

990130-TC

DEPOSIT DATE
D082 FEB 04 1999

APPLICATION

1. Name of company:

Royal Telecommunications Inc.

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

(Same) Royal Telecommunications Inc.

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

Royal Telecommunications Inc.
P.O. Box 50039 OR 4496 WINDHAMER LANE #2A
Fort Myers, FL 33994 Fort Myers, FL 33919

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

SAME

5. Structure of organization:

- Individual
- Corporation
- General Partnership
- Limited Partnership
- Other, _____

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

(a) Florida Secretary of State Corporate registration number: 299000001991

DOCUMENT NUMBER - DATE
01520 FEB-58
FPSC-RECORDS/REPORTING

APPLICATION

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

(a) Florida Fictitious Name registration number: _____

8. **F. E. I. Number** (if applicable): Applied for.

9. **If individual**, provide:

Name: _____

Title: _____

Address: _____

City/State/Zip: _____

Telephone No.: _____ Fax No.: _____

Internet E-Mail Address: _____

Internet Website Address: _____

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

(a.) Name: _____

Title: _____

Address: _____

City/State/Zip: _____

Telephone No.: _____ Fax No.: _____

APPLICATION

Internet E-Mail Address: _____

Internet Website Address: _____

(b) Name: _____

Title: _____

Address: _____

City/State/Zip: _____

Telephone No.: _____ Fax No.: _____

Internet E-Mail Address: _____

Internet Website Address: _____

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

(a) The application:

Name: Steve Tieche

Title: President

Address: 4496 Windsorwood Lane #21

City/State/Zip: Fort Myers, FL 33919

Telephone No.: (941) 267-3118 Fax No.: _____

Internet E-Mail Address: sttieche@Regard.com

Internet Website Address: _____

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

Name: Steve Tieche

APPLICATION

Title: President

Address: 4496 Windkamen Lane #2A

City/State/Zip: Fort Myers, FL 33919

Telephone No.: (411) 267-3178 Fax No.: _____

Internet E-Mail Address: SJTIECKE @ Regard.com

Internet Website Address: _____

(c) Complaints/Inquiries from customers:

Name: Steve Tische

Title: President

Address: P.O. Box 50039

City/State/Zip: Fort Myers, FL 33994

Telephone No.: (411) 418 9068 Fax No.: _____

Internet E-Mail Address: _____

Internet Website Address: _____

12. Indicate if applicant or any subsidiary, partner, officers, director, or any stockholder has been previously 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, provide explanation.

APPLICATION

13. Has the applicant or any subsidiary, partner, officer, director, or any stockholder ever been granted or denied a pay telephone certificate in the State of Florida? (This includes active and canceled pay telephone certificates.) If yes, provide explanation and list the certificate holder and certificate number.

NO

14. Is the applicant or any subsidiary, partner, officer, director, or any stockholder a subsidiary, partner, or officer in any other Florida certificated pay telephone company? If yes, give name of company and relationship. If no longer associated with company, give reason why not.

NO

15. List other states in which the applicant:

a. Is currently providing pay telephone service.

NONE

b. Has applications pending to be certificated as a pay telephone provider.

NONE

APPLICATION

c. Has been denied authority to operate as a pay telephone provider. Explain circumstances.

NONE

d. Has had regulatory penalties imposed for violations of telecommunications statutes, rules, or orders. Explain circumstances.

NONE

16. Please check (✓) the services that will be provided:

LOCAL	<input checked="" type="checkbox"/>
LONG DISTANCE	<input checked="" type="checkbox"/>
COIN	<input checked="" type="checkbox"/>
CALLING CARD	<input checked="" type="checkbox"/>
CREDIT CARD	<input checked="" type="checkbox"/>
OTHER (Describe)	<input type="checkbox"/>

17. Proposed number of pay telephone instruments the applicant plans to install/operate in the first year: 23

APPLICATION

18. How does the applicant intend to service and maintain each payphone (✓) (check all that apply)

- PERSONALLY
 - FULL-TIME TECHNICIAN
 - PART-TIME TECHNICIAN
 - SERVICE/REPAIR/MAINTENANCE CONTRACT
 - OTHER (Describe)
-
-
-

19. Will each of the pay telephones to be installed provide access to all locally available long distance carriers via 10XXX+0, 1010XXX, 950-XXXX, and 1-800? (See Rule 25-24.515(6), F.A.C.)

