NOWALSKY, BRONSTON & GOTHARD, L.L.P.

ATTORNEYS AT LAW

LEON L. NOWALSKY BENJAMIN W. BRONSTON EDWARD P. GOTHARD 3500 N. CAUSEWAY BOULEVARD SUITE 1442 METAIRIE, LOUISIANA 70002 TELEPHONE: (504) 832-1984 FACSIMILE: (504) 831-0892 MONICA R. BORNE
JEFFREY T. GREENBERG
Of Counsel

March 19, 1998

DEPOSIT

DATE

D733-

MAR 2 0 1998

Via Airborne Express

Florida Public Service Commission Division of Communications 2540 Shumard Oak Boulevard Tallahassee, Florida 32399-0866

980393-TX

Re:

GNet Telecom, Inc.

Application to provide A-LEC Service

Dear Sir:

Enclosed herewith for filing please find an original and six (6) copies of the Application of GNet Telecom, Inc. for certification to provide alternative local exchange service within the State of Florida along with a check in the amount of \$250.00 in payment of the filing fee.

An additional copy of this Letter has been attached to be date stamped and returned to the undersigned in the stamped self-addressed envelope.

Should you have any questions do not hesitate to call.

Sincerely

1/1/

Benjamin W. Bronston

.

MAS 20 M DO S

BWB/bb Enclosures

DOCUMENT NUMBER-DATE

03400 MAR 20 8

FPSC-RECORDS/REPORTING

. FLORIDA PUBLIC SERVICE COMMISSION CAPITAL CIRCLE OFFICE CENTER - 2540 SHUMARD OAK BOULEVARD TALLAHASSEE, FLORIDA 32399-0850

APPLICATION FORM

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

INSTRUCTIONS

- This form is used for an original application for a certificate and for approval of sale, assignment or transfer of an existing alternative local exchange certificate. In case of a sale, assignment or transfer, the information provided shall be for the purchaser, assignee or transferee.
- Respond 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.
- 4. If you have questions about completing the form, contact:

Florida Public Service Commission
Division of Communications, Certification & Compliance Section
2540 Shumard Oak Boulevard
Tallahassee, Florida 32399-0866
(904) 413-6600

 Once completed, submit the original and six (6) copies of this form along with a non-refundable application fee of \$250 made payable to the Florida Public Service Commission at the above address.

This is an application for (check one): Original authority (new company) 00 Approval of transfer (to another certificated company) Example, a certificated company purchases an existing company and desires to retain the original certificate authority. () Approval of assignment of existing certificate (to a noncertificated company) non-certificated Example, purchases an existing company and desires to retain the certificate of authority rather than apply for a new certificate. Approval for transfer of control (to another certificated company) Example, a company purchases 51% of a certificated company. The Commission must approve the new controlling entity. Name of applicant: GNet Telecom, Inc. 2. Name under which the applicant will do business (d/b/a): Same 3. If applicable, please provide proof of fictitious name (d/b/a) 4. registration. Fictitious name registration number: A. National mailing address including street name, number, post office 5. box, city , state, zip code, and phone number. 333 St. Charles Avenue Suite 1007 New Orleans, LA 70130
Florida mailing address including street name, number, post office box, city , state, zip code, and phone number. FORM PSC/CMU 8 (11/95)

Structure of organization: 6.) Individual Corporation Foreign Corporation Foreign Partnership General Partnership Limited Partnership) Other, Please explain) Joint Venture If applicant is an individual, partnership, or joint venture, please 7. give name, title and address of each legal entity. NIA State whether any of the officers, directors, or any of the ten 8. largest stockholders have previously been 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. NO If incorporated, please provide proof from the Florida Secretary of State 9. that the applicant has authority to operate in Florida. Corporate charter number: F98 000000441 Please provide the name, title, address, telephone number, internet 10. address, and facsimile number for the person serving as ongoing liaison with the Commission, and if different, the liaison responsible for this application. Roy Alston, Jr. President 333 St. Charles Avenue, Suite 1007 Please list other states in which the applicant is currently providing or 11. has applied to provide local exchange or alternative local exchange service. Louisiana Has the applicant been denied certification in any other state? If so, 12. please list the state and reason for denial. Have penalties been imposed against the applicant in any other state? If 13. so, please list the state and reason for penalty.

FORM PSC/CMU 8 (11/95)
Required by Chapter 364.337 F.S.

- 14. Please indicate how a customer can file a service complaint with your company. Upon obtaining certification, the Company will establish a toll free customer service number to receive and handle service complaints. In addition, customers may mail complaints directly to the Company's headquarters address.
- 15. Please complete and file a price list in accordance with Commission Rule 25-24.825. See attached Exhibit A.
- 16. Please provide all available documentation demonstrating that the applicant has the following capabilities to provide alternative local exchange service in Florida.
 - A. Financial capability. See attached Exhibit B.

Regarding the showing of financial capability, the following applies:

The application should contain the applicant's financial statements for the most recent 3 years, including:

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

Further, a written explanation, which can include supporting documentation, regarding the following should be provided to show financial capability.

- Please provide documentation that the applicant has sufficient financial capability to provide the requested service in the geographic area proposed to be served.
- 2. Please provide documentation that the applicant has sufficient financial capability to maintain the requested service.
- 3. Please provide documentation that the applicant has sufficient financial capability to meet its lease or ownership obligations.

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.

FORM PSC/CMU 8 (11/95) Required by Chapter 364.337 F.S. 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 attest that the financial statements are true and correct.

- B. Managerial capability. See attached Exhibit C.
- c. Technical capability. See attached Exhibit D.

(If you will be providing local intra-exchange switched telecommunications service, then state how you will provide access to 911 emergency service. If the nature of the emergency 911 service access and funding mechanism is not equivalent to that provided by the local exchange companies in the areas to be served, described in detail the difference.)

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 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".

Official:

Roy I Altring

3/19/98 Date

Title:

Roy L. Alston, Jr. President, GNet Telecom, Inc. (504)558-0630

Address:

333 St. Charles Avenue

Suite 1007

New Orleans LA 70130

EXHIBIT A

Florida Price List No. 1 Original Sheet 1

EFFECTIVE:

TITLE SHEET

FLORIDA TELECOMMUNICATIONS PRICE LIST

This price list contains the descriptions, regulations, service standards and rates applicable to the furnishing of service and facilities for telecommunications services provided by GNet Telecom, Inc., with principal offices at 333 St. Charles Avenue, Suite 1007, New Orleans, Louisiana, 70130. This price list applies for services furnished within the state of Florida. This price list is on file with the Florida Public Service Commission, and copies may be inspected, during normal business hours, at the Company's principal place of business.

ISSUED:

March 20, 1998

Issued by:

Roy L. Alston, Jr., President

GNet Telecom, Inc.

333 St. Charles Ave., Suite 1007

Florida Price List No. 1 Original Sheet 2

CHECK SHEET

Sheets 1 through 35, inclusive of this price list are effective as of the date shown at the bottom of the respective sheet(s). Original and revised sheets as named below compromise all changes from the original price list and are currently in effect as of the date on the bottom of this sheet.

Sheet	Revision	Sheet	Revision
19	Original	27	Original
2	Original	28	Original
3	Original	29	Original
4	Original	30	Original
5	Original	31	Original
6	Original	32	Original
7	Original	33	Original
8	Original	34	Original
9	Original	35	Original
10	Original		
11	Original		
12	Original		
13	Original		
14	Original		
15	Original		
16	Original		
17	Original		
18	Original		
19	Original		
20	Original		
21	Original		
22	Original		
23	Original		
24	Original		
25	Original		
26	Original		

ISSUED: March 20, 1998

March 20, 1998 Issued by: Roy L.

