rule Nos. 25-24.471, 25-24.473, and 25-24.480(2).

FT. MYERS:

Cape Coral, Ft. Myers Beach,
North Cape Coral, North Ft.
Myers, Pine Island, Lehigh
Acres and Sanibel-Captiva
Islands.

NAPLES:

Marco Island and North Naples.

WEST PALM BEACH:

Boynton Beach and Jupiter.

POMPANO BEACH:

Boca Raton, Coral Springs,
Deerfield Beach and Ft.
Lauderdale.

FT. LAUDERDALE:

Coral Springs, Deerfield
Beach, Hollywood and Pompano
Beach.

HOLLYWOOD:

Ft. Lauderdale and North Dade.

NORTH DADE:

Hollywood, Miami and Perrine.

MIAMI:

Homestead, North Dade and
Perrine.

FORM PSC/CMU 31 (11/95)

Required by Commission Rule Nos. 25-24.471, 25-24.473, and 25-
24.480(2).

EXHIBIT 1
(To Be Supplied Later)

EXHIBIT 2

TECHNICAL AND MANAGERIAL CAPABILITY OF
HELLO CARD INC.

Officers:

Eleno Ramos, President
Hello Card Inc.
2 Bennett
New York, New York 10033

Rodger Zepka, Chief Operating Officer
Vice President and Secretary
Hello Card Inc.
2 Bennett
New York, New York 10033

Emil Manfredonia, Chief Administrative Officer and Controller
Hello Card Inc.
2 Bennett
New York, New York 10033

Directors:

Eleno Ramos
Hello Card Inc.
2 Bennett
New York, New York 10033

Rodger Zepka
Hello Card Inc.
2 Bennett
New York, New York 10033

Stockholders:

Eleno Ramos	90%
Rodger Zepka	10%
Hello Card Inc.	
2 Bennett	
New York, New York 10033	

HELLO CARD INC.

Eleno Ramos - President. Mr. Ramos has served as President of Hello Card Inc. since its inception in March, 1993. Mr. Ramos has an extensive background in the telecommunications industry, which includes various productive entrepreneurial endeavors. He graduated from Rutgers University.

Rodger Zepka - Chief Operating Officer. Mr. Zepka has served as Chief Operating Officer of Hello Card Inc. since January 1994. Mr. Zepka has 16 years corporate experience with Fortune 100 companies, including 12 years of sales experience in the telecommunications industry.

During his six years with a subsidiary of International Telephone and Telegraph Corporation (ITT), Mr. Zepka was promoted from Major Account Representative in the Cleveland territory to Major Account manager in the Washington D.C. area, and later, to Senior Major Account Manager for domestic and international voice and data clients in New Jersey. Thereafter, he was appointed Regional Sales Manager for New York, northern New Jersey and Pittsburgh, where he directed sales of international and domestic private line and voice services and Telex services.

In 1989, Mr. Zepka was appointed Senior Manager for MCI Corporation, where he directed a 52-person staff. His responsibilities included strategic planning as well as new product development.

Mr. Zepka received his B.S. Degree in Marketing from Rider College.

Emil Manfredonia - Chief Administrative Officer and Controller. Mr. Manfredonia joined Hello Card Inc. in February 1996. He is a skilled financial executive with extensive management experience at both start-up and mature business operation levels. Mr. Manfredonia graduated from Brooklyn College where he majored in accounting. Mr. Manfredonia's telecommunications experience includes 22 years with International Telephone and Telegraph Corporation (ITT) and seven years with Local Area Telecommunications, Inc, both of New York, New York.

While with ITT, Mr. Manfredonia spent sixteen years in the company's Treasury and Controller's Department, where he monitored, analyzed and evaluated company performance against budget and planning objectives and handled special projects in general expenses and capital programs. During this time, he became Manager of the company's Finance and Management Controls department.

Thereafter, Mr. Manfredonia was appointed to the position of Vice President and Controller of ITT, where he was responsible for financial recommendations that led to the formation of three new

ITT subsidiaries for the company's entry into the domestic communications market. During the six years he was in this position, he directed a staff of 50 financial and accounting personnel, trained new marketing personnel in calculation of revenues and facilities expenses, and was responsible for accounting, budgets and business plans of ITT subsidiaries offering private line telephone and switching services.

Mr. Manfredonia joined Local Area Telecommunications, Inc., in 1984 as Vice President and Controller. In this position, he was responsible for all financial activities of this start-up venture, including budgets, financial reporting, general accounting, contract negotiations, fixed asset control, accounts payable, and accounts receivable. He formulated the company's financial policies, established its financial organization and procedures, and was a key member of the senior management policy committee for this \$30 million company.

In addition to his telecommunication-related experience, Mr. Manfredonia was the Assistant Vice President and Assistant Controller of Group Health Incorporated for five years, and is presently serves as Director of Accounting for the Amalgamated Life Insurance Company of New York.

EXHIBIT 3

(To be submitted at a later date)