(✓) Yes () No

Explain: _____

20. Will each of the pay telephones to be installed conform to subsections 4.29.2 - 4.29.4 and 4.29.8 of the American National Standard Specifications for Making Buildings and Facilities Accessible and Usable by Physically Handicapped People (Attachment F, ANSI STANDARDS)(See Rule 25-24.515(13), F.A.C.).

(✓) Yes () No

AFFIDAVIT

By my signature below, I, the undersigned owner/officer, 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.

I will comply with all current and future Commission requirements regarding pay telephone service. I understand that I am required to pay a regulatory assessment fee (minimum of \$50.00 per calendar year), file an annual pay telephone service report, and pay gross receipts tax. Furthermore, I agree to keep the Commission advised of any changes in the names or addresses listed in the application within 10 days of the change.

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:

Steve Tieche _____ 2/1/99
Signature: _____ Date

Steve Tieche
Printed Name: _____

President, Royal Telecommunications Inc.
Title: _____ Fax No. _____

Address: P.O. Box 5059 4496 Windsor Lane #2
Fort Myers, FL Fort Myers, FL
33904 33915

APPLICANT ACKNOWLEDGMENT

Applicant: Royal Telecommunications Inc.

I acknowledge receipt and understanding of the Florida Public Service Commission's Rules and Requirements relating to my provision of Pay Telephone Service.

Signature: Steve Treche Date: 2/1/99

Printed Name: Steve Treche

Title: President.

Address: <u>P.O. Box 50039</u>	<u>4496 WINDHURST Lane #26</u>
<u>Fort Myers, Fl. 33994</u>	<u>Fort Myers, Fl. 33919</u>

Telephone No. (941) 267-3778

Fax No. _____

THIS ACKNOWLEDGMENT FORM MUST BE COMPLETED AND RETURNED WITH THE APPLICATION BEFORE THE CERTIFICATION PROCESS BEGINS. FAILURE TO DO SO WILL RESULT IN A DELAY OF THE CERTIFICATE BEING ISSUED.

Toni McCoy



FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

January 7, 1999

CSC NETWORKS
1201 HAYS STREET
TALLAHASSEE, FL 32301

RECEIVED

FEB 04 1999

CMU

The Articles of Incorporation for ROYAL TELECOMMUNICATIONS, INC. were filed on January 7, 1999 and assigned document number P9900000199T. Please refer to this number whenever corresponding with this office regarding the above corporation. The certification you requested is enclosed.

PLEASE NOTE: COMPLIANCE WITH THE FOLLOWING PROCEDURES IS ESSENTIAL TO MAINTAINING YOUR CORPORATE STATUS. FAILURE TO DO SO MAY RESULT IN DISSOLUTION OF YOUR CORPORATION.

A CORPORATION ANNUAL REPORT MUST BE FILED WITH THIS OFFICE BETWEEN JANUARY 1 AND MAY 1 OF EACH YEAR BEGINNING WITH THE CALENDAR YEAR FOLLOWING THE YEAR OF THE FILING DATE NOTED ABOVE AND EACH YEAR THEREAFTER. FAILURE TO FILE THE ANNUAL REPORT ON TIME MAY RESULT IN ADMINISTRATIVE DISSOLUTION OF YOUR CORPORATION.

A FEDERAL EMPLOYER IDENTIFICATION (FEI) NUMBER MUST BE SHOWN ON THE ANNUAL REPORT FORM PRIOR TO ITS FILING WITH THIS OFFICE. CONTACT THE INTERNAL REVENUE SERVICE TO RECEIVE THE FEI NUMBER IN TIME TO FILE THE ANNUAL REPORT AT 1-800-829-3676 AND REQUEST FORM SS-4.

SHOULD YOUR CORPORATE MAILING ADDRESS CHANGE, YOU MUST NOTIFY THIS OFFICE IN WRITING, TO INSURE IMPORTANT MAILINGS SUCH AS THE ANNUAL REPORT NOTICES REACH YOU.

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

Claretha Golden, Document Specialist
New Filings Section

Letter Number: 799A00000884

State of Florida



Department of State

I certify the attached is a true and correct copy of the Articles of Incorporation of ROYAL TELECOMMUNICATIONS, INC., a Florida corporation, filed on January 7, 1999, as shown by the records of this office.

The document number of this corporation is P99000001991.