Roy L. Alston, Jr., President

GNet Telecom, Inc.

333 St. Charles Ave., Suite 1007

EFFECTIVE:

TABLE OF CONTENTS

itle Sheet	1
heck Sheet	2
able of Contents	3
ymbols Sheet	4
rice List Format Sheets	
xchange Service List	ε
ection 1 - Technical Terms and Abbreviations	7
ection 2 - Rules, Regulations and Service Quality Criteria	ε
ection 3 - Service Descriptions	25
ection 4 - Rates	35

ISSUED:

March 20, 1998

Issued by:

Roy L. Alston, Jr., President GNet Telecom, Inc. 333 St. Charles Ave., Suite 1007

New Orleans, LA 70130 Telephone: (504) 558-0630

EFFECTIVE:

SYMBOLS SHEET

The following are the only symbols used for the purposes indicated below:

- D Delete or Discontinue
- I Change Resulting In An Increase to A Customer's Bill
- M Moved From Another Price List Location
- N New
- R Change Resulting In A Reduction to A Customer's Bill
- T Change In Text or Regulation But No Change In Rate or Charge

ISSUED:

March 20, 1998

Issued by:

Roy L. Alston, Jr., President

GNet Telecom, Inc.

333 St. Charles Ave., Suite 1007

PRICE LIST FORMAT SHEETS

- A. <u>Sheet Numbering</u> Sheet numbers appear in the upper-right corner of the sheet. Sheets are numbered sequentially. However, new sheets are occasionally added to the tariff. When a new sheet is added between existing sheets with whole numbers, a decimal is added. For example, a new sheet added between Sheets 34 and 35 would be Sheet 34.1.
- B. <u>Sheet Revision Numbers</u> Revision numbers also appear in the upper-right corner of the Sheet. These numbers are used to determine the most current sheet version on file with the Commission. For example, 4th Revised Sheet 34 cancels 3rd Revised Sheet 34.
- C. <u>Paragraph Numbering Sequence</u> There are nine levels of paragraph coding. Each level of coding is subservient to its next higher level of coding.

2.1. 2.1.1. 2.1.1.A. 2.1.1.A.1. 2.1.1.A.1.(a) 2.1.1.A.1.(a).I. 2.1.1.A.1.(a).I.(i) 2.1.1.A.1.(a).I.(i)

D. <u>Check Sheets</u> - When a price list filing is made with the Commission, an updated Check Sheet accompanies the price list filing. The Check Sheet lists the sheets contained in the price list, with a cross reference to the current revision number. When new sheets are added, the Check Sheet is changed to reflect the revision. All revisions made in a given filing are designated by an asterisk (*). There will be no other symbols used on this sheet if these are the only changes made to it (i.e., the format, etc., remains the same, just revised revision levels on some sheets). The price list user should refer to the latest Check Sheet to find out if a particular sheet is the most current on file with the Commission.

ISSUED: March 20, 1998

EFFECTIVE:

Issued by: Roy L.

Roy L. Alston, Jr., President GNet Telecom, Inc.

333 St. Charles Ave., Suite 1007

EFFECTIVE:

EXCHANGE SERVICE LIST

The Company intends to offer local exchange services on a statewide basis.

ISSUED:

March 20, 1998

Issued by:

Roy L. Alston, Jr., President

GNet Telecom, Inc.

333 St. Charles Ave., Suite 1007

EFFECTIVE:

SECTION 1 - TECHNICAL TERMS AND ABBREVIATIONS

Access Line - An arrangement which connects the customer's location to a DHC switching center or point of presence.

Carrier or Company - Whenever used in this price list, "Carrier," "Company," or "GNet" refers to GNet Telecom, Inc. unless otherwise specified or clearly indicated by the context.

Customer - The person, firm, corporation, or other entity which orders, cancels, amends, or uses service and is responsible for payment of charges and compliance with the Company's price list.

Day Rate Period - 8:00 a.m. to 4:59 p.m., Monday through Friday.

Evening Rate Period - 5:00 p.m. to 10:59 p.m., Sunday through Friday.

GNet - Used throughout this price list to mean GNet unless clearly indicated otherwise by the text.

Holidays - Carrier's recognized holidays are New Year's Day, Memorial Day, Independence Day, Labor Day, Thanksgiving Day and Christmas Day.

Night/Weekend Rate Period - 11:00 p.m. to 7:59 a.m., everyday; 8:00 a.m. to 10:59 p.m. Saturday; and 8:00 a.m. to 4:59 p.m. Sunday.

ISSUED:

March 20, 1998

Issued by:

Roy L. Alston, Jr., President

GNet Telecom, Inc.

333 St. Charles Ave., Suite 1007

2.1 Undertaking of GNet

GNet's services offered pursuant to this Price list are furnished for Local Exchange Service among specified points within a Local Calling Area. GNet may offer these services over its cwn or resold facilities.

GNet installs, operates, and maintains the communications services provided herein under in accordance with the terms and conditions set forth under this price list. GNet may act as the Customer's agent for ordering access connection facilities provided by other carriers or entities as required in the Commission's rules and orders, when authorized by the Customer, to allow connection of a Customers location to the GNet network. The Customer shall be responsible for all charges due for such service arrangement.

The Company's services and facilities are provided on a monthly basis unless otherwise indicated, and are available twenty-four hours per day, seven days per week.

2.2 Limitations

- 2.2.1 Service is offered subject to the availability of the necessary facilities and equipment, and subject to the provisions of this price list.
- 2.2.2 GNet reserves the right to discontinue or limit service when necessitated by conditions beyond its control, or when the Customer is using service in violation of provisions of this price list, or in violation of the law.
- 2.2.3 The Company does not undertake to transmit messages, but offers the use of its facilities when available, and will not be liable for errors in transmission or for failure to establish connections.
- 2.2.4 All facilities provided under this price list are directly controlled by the Customer may not transfer or assign the use of service without the express written consent of the Company. Such transfer or assignment shall only apply where there is no interruption of location of the use or location of the service or facilities.

EFFECTIVE:

ISSUED: 1

March 20, 1998

issued by:

Roy L. Alston, Jr., President

GNet Telecom, Inc.

333 St. Charles Ave., Suite 1007

2.2 Limitations, cont.

2.2.5 Prior written permission from the Company is required before any assignment or transfer, All regulations and conditions contained in this price list shall apply to all such permitted assignees or transferees, as well as all conditions of service.

2.3 Use

Services provided under this price list may be used for any lawful purpose for which the service is technically suited.

2.4 Liabilities of the Company

- 2.4.1 GNet's liability for damages arising out of mistakes, nterruptions, omissions, delays, errors, or defects in transmission which occur in the course of furnishing service or facilities, in no event shall exceed an amount equivalent to the proportionate charge to the Customer for the period during which the faults in transmission occur.
- 2.4.2 The Company shall not be liable for claim or loss, expense or damage (including indirect, special or consequential damage), for any interruption, delay, error, omission, or defect in any service, facility, or transmission provided under this price list, if caused by any person or entity other than the Company, by any malfunction of any service or facility provided by any other carrier, by an act of God, fire, war, civil disturbance, or act of government, or by any other cause beyond the Company's direct control.

ISSUED: March 20, 1998

Issued by: Roy L. Alston, Jr., President

GNet Telecom, Inc.

