

DEPOSIT

DATE

D086

FEB 11 1999

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

(x) Original certificate (new company).

() Approval of transfer of existing certificate:

Example, a certificated company purchases an existing certificated company and desires to retain the authority of both certificates.

() Approval of assignment of existing certificate:

Example, a non-certificated company purchases an existing company and desires to retain the certificate of authority rather than apply for a new certificate.

() Approval of transfer of control: Example, a

company purchases 51% of a certificated company. The Commission must approve the new controlling entity.

2. Name of company:

Prime Time Communications, Inc.

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

Prime Time Communications, Inc.

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

2008 Grange Ave.

Racine, WI 53403

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

Prime Time does not have a Florida address,

but has a registered agent there.

DEPOSIT

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2008 Grange Ave.

Racine, WI 53403

DOCUMENT NUMBER-DATE

01848 FEB 11 99

FPSC-RECORDS/REPORTING

2841

PRIME TIME COMMUNICATIONS, INC.
2008 GRANGE AVE.
RACINE, WI 53403

12-2/750 84

DATE 2-9-99

PAY TO THE ORDER OF Florida Public Service Commission \$ 250.00

Two hundred fifty & no cents DOLLARS

FIRSTAR BANK MILWAUKEE, WI 53202

FOR application to provide interexchange service in Florida

Jennifer Sorenson

RECEIVED
FLORIDA PUBLIC
SERVICE COMMISSION

990166-TI

99 FEB 11 AM 10:04
MAIL ROOM

This is an application for (check one):

- Original certificate (new company).
- Approval of transfer of existing certificate:
Example, a certificated company purchases an existing certificated company and desires to retain the authority of both certificates.
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2008 Grange Ave.

Racine, WI 53403

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

Prime Time does not have a Florida address,
but has a registered agent there.

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

LL

6. Select 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 resold service by enrolling unaffiliated customers.
- () **Prepaid Debit Card Provider** - any person or entity that purchases 800 access from an underlying carrier or unaffiliated entity for use with prepaid debit card service and/or encodes the cards with personal identification numbers.

7. Structure of organization;

- () Individual (x) Corporation
() Foreign Corporation () Foreign Partnership
() General Partnership () Limited Partnership
() Other _____

8. If individual, provide:

Name : _____

Title : _____

Address: _____

City/State/Zip: _____

Telephone No.: _____ Fax No.: _____

Internet E-Mail Address: _____

Internet Website Address: _____

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

- (a) The Florida Secretary of State Corporate Registration number: _____

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

- (a) The Florida Secretary of State Corporate Registration number: F98000006026

11. If using fictitious name-d/b/a, provide proof of compliance with fictitious name statute (Chapter 865.09, FS) to operate in Florida: N/A

- (a) The Florida Secretary of State fictitious name registration number: _____

12. If a limited liability partnership, provide proof of registration to operate in Florida.

- (a) The Florida Secretary of State registration number: _____

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

Name : _____

Title : _____

Address: _____

City/State/Zip: _____

Telephone No.: _____ Fax No.: _____

Internet E-Mail Address: _____

Internet Website Address: _____

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

(a) The Florida registration number: _____

15. Provide FEID Number (if applicable): 39-1697889

16. Provide the following (if applicable):

(a) Will the name of your company appear on the bill for your services? (X) Yes () No

(b) If not, who will bill for your services?

Name : _____

Address: _____

City/State/Zip: _____

Telephone No.: _____ Fax No.: _____

Internet E-Mail Address: _____

Internet Website Address: _____

(c) How is this information provided?

The name of our company is on the top

_____ left hand corner of the bill.

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

(a) The application;

Name : Jennifer Sorenson
Title : Secretary
Address: 2008 Grange Ave.
City/State/Zip: Racine, WI 53403
Telephone No.: (414)633-6001 Fax No.: (414)633-3668
Internet E-Mail Address: rslptc@execpc.com
Internet Website Address: http://www.execpc.com/~rslptc

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

Name : R. Todd Sorenson
Title : President
Address: 2008 Grange Avenue
City/State/Zip: Racine, WI 53403
Telephone No.: (414)633-6001 Fax No.: (414)633-3668
Internet E-Mail Address: rslptc@execpc.com
Internet Website Address: http://www.execpc.com/~rslptc

(c) Complaints/Inquiries from customers;

Name : R. Todd Sorenson
Title : President
Address: 2008 Grange Avenue
City/State/Zip: Racine, WI 53403
Telephone No.: (414)633-6001 Fax No.: (414)633-3668
Internet E-Mail Address: rslptc@execpc.com
Internet Website Address: http://www.execpc.com/~rslptc

18. List the states in which the applicant:

(a) has operated as an interexchange telecommunications company.