Given under my hand and the
Great Seal of the State of Florida
at Tallahassee, the Capitol, this the
Seventh day of January, 1999



CR2EO22 (1-99)

Katherine Harris

Katherine Harris
Secretary of State

**ARTICLES OF INCORPORATION
OF
ROYAL TELECOMMUNICATIONS, INC.**

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
99 JAN -7 PM 6:29

The undersigned do hereby associate themselves together for the purpose of forming a corporation under the laws of the State of Florida, Florida Statutes, Chapter 607, and hereby sets forth and declares:

CHARTER

Article I

Name

The name of the corporation shall be ROYAL TELECOMMUNICATIONS, INC.

Article II

Principal Office

The principal place for the transaction of the corporation business shall be 4496 Windjammer Lane, #2A, in the City of Fort Myers, County of Lee, in the State of Florida, 33919, and the mailing address shall be P. O. Box 50039, Fort Myers, Florida 33994. That said corporation shall have the right and authority to do business at such other place or places within or without the State of Florida as the corporation may, by resolution, designate.

Article III

Purpose

The corporation may engage in any activity or business permitted under the laws of the United States and of the State of Florida.

Article IV
Term of Existence

The existence of the corporation shall commence upon the filing of these Articles with the Secretary of State of the State of Florida and shall continue thereafter in perpetuity until dissolved as provided by law.

Article V
Authorized Shares

The aggregate number of shares the corporation shall have authority to issue shall be 10,000 shares of \$1.00 par value common stock, which shall be nonassessable and held, sold, and paid for at such time and in such manner as the Board of Directors may from time to time determine. The shares of the corporation shall not be divided into classes and the corporation is not authorized to issue shares in series.

Article VI
Board of Directors

The corporation shall have a Board of Directors of not less than two (2) directors, which number may be increased or decreased from time to time. The number of directors each year shall be determined by the Shareholders at their annual meeting, unless the number is fixed by the Bylaws.

Article VII
Officers

The Officers by whom the business of said corporation shall be conducted shall be a President, who shall be a Director, and a Vice President, and such other officers, agents and factors shall be chosen in such manner, hold their office for such term and have such powers and duties as

may be prescribed by the Bylaws or determined by the Board of Directors. The names and post office addresses of the Officers and first Board of Directors who shall conduct the business of the corporation until their successors are elected and qualified following the first meeting of shareholders shall be:

Steven C. Tieche
4496 Windjammer Lane, #2A
Fort Myers, FL 33919

President/Director

Russell Weintraub
7731 Bocilla Lane
Suite 12
Bokeelia, FL 33922

Secretary/Treasurer/Director

Article VIII
Incorporator and Subscribers

The names and addresses of the incorporators and initial subscribers of this incorporation, with the number of shares subscribed for, are as follows:

Steven C. Tieche
4496 Windjammer Lane, #2A
Fort Myers, FL 33919

50 shares

Russell Weintraub
7731 Bocilla Lane
Suite 12
Bokeelia, FL 33922

50 shares

Article IX
Indebtedness

The amount of indebtedness or liability to which the corporation at any time may subject itself shall be unlimited.

Article X
Registered Office and Agent

The street address of the initial registered office of this corporation is 4496 Windjammer Lane, #2A, Fort Myers, Florida 33919, and the name of the initial registered agent of this corporation at that address is Steven C. Tieche.

Article XI
Transfer Restrictions

No shareholder shall have the right to sell, assign, pledge, encumber, transfer, or otherwise dispose of any shares of the capital stock of this corporation, without first offering such shares for sale to this corporation at the net asset value thereof. Such offer shall be in writing, signed by the shareholder, sent by registered or certified mail to this corporation at its registered office address, and open for acceptance by this corporation for a period of fifteen (15) days from the date of mailing. If this corporation fails or refuses, within such period, to make satisfactory arrangements for the purchase of such shares, the shareholder shall have the right to dispose of such shares without any further restrictions.

On the death of any shareholder, this corporation shall have the right to purchase any shares of the capital stock of this corporation owned by the shareholder immediately prior to the shareholder's death, on the terms set forth above, and this provision shall be binding upon the personal representative of the shareholder.

Each stock certificate issued by this corporation shall carry the following legend:

"These Shares Are Held Subject To Certain Transfer Restrictions Imposed By This Corporation's Articles of Incorporation, A Copy of Which Is On File At This Corporation's Principal Office."