333 St. Charles Ave., Suite 1007 New Orleans, LA 70130 EFFECTIVE:

Telephone: (504) 558-0630

2.4 Liabilities of the Company, cont.

- 2.4.3 The Company shall not be liable for, and shall be fully indemnified and held harmless by Customer against any claim or loss, expense, or damage (including indirect, special or consequential damage) for defamation, libel, slander, invasion, infringement of copy-right or patent, unauthorized use of any trademark, trade name, or service mark, unfair competition, interference with or misappropriation or violation of any contract, proprietary or creative right, or any other injury to any person, property or entity arising out of the material, data, information, or other content revealed to, transmitted, or used by the Company under this price list; or for any act or omission of the Customer; or for any personal injury or death of any person caused directly or indirectly by the installation, maintenance, location, condition, operation, failure, presence, use or removal of equipment or wiring provided by the Company, if not directly caused by negligence of the Company.
- 2.4.4 No agent or employee of any other carrier shall be deemed to be an agent or employee of the Company.
- 2.4.5 The Company shall not be liable for any defacement of or damages to the premises of a Customer resulting from the furnishing of service which is not the direct result of the Company's negligence.

2.5 Deposits

2.5.1 The Company does not normally collect deposits from Customers. However, deposits may be required from Customers whose credit history is unacceptable or unavailable. Deposits are collected, maintained, and refunded in accordance with the rules of the Commission. Interest will also be paid at a rate prescribed by the Commission.

2.6 Advance Payments

Recurring Charges: GNet reserves the right to collect an amount not to exceed one (1) month's local service charges as an advance payment for service.

ISSUED:	March 20, 1998	EFFECTIVE:
	leaned by Roy I Alsto	n .lr President

GNet Telecom, Inc. 333 St. Charles Ave., Suite 1007 New Orleans, LA 70130

Telephone: (504) 558-0630

Advance Payments, cont. 2.6

Non-recurring Charges: GNet reserves the right to require pre-payment of nonrecurring charges. In addition, where special construction is involved, advance payment of the quoted construction charges may be required at the time of application for service.

2.7 Taxes

All state and local taxes (including but not limited to franchise fees, excise tax, sales tax, municipal utilities tax) are listed as separate line items and are not included in the quoted rates.

2.8 Equipment

- 2.8.1 The Company's facilities arid service may be used with or terminated in Customer-provided terminal equipment or Customer-provided communications systems, such as a PBX, key systems or Pay Telephone. Such terminal equipment shall be furnished and maintained at the expense of the Customer, except as otherwise provided. The Customer is responsible for all costs at his or her remises, including personnel, wiring, electrical power, and the like, incurred in the use of the Company's service. The Customer is responsible to ensuring that customer-provided equipment connected to Company equipment and facilities is compatible with such equipment and facilities.
- 2.8.2 The Company shall use reasonable efforts to maintain facilities and equipment that it furnishes to the Customer. The Customer may not, nor may the Customer permit others, to disconnect, rearrange, remove, attempt to repair or otherwise interfere with any of the facilities or equipment installed by the Company, except upon the written consent of the Company.

EFFECTIVE:

ISSUED: March 20, 1998

Roy L. Alston, Jr., President Issued by:

GNet Telecom, Inc.

333 St. Charles Ave., Suite 1007

2.8 Equipment, cont.

- 2.8.3 Equipment the Company provides or installs at the Customer premises for use in connection with services the Company offers shall not be used for any purpose other than that for which the Company provided it.
- 2.8.4 The Customer shall be responsible for payment of service charges, as set forth herein, for visits by the Company's agents or employees to the premises of the Customer when the service difficulty or trouble report results from the use of equipment or facilities provided by any party other than the Company, including but not limited to the Customer.
- 2.8.5 The Company shall not be responsible for the installation, operation or maintenance of any customer-provided equipment. Where such equipment is connected to the facilities furnished pursuant to this price list, the responsibility of the Company shall be limited to the furnishing of facilities offered under this price list and to the maintenance and operation of such facilities. Subject to this responsibility, the Company shall not be responsible for the transmission of signals by customer-provided equipment or for the quality of, or defects in, such transmission; or the reception of signals by customer-provided equipment.

ISSUED:

March 20, 1998

Issued by: Re

Roy L. Alston, Jr., President

GNet Telecom, Inc.

333 St. Charles Ave., Suite 1007

New Orleans, LA 70130 Telephone: (504) 558-0630

2.8 Equipment, cont.

- 2.8.6 Upon reasonable notification to the Customer and at a reasonable time, the Company may make such tests and inspections as may be necessary to determine that the customer is complying with the requirements set forth in the section for the installation, operation and maintenance of customer-provided facilities, equipment and wiring in the connection of such facilities and equipment to Company-provided facilities and equipment.
- 2.8.7 Title to all facilities provided by the Company under this price list shall remain in the Company's name or in the name of the carrier supplying the services and facilities being resold.

2.9 Installation

Service is installed upon mutual agreement between the Customer and the Company. The service agreement does not alter rates specified in this price list.

2.10 Payment for Service

The Customer is responsible for payment of all charges for services and equipment furnished to the Customer or to an Authorized User of the Customer by GNet. All charges due by the Customer are payable to the Company or to any agency duly authorized to receive such payments. Terms of payment shall be according to the rules and regulations of the agency and subject to the rules of regulatory agencies, such as the Florida Commerce Commission.

ISSUED:

March 20, 1998

Issued by:

Roy L. Alston, Jr., President

GNet Telecom, Inc.

333 St. Charles Ave., Suite 1007

New Orleans, LA 70130 Telephone: (504) 558-0630

Florida Price List No. 1 Original Sheet 14

SECTION 2 - RULES, REGULATIONS AND SERVICE QUALITY CRITERIA, CONT.

2.10 Payment for Service, cont.

GNet Billing invoices will be considered correct and binding upon the Customer if no written notice is received from the Customer within thirty (30) days of the date of the invoice. Adjustments to Customer's bills shall be made to the extent circumstances exist which reasonably indicate that such changes are appropriate. Upon receipt of a billing inquiry, charges involved in the disputed element(s) of the invoice will be temporarily suspended pending resolution of the dispute. The Customer, however, remains responsible for the timely payment of the non-disputed elements of the invoice. If a Customer is not satisfied with the Company's response to an inquiry or request for credit, he or she may appeal to the Florida Commerce Commission for final resolution.

2.11 Late Payment Charge

GNet will assess a rate payment charge equal to 1.5% for any past due balance that exceeds thirty days. A late payment penalty may be assessed only once on any bill for rendered services.

2. 12 Cancellation by Customer

Customer may cancel service by providing 30 days written notice or to the Company. Verbal notice from the appropriate Customer representative will also be accepted.

ISSUED:

March 20, 1998

Issued by: Roy L. Alston, Jr., President

GNet Telecom, Inc.

333 St. Charles Ave., Suite 1007 New Orleans, LA 70130

Telephone: (504) 558-0630

2.13 Interconnection

Service furnished by GNet may be connected with the services or facilities of other carriers or enhanced service providers. The Customer is responsible for all charges billed by these entities for use in connection with GNet's service. Any special interface equipment or facilities necessary to achieve compatibility between these entities is the responsibility of the Customer. Neither the Company nor any connecting carrier participating in a service shall be liable for any act or omission of any other company or companies furnishing a portion of such service.

2.14 Refusal or Discontinuance by Company

GNet may refuse or discontinue service under the following conditions provided that, unless otherwise stated, the Customer shall be given proper notification in accordance with the provisions contained herein:

- 2.14.1 For non-compliance with or violation of any State, municipal, or Federal law, ordinance or regulation pertaining to telephone service.
- 2.14.2 For use of telephone service for any other property or purpose than that described in the application.
- 2.14.3 For neglect or refusal to provide reasonable access to GNet or its agents for the purpose of inspection and maintenance of equipment owned by GNet or its agents.
- 2.14.4 For noncompliance with or violation of Commission regulation or GNet's rules and regulations on file with the Commission, provided ten days written notice is given before termination.