Wisconsin, Nevada, North Carolina, and Iowa

(b) has applications pending to be certificated as an interexchange telecommunications company.

Illinois

(c) is certificated to operate as an interexchange telecommunications company.

Wisconsin, Nevada, North Carolina, and Iowa

(d) has been denied authority to operate as an interexchange telecommunications company and the circumstances involved.

None

(e) has had regulatory penalties imposed for violations of telecommunications statutes and the circumstances involved.

None

(f) has been involved in civil court proceedings with an interexchange carrier, local exchange company or other telecommunications entity, and the circumstances involved.

None

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

(a) adjudged bankrupt, mentally incompetent, or found guilty of any felony or of any crime, or whether such actions may result from pending proceedings. If so, please explain.

None

(b) an officer, director, partner or stockholder in any other Florida certificated telephone company. If yes, give name of company and relationship. If no longer associated with company, give reason why not.

None

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

a. 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

b. 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

c. 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

d. MTS for pay telephone service providers

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

f. 800 service (toll free)

g. WATS type service (bulk or volume discount)

- Method of access is via dedicated facilities
- Method of access is via switched facilities

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

i. Travel service

- Method of access is 950
- Method of access is 800

j. 900 service

k. 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

l. Services included are:

- Station assistance
- Person-to-person assistance
- Directory assistance
- Operator verify and interrupt
- Conference calling

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

22. Submit the following:

A. Financial capability.

The application must contain the applicant's audited financial statements for the most recent 3 years.

If the applicant does not have audited financial statements, it shall so be stated.

Prime Time Communications, Inc. does not have audited financial statements.

The unaudited financial statements must be signed by the applicant's chief executive officer and chief financial officer affirming that the financial statements are true and correct and must include:

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

NOTE: This documentation may include, but is not limited to, financial statements, a projected profit and loss statement, credit references, credit bureau reports, and descriptions of business relationships with financial institutions.

Further, the following (which includes supporting documentation) must be provided:

1. A written explanation that the applicant has sufficient financial capability to provide the requested service in the geographic area proposed to be served.
2. A written explanation that the applicant has sufficient financial capability to maintain the requested service.
3. A written explanation that the applicant has sufficient financial capability to meet its lease or ownership obligations.

B. Managerial capability; give resumes of employees/officers of the company that would indicate sufficient managerial experiences of each.

C. Technical capability; give resumes of employees/officers of the company that would indicate sufficient technical experiences or indicate what company has been contracted to conduct technical maintenance.

**** APPLICANT 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 the gross operating revenue derived from intrastate business. Regardless of the gross operating revenue of a company, a minimum annual assessment fee of \$50 is required.
2. **GROSS RECEIPTS TAX:** I understand that all telephone companies must pay a gross receipts tax of two and one-half percent on all intra and interstate business.
3. **SALES TAX:** I understand that a seven percent sales tax must be paid on intra and interstate revenues.
4. **APPLICATION FEE:** I understand that a non-refundable application fee of \$250.00 must be submitted with the application.

UTILITY OFFICIAL:

L. Paul Jorun
Signature

2-3-99
Date

President
Title

(414)633-6001
Telephone No.

Address: 2008 Grange Avenue
Racine, WI 53403

(414)633-3668
Fax No.

ATTACHMENTS:

- A - CERTIFICATE TRANSFER OR ASSIGNMENT STATEMENT
- B - CUSTOMER DEPOSITS AND ADVANCE PAYMENTS
- C - INTRASTATE NETWORK
- D - CURRENT FLORIDA INTRASTATE SERVICES
- E - AFFIDAVIT
FLORIDA TELEPHONE EXCHANGES AND EAS ROUTES
GLOSSARY

**** APPENDIX A ****

N/A

CERTIFICATE TRANSFER OR ASSIGNMENT STATEMENT

N/A

I, (Name) _____,

(Title) _____ of

(Name of Company) _____

and current holder of Florida Public Service Commission
Certificate Number _____, have reviewed this
application and join in the petitioner's request for a

transfer

assignment

of the above-mentioned certificate.

UTILITY OFFICIAL:

Signature

Date

Title

Telephone No.

Address: _____

Fax No.