"The Shares Represented By This Certificate Have Been Issued In Reliance Upon Exemptions From The Registrations Provisions Of Federal And State Securities Laws (United States Securities Act of 1933 And The Florida Securities Act). Therefore, The Transferability Of This Certificate Is Restricted Until It Is Determined By The Corporation Than Any Proposed Transfer Will Not Adversely Affect The Exemptions Relied Upon."

Article XII
Preemptive Rights

This corporation elects to have preemptive rights. Each shareholder, upon the sale for cash of any new stock of this corporation, shall have the right to purchase his pro rata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

Article XIII
Bylaws

The initial Bylaws of this corporation shall be adopted by the Board of Directors. The Bylaws may be amended from time to time by either the shareholders or the directors. The shareholders may amend, alter, or repeal any Bylaw adopted by the directors. The directors may not alter, amend or repeal any Bylaw adopted by the shareholders, nor may the directors adopt Bylaws which would be in conflict with the Bylaws adopted by the shareholders.

Article XIV
Notice

Any subscriber or shareholder present at any meeting, either in person, or by proxy, and any directors present in person at any meeting of the Board of Directors shall conclusively be

deemed to have received proper notice of such meeting unless he shall make objection at such meeting to any defect or insufficiency of notice.

Article XV
Indemnification

Each director and officer of the corporation, whether or not then in office, shall be indemnified by the corporation against all cost and expense reasonably incurred or imposed upon him in connection with or arising out of any claim, demand, action, suit or proceeding in which he may be involved or to which he may be made a party by reason of his being or having been a director or officer of the corporation, said expense to include attorney's fees and the cost of reasonable settlement made with a view to curtailment of cost of litigation, except in relation to matters as to which he finally shall be adjudged in any such action, suit, or proceeding to have been derelict in the performance of his duty as such officer or director. Such right of indemnification shall not be exclusive of any other rights to which he may be entitled as a matter of law, and the foregoing right of indemnification shall inure to the benefit of the heirs, executors and administrators of any such director or officer.

Article XVI
Related Transactions

A director or officer of the corporation shall not be disqualified by his office from dealing or contracting with the corporation either as a vendor, Purchaser, or otherwise, nor shall any transaction or contract of the corporation be void or voidable by reason of the fact that any director or officer or any firm of which any director or officer is a member or any corporation of which any director or officer is a shareholder, officer, or director, is in any way interested in such transaction or contract, provided that such transaction or contract is or shall be authorized, ratified, or approved

In pursuance of Chapter 48.091, Florida Statutes, the following is submitted, in compliance, with said Act:

First--That ROYAL TELECOMMUNICATIONS, INC., desiring to organize under the laws of the State of Florida, with its principal office, as indicated in the Articles of Incorporation, at City of Fort Myers, County of Lee, State of Florida, has named STEVEN C. TIECHE, located at 4496 Windjammer Lane, #2A, City of Fort Myers, County of Lee, State of Florida, as its agent to accept service of process within this State.

ACKNOWLEDGMENTS:

Having been named to accept service of process for the above-stated corporation, at place designated in this certificate, I hereby accept to act in this capacity, and agree to comply with the provision of said Act relative to keeping open said office.

By: 
Steven C. Tieche, Registered Agent

99 1000-7 P1 G: 29
STATE
OFFICE

DEPOSIT DATE
D082 FEB 04 1999

APPLICATION

1. Name of company:
Royal Telecommunications Inc.

2. Name under which applicant will do business (fictitious name, etc.):
(Same) Royal Telecommunications Inc.

3. Official mailing address (including street name & number, post office box, city, state, and zip code).
Royal Telecommunications Inc.
P.O. Box 50039 OR 4496 WINDHAMER Lane #21
Fort Myers, FL 33994 Fort Myers, FL 33919

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

5. Structure of organization:

ROYAL TELECOMMUNICATIONS, INC.
PH. 941-418-9068
P.O. BOX 50039
FT. MYERS, FL 33994

1003
Date 2/2/99 83-27/631 FL 1120

Pay to the Order of Florida Public Service Commission \$ 100.00
One hundred dollars two NO/xx Dollars

NationsBank

NationsBank, N.A.
ACH R/T 083100277
For

DOCUMENT NUMBER-DATE
01530 FEB-58

[Signature]

PSC-RECORDS/REPORTING