ISSUED: March 20, 1998

Issued by: Roy L. Alston, Jr., President

GNet Telecom, Inc.

333 St. Charles Ave., Suite 1007

EFFECTIVE:

- 2.14 Refusal or Discontinuance by Company, cont.
 - 2.14.5 For nonpayment of bills, including bills for any of the Company's other communication services, provided that suspension or termination of service shall not be made without seven days written notice to the Customer, except in extreme cases.
 - 2.14.6 Without notice in the event of Customer or Authorized User use of equipment in such a manner as to adversely affect. GNet's equipment or service to others. Within twenty-four (24) hours after such termination, the utility shall send written notification to the customer of the reasons for termination or refusal of service upon which the utility relies, and of the customer's right to challenge the termination by filing formal complaint with the Commission.
 - 2.14.7 Without notice in the event of tampering with the equipment or services owned by GNet or its agents. Within twenty-four (24) hours after such termination, the utility shall send written notification to the customer of the reasons for termination or refusal of service upon which the utility relies, and of the customer's right to challenge the termination by filing a formal complaint with the Commission.
 - 2.14.8 Without notice in the event of unauthorized or fraudulent use of service. Whenever service is discontinued for fraudulent use of service, GNet may, before restoring service, require the Customer to make, at his or her own expense, all changes in facilities or equipment necessary to eliminate illegal use and to pay an amount reasonably

ISSUED: Mar

March 20, 1998

Issued by:

Roy L. Alston, Jr., President

GNet Telecom, Inc.

333 St. Charles Ave., Suite 1007

EFFECTIVE:

2.14 Refusal or Discontinuance by Company, cont.

2.14.8 (Continued)

estimated as the loss in revenues resulting from such fraudulent use. Within twenty-four (24) hours after such termination, the utility shall send written notification to the customer of the reasons for termination or refusal of service upon which the utility relies, and of the customer's right to challenge the termination by filing a formal complaint with the Commission.

2.14.9 Without notice by reason of any order or decision of a court or other government authority having jurisdiction which prohibits Company from furnishing such services.

2.15 Inspection, Testing, and Adjustment

Upon reasonable notice, the facilities provided by the Company shall be made available to the Company for tests and adjustments as may be deemed necessary by the Company for maintenance. No interruption allowance will be granted for the time during which such tests and adjustments are made.

2.16 Tests, Pilots, Promotional Campaigns and Contests

The Company may conduct special tests or pilot programs and promotions at its Discretion to demonstrate the ease of use, quality of service and to promote the sale of its services. The Company may also waive a portion or all processing fees or installation tees for winners of contests and other occasional promotional events sponsored or endorsed by the Company. From time to time, the Company may waive all processing fees for a Customer. The Company will notify the Commission regarding specific promotions and contests.

EFFECTIVE:

ISSUED:

March 20, 1998

Issued by: Roy L. Aiston, Jr., President

GNet Telecom, Inc.

333 St. Charles Ave., Suite 1007

2.17 Interruption of Service

Credit allowances for interruptions of service which are not due to the Company's testing or adjusting, to the negligence of the Customer, or to the failure of channels, equipment or communications Systems provided by the Customer, are subject to the general liability provisions set forth in Section 2.4 herein. It shall be the obligation of the Customer to notify Company immediately of any interruption in service for which Customer desires a credit allowance. Before giving such notice, Customer shall ascertain that the trouble is not within his or her control, or is not in wiring or equipment, if any, furnished by Customer and connected to Company's terminal. Interruptions caused by Customer-provided or Company-provided automatic dialing equipment are not deemed an interruption of service as defined herein since the Customer has the option of using the long distance network via local exchange company access.

2.18 Cost of Collection and Repair

The Customer is responsible for any and all costs incurred in the collection of monies due the Carrier including legal and accounting expenses. Customer is also responsible for recovery costs of Carrier-provided equipment and any expenses required for repair or replacement of damaged equipment.

2.19 Returned Check Charges

A fee, not to exceed the maximum allowed under state law, may be charged for each check returned for insufficient funds.

2.20 Service Implementation

Absent a promotional offering, service implementation charges of \$15.00 per service order will apply to new service order or to orders to change existing service for the business services listed in Section 3.

ISSUED: March 20, 1998 EFFECTIVE:

Issued by: Roy L. Alston, Jr., President

GNet Telecom, Inc. 333 St. Charles Ave., Suite 1007

2.21 Reconnection Charge

A reconnection fee of \$25.00 per occurrence may be charged when service is reestablished for customers who have been disconnected for non-payment, and is payable at the time that the restoration of suspended service and facilities is arranged.

2.22 Operator Service Rules

The Company will enforce the operator service rules specified by the Commission and by the FCC.

2.23 Access to Telephone Relay Services

Where required by the Commission, the Company will participate in telephone relay services for handicapped and/or hearing impaired end users, and will comply with all regulations and requirements. The Company shall impose any monthly surcharge or any other related charge upon its local exchange telecommunications subscribers as may be required by state law.

ISSUED: March 20, 1998

Issued by: Roy L. Alston, Jr., President

GNet Telecom, Inc.

333 St. Charles Ave., Suite 1007

EFFECTIVE:

2.24 Access to Carrier of Choice

End users of the Company's local service shall have the right to select the interexchange telecommunications service provider (IC) of their choice. The IC should request confirmations/verifications of choice from its customers no later than the date of submission of its first hill to the customer GNet should maintain signed letters of agency or confirmations of choice on file for use in dispute resolution.

2.25 Directory Listings

- 2.25.1 The Company does not publish a directory of subscriber listings. The Company, however, does arrange for the Customer's main billing number to be placed in the directory or directories of the dominant local exchange carrier.
- 2.25.2 The rates and regulations specified herein for directory listings apply only to the alphabetical section of the directory. Listings are intended solely for the purpose of identifying subscriber's telephone number and as an aid to the use of telephone service.
- 2.25.3 The listings of subscribers, either without charge or at the rate specified within this price list for other listings are arranged alphabetically and are not intended for special prominence of arrangement. In accepting listings as requested by subscribers or prospective subscribers, the Company will not be a party to controversies between subscribers as result of the publication of such listings in the directories.

ISSUED:

March 20, 1998

Issued by: Roy L. Alston, Jr., President

GNet Telecom, Inc.

333 St. Charles Ave., Suite 1007

New Orleans, LA 70130 Telephone: (504) 558-0630

2.25 Directory Listings, cont.

- 2.25.4 Listings' must conform to the Company's specifications with respect to the directories. The Company reserves the right to reject listings when in, its sole judgment, such listings would violate the integrity of company records and the directories, confuse individuals using the directory, or when the customer cannot provide satisfactory evidence that he is authorized to do business as requested.
- 2.25.5 The Company reserves the right to limit the length of any listing to one line in the directory by use of abbreviations when, in its sole judgment, the clearness of the listing and the identification of the subscriber is not impaired.
- 2.25.6 Generally, the listed address is the location of the subsciber's place of business or residence.
- 2.25.7 Liability of the Company due to directory errors and omissions is as specified in Section 2 of this price list.
- 2.25.8 Generally, a business listing consists of a name or dual name, a designation descriptive of the subscriber's business if not self-explanatory, the address, and the business telephone number. The main listing is ordinarily the name of the individual, firm or corporation which contracts for the service or the name under which a business is regularly conducted.

ISSUED: March 20, 1998

issued by: Roy L. Alston, Jr., President

GNet Telecom, Inc.