**** APPENDIX B ****

CUSTOMER DEPOSITS AND ADVANCE PAYMENTS

A statement of how the Commission can be assured of the security of customer deposits and advance payments may be responded to in one of the following ways (applicant please check one):

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

UTILITY OFFICIAL:

	<u><i>R. Paul Jensen</i></u>	<u>2-3-99</u>
	Signature	Date
	<u>President</u>	<u>(414)633-6001</u>
	Title	Telephone No.
Address:	<u>2008 Grange Avenue</u>	<u>(414)633-3668</u>
	<u>Racine, WI 53403</u>	Fax No.
	<u> </u>	

**** APPENDIX C ****

CURRENT FLORIDA INTRASTATE SERVICES

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

If the answer is **has**, fully describe the following:

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

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

UTILITY OFFICIAL:

R. Paul Sorenson
Signature
President
Title

2-3-99
Date
(414)633-6001
Telephone No.

Address: 2008 Grange Avenue
Racine, WI 53403

(414)633-3668
Fax No.

**** APPENDIX D ****

AFFIDAVIT

By my signature below, I, the undersigned officer, attest to the accuracy of the information contained in this application and attached documents and that the applicant has the technical expertise, managerial ability, and financial capability to provide interexchange telecommunications service in the State of Florida. I have read the foregoing and declare that, to the best of my knowledge and belief, the information is true and correct. I attest that I have the authority to sign on behalf of my company and agree to comply, now and in the future, with all applicable Commission rules and orders.

Further, I am aware that, pursuant to Chapter 837.06, Florida Statutes, "Whoever knowingly makes a false statement in writing with the intent to mislead a public servant in the performance of his official duty shall be guilty of a misdemeanor of the second degree, punishable as provided in s. 775.082 and s. 775.083."

UTILITY OFFICIAL:

R. Noel Sorensen
Signature
President
Title

2-3-99
Date
(414)633-6001
Telephone No.

Address: 2008 Grange Avenue
Racine, WI 53403

(414)633-3668
Fax No.

TITLE SHEET

FLORIDA TELECOMMUNICATIONS TARIFF

This tariff contains the descriptions, regulations, and rates applicable to the furnishing of service and facilities for telecommunications services provided by Prime Time Communications, Inc., with principal offices at 2008 Grange Avenue, Racine, WI 53403 and registered agent at . This tariff applies for services furnished within the state of Florida. This tariff 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: February 1, 1999

EFFECTIVE: _____

By:

R. Todd Sorenson, President
2008 Grange Avenue
Racine, WI 53403

CHECK SHEET

The sheets listed below, which are inclusive of this tariff, are effective as of the date shown at the bottom of the respective sheet(s). Original and revised sheets as named below comprise all changes from the original tariff and are currently in effect as of the date of the bottom of this page.

SHEET	REVISION
1	Original
2	Original
3	Original
4	Original
5	Original
6	Original
7	Original
8	Original
9	Original
10	Original
11	Original
12	Original
13	Original
14	Original
15	Original
16	Original
17	Original

Issued: February 1, 1999

EFFECTIVE: _____

By:

R. Todd Sorenson, President
2008 Grange Avenue
Racine, WI 53403

TABLE OF CONTENTS

Title Sheet.....1
Check Sheet.....2
Table of Contents.....3
Symbols Sheet.....4
Tariff Format Sheets.....5
Section 1 - Technical Terms and Abbreviations.....6
Section 2 - Rules and Regulations.....7
Section 3 - Description of Service.....12
Section 4 - Rates.....15

Issued: February 1, 1999

EFFECTIVE: _____

By:

R. Todd Sorenson, President
2008 Grange Avenue
Racine, WI 53403

SYMBOLS SHEET

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

- D - Delete or Discontinue
- I - Change Resulting In An Increase to A Customer's Bill
- M - Moved From Another Tariff 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: February 1, 1999

EFFECTIVE: _____

By:

R. Todd Sorenson, President
2008 Grange Avenue
Racine, WI 53403

TARIFF FORMAT SHEETS

A. **Sheet Numbering** - Sheet numbers appear in the upper right corner of the page. Sheets are numbered sequentially. However, new sheets are occasionally added to the tariff. When a new sheet is added between sheets already in effect, a decimal is added. For example, a new sheet added between sheets 14 and 15 would be 14.1

B. **Sheet Revision Numbers** - Revision numbers also appear in the upper right corner of each page. These numbers are used to determine the most current sheet version on file with the FPSC. For example, the 4th revised Sheet 14 cancels the 3rd revised Sheet 14. Because of various suspension periods, deferrals, etc., the FPSC follows in their tariff approval process, the most current sheet number on file with the Commission is not always the tariff page in effect. Consult the Check Sheet for the sheet currently in effect.