333 St. Charles Ave., Suite 1007

EFFECTIVE:

2.26 Special Construction

Subject to the agreement of the Company and to all of the regulations contained in this price list, special construction of facilities may be undertaken on a reasonable efforts basis at the request of the Customer. Special construction is construction undertaken:

- A) where facilities are not presently available, and there is no other requirement for the facilities so constructed;
- B) of a type other than that which the Company would "normally" utilize in the rumishing of its services;
- Over a route other than that which the Company would normally utilize in the furnishing of its services;
- in a quantity greater than that which the Company would normally construct;
- E) on an expedited basis;
- F) on a temporary basis until permanent facilities are available;
- G) involving abnormal costs; or
- H) in advance of its normal construction.

ISSUED:

March 20, 1998

Issued by: Roy L. Alston, Jr., President

GNet Telecom, Inc.

333 St. Charles Ave., Suite 1007

New Orleans, LA 70130 Telephone: (504) 558-0630

Florida Price List No. 1 Original Sheet 23

SECTION 2- RULES, REGULATIONS AND SERVICE QUALITY CRITERIA, CONT.

2.27 Universal Emergency Telephone Number Service (911, E911)

- 2.27.1 This price list does not provide for the inspection or constant monitoring of facilities to discover errors, defects, or malfunctions in the service, nor does the Company undertake such responsibility;
- 2.27.2 911 information consisting of the names, addresses and telephone numbers of all telephone customer's is confidential. The Company will release such information via the Data Management System only after a 911 call has been received, on a call by call basis, only for the purpose of responding to an emergency call in progress.
- 2.27.3 The 91 i calling party, by dialing 911, waives the privacy afforded by non-listed and non-published service to the extent that the telephone number, name, and address associated with the originating station location are furnished to the Public Safety Answering Point.
- 2.27.4 After the establishment of service, it is the Public Safety Agency's responsibility to continue to verify the accuracy of and to advise the Company of any changes as they occur in street names, establishment of new streets, changes in address numbers used on existing streets, closing and abandonment of streets, changes in police, tire, ambulance or other appropriate agencies' jurisdiction over any address, annexations and other changes in municipal and county boundaries, incorporation of new cities or any other similar matter that may affect the routing of 911 calls to the proper Public Safety Answering Point.

ISSUED: March

March 20, 1998 Issued by: Ro

Roy L. Alston, Jr., President

GNet Telecom, Inc.

333 St. Charles Ave., Suite 1007

EFFECTIVE:

2.27 Universal Emergency Telephone Number Service (911, E911)

2.27.5 The Company assumes no liability for any infringement or invasion of any right of privacy of any person or persons caused, or claimed to be caused, directly or indirectly by the use of 911 Service. Under the terms of this price list, the Public Safety Agency must agree, (except where the events, incidents, or eventualities set forth in this sentence are the result of the Company's gross negligence or willful misconduct), to release, indemnify, defend and hold harmless the Company from any and all losses or claims whatsoever, whether suffered, made, instituted, or asserted by the Public Safety Agency or by any other party or person, for any personal injury to or death of any person or persons, for any loss, damage or destruction of any property, whether owned by the customers or others. Under the terms of this price list; the Public Safety Agency must also agree to release, indemnify, defend and hold harmless the Company for any infringement of invasion of privacy of any person or persons, caused or claimed to have been caused. directly or indirectly by the installation, operation, failure to operate, maintenance, removal, presence, condition, occasion, or use of 911 Service features and the equipment associated therewith, or by any services furnished by the Company in connection therewith, including but not limited to, the identification of the telephone number, address, or name associated with the telephone used by the party or parties accessing 911 Service hereunder, and which arise out of the agencies or municipalities, or the employees or agents of any one of them, or which arise out of the negligence, other than gross negligence or willful misconduct, of the Company, its employees or agents.

ISSUED:	March 20, 1998	EFFECTIVE:
	The state of the s	

Issued by: Roy L. Alston, Jr., President

GNet Telecom, Inc.

333 St. Charles Ave., Suite 1007

SECTION 3 - SERVICE DESCRIPTIONS

3.1 Local Service Areas

GNet will provide Local Exchange Service in the entire State of Florida. Local calling service areas will coincide with those of the ILEC unless otherwise specified.

3.2 Product Descriptions

3.2.1 Timing of Calls - Usage-Sensitive Products

- 3.2.I.A Usage charges for usage-sensitive products are based on the actual usage of GNet's network. The Company will determine that a call has beep established by signal from the local telephone Company.
- 3.2.1.B Minimum billed call duration and billing increments differ from product to product. Product specific information is included in Section 4 of the Rate Schedules.
- 3.2.I.C Usage is measured and rounded to the next higher billing increment for billing purposes.
- 3.2.I.D There is no usage-based billing applied for incomplete calls.

ISSUED:

March 20, 1998

Issued by: Roy L. Alston, Jr., President

GNet Telecom, Inc.

333 St. Charles Ave., Suite 1007

New Orleans, LA 70130 Telephone: (504) 558-0630

SECTION 3 - SERVICE DESCRIPTIONS, CONT.

3.2 Product Descriptions, cont.

3.2.2 GNet Business Services

GNet's Business Services are offered for local calling using the facilities of GNet and/or those of other authorized Local Exchange Carriers. GNet's Business Services are offered primarily to the following:

- Offices, stores, factories, mines arid all other places of a strictly business nature;
- Cffices of hotels, boarding houses, apartment houses, colleges, quarters occupied by clubs and fraternal societies, public, private or parochial schools, hospitals, nursing homes, libraries, churches, and other institutions; and
- Services terminating solely on the secretarial facilities of a telephone answering bureau.

If a Subscriber's service changes from business service to residential service, the telephone number will normally be changed. Reference of calls will not normally be provided regardless of how long existing directories will remain in effect. Changes from residential to business service may be made without change in telephone number, if the subscriber so desires.

	4 C. C. C. C. C. C. C. C.	ARmon
SSU	NO CINAC	Marc

March 20, 1998

Issued by:

Roy L. Alston, Jr., President

GNet Telecom, Inc.

333 St. Charles Ave., Suite 1007

EFFECTIVE:

SECTION 3 - SERVICE DESCRIPTIONS, CONT.

- 3.2 Product Descriptions, cont.
 - 3.2.2 GNet Business Services, cont.
 - 3.2.2.A Business Exchange Line Service

Business Exchange Line Service provides a facility from a Customer's location to the GNet Central Office and gives the Customer the ability to complete local and long distance calls. This service provides Customer with unlimited local calling, including rotary/hunting service, at a flat monthly rate. Special rates are offered to customers who purchase this service in conjunction with GNet's Business long distance products. Options available with Business Exchange Line Service include Call Waiting, Call Forwarding, Three-way Calling and Speed Dialing, as well as Class Features. Installation charges apply.

3.2.2.B Private Branch Exchange (PBX) Service

The Company's PBX Service uses PBX Trunks to connect a customer PBX system or other similar equipment to the GNet Central Office. Standard configurations include Local CO Trunks, Direct Inward Dialing (DID), Direct Outward Dialing (DOD) and Combination Trunks. This service provides Customers with unlimited local calling, rotary/hunting service and Carrier Access. GNet treats these trunks similar to individual exchange lines and supports multi-line hunting over a group of trunks. Service is billed based on monthly usage, together with monthly recurring charges. Special rates are offered to customers who purchase this service in conjunction with GNet's long distance products. Installation charges also apply.

ISSUED:

March 20, 1998

Issued by: Roy L. Alston, Jr., President

GNet Telecom, Inc.

333 St. Charles Ave., Suite 1007

EFFECTIVE:

SECTION 3 - SERVICE DESCRIPTIONS, CONT.

- Product Descriptions, cont. 3.2
 - 3.2.2 GNet Business Services, cont.
 - 3.2.2.C **Optional Business Features**

Direct Inward Dial (DID) Service 3.2.2.0.1

DID Service is an optional feature which can be purchased in conjunction with Company-provided PBX Trunks. DID service transmits the dialed digits for all incoming calls allowing the Customer's PBX to route incoming calls directly to individual stations corresponding to each individual DID number. Charges for DID capability and DID number blocks apply in addition to charges specified for PBX Trunks. One additive charge applies far each DIDH equipped PBX Trunk or channel. Customer is required to purchase at least one DID number block for each DID equipped trunk or trunk group, or DID-equipped channel or group. The Company reserves the right to limit the amount of DID numbers constituting a block of telephone numbers in a group. Blocks of number groups will be determined at the sole discretion of the Company's resources. In addition, the Company reserves the right to review vacant DID stations or stations not in use to determine efficient telephone number utilization. Should the Company determine, based on its own discretion, that there is inefficient number utilization, the Company may reassign the DID numbers.

The Customer has no property rights to the telephone number or any other call number destination associated with DID service furnished by the Company, and no right to the continuance of service through any particular end office. The Company reserves the right to change such numbers, or the end office designation associated with such numbers, or both; assigned to the Customer, whenever the company deems it necessary to do so in the conduct of its business.

EFFECTIVE:

ISSUED:

March 20, 1998

Issued by:

Roy L. Alston, Jr., President

GNet Telecom, Inc.

333 St. Charles Ave., Suite 1007

3.2 Product Descriptions, cont.

3.2.3 Directory Listings

For each Customer of GNet's Exchange Access Service(s), the Company shall arrange for the listing of the Customer's main billing telephone number in the directory(ies) published by the dominant Local Exchange Carrier in the area at no additional charge. At a Customer's option, the Company will arrange for additional listings at an additional charge.

3.2.4 Operator-Assisted Services

Operator-assisted services are provided to Customers on a presubscribed basis. Services are also provided to Customers and Users of exchange access lines which are presubscribed to the Company's interexchange outbound calling services. Various billing arrangements are available with GNet's operator-assisted service including Calling Card, Commercial Credit Card, Collect, Person-to- Person and Third Party. Monthly and/or usage-sensitive charges apply as stated in Section 4, as well as per call operator charges.

ISSUED: March 20, 1998

Issued by: Roy L. Alston, Jr., President GNet Telecom, Inc.

333 St. Charles Ave., Suite 1007

EFFECTIVE:

New Orleans, LA 70130 Telephone: (504) 558-0630

3.2 Product Descriptions, cont.

3.2.4 Operator-Assisted Services, cont.

3.2.4.A Operator Dialed Surcharge

This surcharge applies to Operator, Station and Person-to-Person rated calls when the Customer has the capability of dialing all the digits necessary to complete a call, but elects to dial only the appropriate operator code and requests the operator to dial the called station. The surcharge does not apply to:

- Calls where a Customer cannot otherwise dial the call due to defective equipment or trouble on the GNet network; and
- Calls in which a Company operator places a call for a calling party who is identified as being handicapped and unable to dial the call because of his/her handicap.

The Operator Dialed Surcharge applies in addition to any other applicable operator charges.

3.2.4.B Busy Line Verity and Line Interrupt Service

Upon request of a calling party, the Company will verify a busy condition on a called line. The operator will determine whether the line is clear or in use and report its status to the calling party. The operator will interrupt the call on the called line only if the calling party indicates an emergency and requests interruption.

A charge will apply when:

- The operator verifies that the line is busy with a call in progress;
- 2. The operator verifies that the line is unavailable for incoming calls; or

ISSUED: March 20, 1998 EFFECTIVE: _____

Issued by: Roy L. Alston, Jr., President

GNet Telecom, Inc.

333 St. Charles Ave., Suite 1007

New Orleans, LA 70130 Telephone: (504) 558-0630

- 3.2 Product Descriptions, cont.
 - 3.2.4 Operator-Assisted Services, cont.
 - 3.2.4.B Busy Line Verify and Line Interrupt service, cont.
 - The operator verifies that the called number is busy with a call in progress and customer requests interruption. The operator will then interrupt the call, advising the called party of the name of the calling party. One charge will apply for both verification and interruption.

No charge will apply when:

- The calling party advises that the call is to or from an official public emergency agency; or
- Under conditions other than the three stated above. Busy Verification and Interrupt service is furnished where and to the extent that facilities permit. The Customer shall indemnity and hold the Company harmless against all claims that may arise from either party to the interrupted call or any person.

3.2.5 Directory Assistance

Customers and users of the Company's business and residential calling services (excluding Toll Free services) may obtain directory' assistance in determining telephone numbers within the state by calling the Directory Assistance operator.

ISSUED: March

March 20, 1998

Issued by:

Roy L. Alston, Jr., President GNet Telecom, Inc.

333 St. Charles Ave., Suite 1007

New Orleans, LA 70130 Telephone: (504) 558-0630

3.2 Product Descriptions, cont.

3.2.5 Directory Assistance, cont.

Call allowances are as stated below:

- Business customers using directory assistance will receive 10 free calls per line or PBX trunk line per month.
- Customers with Centrex main station lines will receive 10 free calls per equivalent number of PBX trunks. The number of equivalent PBX trunks is determined in accordance with the PBX Table below:

Number of Main	Equivalent	Number of Main	Equivalent
Station Lines	PBX Trunks	Station Lines	PBX Trunks
1	1	87 - 98	15
2	2	99-111	16
3	3	112-125	17
4 - 6	4	126-139	18
7 - 10	5	140-155	19
11 - 15	6	156-171	20
16 - 21	7	172-189	21
22 - 28	8	190-207	22
29 - 36	9	208-225	23
37 - 45	10	226-243	24
46 - 54	11	244-262	25
55 - 64	12	263-281	26
65 - 75	13	282-300	27
76 - 86	14	•	

Each additional 18 main station lines or fraction thereof equal to one PBX trunk.

EFFECTIVE:

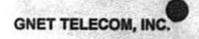
ISSUED: March 20, 1998

Issued by: Roy L. Alston, Jr., President

GNet Telecom, Inc.

333 St. Charles Ave., Suite 1007

New Orleans, LA 70130 Telephone: (504) 558-0630



3.2 Product Descriptions, cont.

3.2.5 Directory Assistance, cont.

A credit will be given for calls to Directory Assistance when;

- The Customer experiences poor transmission or is cut-off during the call.
- The Customer is given an incorrect telephone number, or
- The Customer inadvertently misdials an incorrect Directory Assistance NPA.

To receive a credit, the customer must notify the Company operator or Business Office of the problem experienced.

Exemptions

- 1. Residential Customers are exempt from Directory Assistance charges.
- The single-line main telephone exchange line of a handicapped user, as defined by the Federal Register, Vol.35 #126, which has been registered with the Company will be exempt from Directory' Assistance charges.
- Directory Assistance attempts to telephone numbers which are nonlisted or non-listed and non-published are exempt from the rate, and shall not be included in the ten call allowance.

ISSUED:

March 20, 1998

Issued by: Roy L. Alston, Jr., President

GNet Telecom, Inc.

333 St. Charles Ave., Suite 1007

New Orleans, LA 70130 Telephone: (504) 558-0630



Florida Price List No. 1 Original Sheet 34

SECTION 3 - SERVICE DESCRIPTIONS, CONT.

3.2 Product Descriptions, cont.

3.2.6 Extended and Expanded Area Calling Services

Extended and Expanded Area Calling Service allows the Customer to make calls to specific NXX codes within designated exchanges outside the Customer's Local Calling area without paying intraLATA toll rates. The Customer is billed per call according to the duration of the call. GNet will mirror all existing extended and expanded calling areas the ILEC currently has in place for facilities-based or resold services.

ISSUED:

March 20, 1998

issued by:

Roy L. Alston, Jr., President

GNet Telecom, Inc.

333 St. Charles Ave., Suite 1007

New Orleans, LA 70130 Telephone: (504) 558-0630



SECTION 4 - RATES

4.1 General

Installation, monthly recurring, per minute usage and/or flat rated charges will apply to the Company's local exchange services. An addition per-call operator service charge will apply for operator-assisted calling.

4.1.1 Private Branch Exchange Service - GNet Facilities

(This section intentionally left blank Rates will be added upon installation of GNet facilities and service availability)

4.2 Optional Business Features

4.2.1 GNet Facilities

(This section intentionally left blank. Rates will be added upon installation of GNet facilities and service availability)

4.2.2 Resold Local Exchange Service

(This section intentionaly left blank. Resold features associated with resold local exchange service will be priced according to the rates established for such features in the underlying carriers effective intrastate tariffs, together with applicable discounts.

4.3 Operator-Assisted Services

(This section intentionally left blank. Rates will be added upon installation of GNet facilities and service availability)

ISSUED:

March 20, 1998

Issued by:

Roy L. Alston, Jr., President

GNet Telecom, Inc.

333 St. Charles Ave., Suite 1007

New Orleans, LA 70130 Telephone: (504) 558-0630

EXHIBIT B

GNET TELECOM, INC.

Balance Sheet as of 3/1/98 Equipment & Supplies Research & Development Organizational Costs Total Assets Accounts Payable Notes Payable (1) Deferred Compensation (2) 330,000 Stockholder Equity Common Stock Additional Paid In Capital

HEREBY CERTIFIED TO BE TRUE AND CORRECT:

Roy L. Alston, Jr. CEO

Total Liabilities

Nadir Hasan CFO

EXHIBIT C

MANAGEMENT

MANAGEMENT TEAM

6.3

1

d

긤

4

7

j

1

The initial management of the company has been by MVL Holdings, the principal investor in GNet.

MVL Heldings and its principals have other interests in the telecommunications industry and have committed intellectual and start-up capital, and resources, and developed an opportunity which will define the success of GNet. The Company relies on its seasoned board of directors and key shareholders to charter the direction of the business. The Company has retained the services of John R. Rivenburgh, III as project director. Recently, Mr. Rivenburgh served as vice-president of acquisition and development for Fiberlink, Inc. (now Nextlink, Inc.) a Kirkland, Washington based multi-city competitive access provider. In addition, Mr. Rivenburgh was the co-founder of Electric Lightwave, a competitive access provider in Seattle, Wachington now owned by Citizens Utilities. The Company will add key personnel and/ or consultants to implement the Company business plan.

DIRECTORS AND EXECUTIVE OFFICERS

The following persons are Directors and Executive Officers of The Company. All Officers and Directors are elected annually to serve for one year or until their successors are elected and qualified.

BOARD OF DIRECTORS

Roy Alston - 31, is Chairman and Chief Executive Officer of GNet Telecom and is a founding Director since GNet's incorporation in February, 1995. In addition, Mr. Alston serves as President of MVL Holdings and is a co-founder of GuifNet Communications, a wireless telecommunications firm based in Louisiana. He is a founding member of the Emerging Telecommunications Entrepreneurs Association, a Washington-based trade association which assists upstart entrepreneurs in the telecommunications industry. In addition, Mr. Alston is recognized for his success as a training and market development consultant and has been responsible for assisting government, education, business, and non-profit organizations in developing, implementing and institutionalizing change as they approach the 21st century.

Nadir Hasan - 44, is Vice-President and co-founder of GNet Telecom. Mr. Hasan has been involved in the tourism, entertainment and communications industries for over 20 years. In 1994, Mr. Hasan co-founded MVL Holdings, Inc., a holding company with equity interest in telecommunications, entertainment, training, and market development entities. Additionally, Mr. Hasan is co-founder of GulfNet Communications and is a founding board member of Emerging Telecommunications Entrepreneurs Association. Mr. Hasan also has served for 18 years as a Director and is former Treasurer of the New Orleans Jazz and Heritage Foundation, producers of the 28th Annual New Orleans Jazz and Heritage Festival.

Roger M. Edmunds - 47, recently joined the GNet Telecom as a Director. Mr. Edmunds is President and founder of ECOM Technologies Inc., (ETI), a business development and consulting company which functions as an integrator and developer of system solutions to communications companies. Prior to founding ECOM Technologies, Mr. Edmunds worked as National Account Manager with U.S. West Communications Inc. in sales, marketing, and strategic niche market development. He also has served as Account Manager for Dun & Bradstreet and was General Cost Accountant and MIS Analyst for Combustion Engineers-Refractories Division.

Norman Burts - 51, serves as Director of GNet Telecom. Burts is an information and business process re-engineering consultant. Mr. Burts has over 25 years of experience in business development and project management in the public and private sectors. Mr. Burts has served as the U.S. Patent and Trademark Office (PTO) Contract Manager for Business Process Reengineering. Prior to this position, Mr. Burts participated in the design of the Nationwide Consolidated Data Network(CDN) Project, a Treasury Department Initiative managed by the U.S. Customs Service and the Narry's Crisis Management and Information Program. Mr. Burts also has 15 years experience in technology transfer from federal government laboratories and agencies to the private sector.

Accountant with 15 years experiences in accounting, accounting education, auditing, tax and business consulting. He has performed reviews and evaluations on accounting textbooks for Paramount Publishing and also for local, state, and federal government agencies on financial analysis, cost proposals and quality control. He is an Assistant Professor of Accounting at Southern University of New Orleans and has provided expert textimony in state and federal court proceeding on business valuation approaches. He received his undergraduate degree from Southern University of New Orleans and a Masters in Accounting from the University of Florida in Gainesville, James is a Certified Public Accountant - Louisians & 177715, a member of the Society of Louisians CPA's and a member of the American Institute of Certified Public Accountant with 15 ye Tyronne James - 45, serves as a Director of GNet Telecom. James is a Certified Public

Total Hackett Antrum - 39, is a Director of GNet Telecom. Ms. Antrum is co-founder and principal of Washington Hackett & Company, a full service pension fund consulting firm founded in 1987 with offices in New Orienns and Tallahassee. After serving as a Financial Analyst with the Louisians World Exposition she joined the firm of Howard, Well, Labouisse, & Friedrichs as a broker, specializing in advising regional banks and insurance companies on investment policies. Also, Antrum was employed as a Business Officer for the City of New Orienns implementing development strategies for small and emerging businesses and providing technical assistance to ethnic and women-owned ventures. Ms. Antrum has an undergraduate degree in government from Harvard-Radcliffe College and an MBA from Columbia University Graduate School of Business in Finance and Public Management.

Billy J. Parrout - 53, is a Director of GNet Telecom. Mr. Parrott is widely recognized as one of the pioneering entrepreneurs in the wireless telecommunications industries of cellular, wireless cable, and land mobile satellite. Mr. Parrott was the founder of Rosnoke Valley Cellular Telephone Company in Rosnoke, VA.. In addition, he co-founded Private Networks, Inc., a

4

wireless cable system operator, and is a founder of American Mobile Satellite Corporation which completed a \$175 million Initial Public Offering. Parrott is recognized for his marketing and creative production successes. His client list has included AT&T, Sharp, JVC, Proctor & Gamble, and Nabisco. Mr. Parrott has a Bachelor's of Science Degree in Business Technology from Oregon State University.

EXHIBIT D

MANAGEMENT

MANAGEMENT TEAM

4

i

4

1

1

74,5

The initial management of the company has been by MVL Holdings, the principal investor in GNet.

MVL Holdings and its principals have other interests in the telecommunications industry and have committed intellectual and start-up capital, and resources, and developed an opportunity which will define the success of GNet. The Company relies on its seasoned board of directors and key shareholders to charter the direction of the business. The Company has retained the services of John R. Rivenburgh, III as project director. Recently, Mr. Rivenburgh served as vice-president of acquisition and development for Fiberlink, Inc. (now Nextlink, Inc.) a Kirkland, Washington based multi-city competitive access provider. In addition, Mr. Rivenburgh was the co-founder of Electric Lightwave, a competitive access provider in Seattle, Washington now owned by Citizens Utilities. The Company will add key personnel and/ or consultants to implement the Company business plan.

DIRECTORS AND EXECUTIVE OFFICERS

The following persons are Directors and Executive Officers of The Company. All Officers and Directors are elected annually to serve for one year or until their successors are elected and qualified.

BOARD OF DIRECTORS

Roy Alston - 31, is Chairman and Chief Executive Officer of GNet Telecom and is a founding Director since GNet's incorporation in February, 1995. In addition, Mr. Alston serves as President of MVL Holdings and is a co-founder of GuifNet Communications, a wireless telecommunications firm based in Louisians. He is a founding member of the Emerging Telecommunications Entrepreneurs Association, a Washington-based trade association which assists upstart entrepreneurs in the telecommunications industry. In addition, Mr. Alston is recognized for his success as a training and market development consultant and has been responsible for assisting government, education, business, and non-profit organizations in developing, implementing and institutionalizing change as they approach the 21st century.

Nadir Hasan - 44, is Vice-President and co-founder of GNet Telecom. Mr. Hasan has been involved in the tourism, entertainment and communications industries for over 20 years. In 1994, Mr. Hasan co-founded MVL Holdings, Inc., a holding company with equity interest in telecommunications, entertainment, training, and market development entities. Additionally, Mr. Hasan is co-founder of GuifNet Communications and is a founding board member of Emerging Telecommunications Entrepreneurs Association. Mr. Hasan also has served for 18 years as a Director and is former Treasurer of the New Orleans Jazz and Heritage Foundation, producers of the 28th Annual New Orleans Jazz and Heritage Festival.

Roger M. Edmunds - 47, recently joined the GNet Telecom as a Director. Mr. Edmunds is President and founder of ECOM Technologies Inc., (EII), a business development and consulting company which functions as an integrator and developer of system solutions to communications companies. Prior to founding ECOM Technologies, Mr. Edmunds worked as National Account Manager with U.S. West Communications Inc. in sales, marketing, and strategic niche market development. He also has served as Account Manager for Dun & Bradstreet and was General Cost Accountant and MIS Analyst for Combustion Engineers-Refractories Division.

Nor. van Burts - 51, serves as Director of GNet Telecom. Burts is an information and business process re-engineering consultant. Mr. Burts has over 25 years of experience in business development and project management in the public and private sectors. Mr. Burts has served as the U.S. Patent and Trademark Office (PTO) Contract Manager for Business Process Reengineering. Prior to this position, Mr. Burts participated in the design of the Nationwide Consolidated Data Network(CDN) Project, a Treasury Department Initiative managed by the U.S. Customs Service and the Navy's Crisis Management and Information Program. Mr. Burts also has 15 years experience in technology transfer from federal government inhoratories and agencies to the private sector.

Accountant with 15 years experiences in accounting, accounting oducation, auditing, tax and business consulting. He has performed reviews and evaluations on accounting textbooks for Paramount Publishing and also for local, state, and foderal government agencies on financial analysis, cost proposals and quality control. He is an Assistant Professor of Accounting at Southern University of New Orleans and has provided expert testimony in state and federal court proceeding on business valuation approaches. He received his undergraduate degree from Southern University of New Orleans and a Masters in Accounting from the University of Fiorida in Gainesville, James is a Certified Public Accountant - Louisians & 177715, a member of the Society of Louisians CPA's and a member of the American Institute of Certified Public Accountants. Tyronze James - 45, serves as a Director of GNet Telecom. James is a Certified Public

degree in government from Harvard-Radcliffe College and an MBA from Columbia University Graduate School of Business in Finance and Public Management. principal of Washington Hackett & Company, a full service pension fund consulting firm founded in 1987 with offices in New Orienns and Tallahassee. After serving as a Financial Analyst with the Louisiana World Exposition she joined the firm of Howard, Well, Labouisse, investment policies. Also, Antrum was employed as a Business Officer for the City of New Orleans implementing development strategies for small and emerging businesses and providing technical assistance to ethnic and women-owned ventures. Ms. Antrum has an undergraduate Toni Hackett Antrum - 39, is a Director of GNet Telecom. Ms. Antrum is co-founder and & Friedrichs as a broker, specializing in advising regional banks and insurance companies on

Billy J. Parrott - 53, is a Director of GNet Telecom. Mr. Parrott is widely recognized as one of the pioneering entrepreneurs in the wireless telecommunications industries of cellular, wireless cable, and land mobile satellite. Mr. Parrott was the founder of Roanoke Valley Cellular Telephone Company in Roanoke, VA. In addition, he co-founded Private Networks, Inc., a

wireless cable system operator, and is a founder of American Mobile Satellite Corporation which completed a \$175 million Initial Public Offering. Parrott is recognized for his marketing and creative production successes. His client list has included AT&T, Sharp, JVC, Proctor & Gamble, and Nabisco. Mr. Parrott has a Bachelor's of Science Degree in Business Technology from Oregon State University.

NOWALSKY, BRONSTON & GOTHARD, L.L.P. ATTORNEYS AT LAW

LEON L. NOWALSKY
BENJAMIN W. BRONSTON
EDWARD P. GOTHARD

3500 N. CAUSEWAY BOULEVARD SUITE 1442 METAIRIE, LOUISIANA 70002 TELEPHONE: (504) 832-1984 FACSIMILE: (504) 831-0892

MONICA R. BORNE
JEFFREY T. GREENBERG
Of Counsel

March 19, 1998

DEPOSIT

DATE

D733-

MAR 2 0 1999

Via Airborne Express

Florida Public Service Commission Division of Communications 2540 Shumard Oak Boulevard Tallahassee, Florida 32399-0866

980393-7

Re:

GNet Telecom, Inc.

Application to provide A-LEC Service

Dear Sir.

Enclosed herewith for filing please find an original and six (6) copies of the Application of GNet Telecom, Inc. for certification to provide alternative local exchange service within the State of Florida along with a check in the amount of \$250.00 in payment of the filing fee.

An additional copy of this Letter has been attached to be date stamped and returned to the undersigned in the stamped self-addressed envelope.

Should you have any questions do not hesitate to call.

Sincerely.

NOWALSKY, BRONSTON & GOTHARD, L.L.P.

GENERAL ACCOUNT 3500 N. CAUSEWAY, SUITE 1442 METAIRIE, LA 70002 (504) 832-1984 IBERIA BANK GRETNA, LA 70053 84-7038/2664 2543

3/19/98

PAY TO THE ORDER OF ____

MEMO

FLORIDA PUBLIC SERVICE COMMISSION

\$ **250.00

Two Hundred Fifty and 00/100*****

DOLLARS

FILING FEES - GNET Telecom

MM

PSC 19 CHURS/PERCETING