C. **Paragraph Numbering Sequence** - There are nine levels of paragraph coding. Each level of coding is subservient to its next higher level:

- 2.
- 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).(1).

D. **Check Sheets** - When a tariff filing is made with the FPSC, an updated check sheet accompanies the tariff filing. The check sheet lists the sheets contained in the tariff, with a cross reference to the current revision number. When new pages 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 page if these are the only changes made to it (i.e., the format, etc. remains the same, just revised revision levels on some pages). The tariff user should refer to the latest check sheet to find out if a particular sheet is the most current on file with the FPSC.

Issued: February 1, 1999

EFFECTIVE: _____

By:

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Racine, WI 53403

SECTION 1 - TECHNICAL TERMS AND ABBREVIATIONS

Access Line - An arrangement which connects the customer's location to the Company's network switching center.

Authorization Code - A numerical code, one or more of which are available to a customer to enable him/her to access the carrier, and which are used by the carrier both to prevent unauthorized access to its facilities and to identify the customer for billing purposes.

Company or Carrier - Prime Time Communications, Inc.

Customer - The person, firm, corporation or other entity which orders service and is responsible for payment of charges due and compliance with the Company's tariff regulations.

Flat Rates - Rates that are effective 24 hours a day, 7 days a week, 365 days a year.

Network - The services and facilities that comprise the network of Company's Underlying Carrier (UC)

Company's Services and Facilities - Services and Facilities provided by underlying carrier (UC)

Underlying Carrier (UC) - The carrier, MCIWorldCom, that Prime Time Communications, Inc. resells.

Issued: February 1, 1999

EFFECTIVE: _____

By:

R. Todd Sorenson, President
2008 Grange Avenue
Racine, WI 53403

SECTION 2 - RULES AND REGULATIONS

2.1 Undertaking of the Company.

The Company's services and facilities are furnished for communications originating at specified points within the State of Florida under terms of this tariff.

The Company's UC installs, operates, and maintains the communications services provided herein in accordance with the terms and conditions set forth under this tariff. The Company may act as the customer's agent for ordering access connection facilities provided by its UC, other carriers or entities when authorized by the customer, to allow connection of a customer's location to the Company's 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 ordered on a longer term basis, and are available twenty-four hours per day, seven days per week.

The selling of IXC telecommunication service to uncertified IXC resellers is prohibited.

2.2 Limitations.

2.2.1 Service is offered subject to the availability of facilities and provisions of this tariff.

2.2.2 The Company reserves the right to discontinue furnishing service, or limit the use of service necessitated by conditions beyond its control or when the customer is using service in violation of the law or the provisions of this tariff.

2.2.3 All facilities provided under this tariff are directly controlled by the Company and its UC, and the customer may not transfer or assign the use of service or facilities, except with the express written consent of the Company. Such transfer or assignment shall only apply where there is no interruption of the use or location of the service or facilities.

Issued: February 1, 1999

EFFECTIVE: _____

By:

R. Todd Sorenson, President
2008 Grange Avenue
Racine, WI 53403

SECTION 2 - RULES AND REGULATIONS continued

2.2 Limitations (Cont.)

- 2.2.4 Prior written permission from the Company is required before any assignment or transfer. All regulations and conditions contained in this tariff shall apply to all such permitted assignees or transferees, as well as all conditions for service.
- 2.2.5 Customers reselling or rebilling services must have a Certificate of Public Convenience and Necessity as an interexchange carrier from the FPSC.

2.3 Liabilities of the Company.

- 2.3.1 The Company's liability for damages arising out of mistakes, interruptions, omissions, delays, errors, or defects in the transmission occurring in the course of furnishing service or facilities, and not caused by the negligence of its employees or its agents, in no event shall exceed an amount equivalent to the proportionate charge to the customer for the period during which the aforementioned faults in transmission occur.
- 2.3.2 The Company shall be indemnified and held harmless by the customer against:
- (A) Claims for libel, slander, or infringement of copyright arising out of the material, data, information, or other content transmitted over the Company's facilities.
 - (B) All other claims arising out of any act or omission of the customer in connection with any service or facility provided by the Company.

Issued: February 1, 1999

EFFECTIVE: _____

By:

R. Todd Sorenson, President
2008 Grange Avenue
Racine, WI 53403

SECTION 2 - RULES AND REGULATIONS continued

2.4 Interruption of Service.

2.4.1 Credit allowance for the interruption of service which is not due to the Company's testing or adjusting, negligence of the customer, or to the failure of channels or equipment provided by the customer, are subject to the general liability provisions set forth in 2.3.1 herein. It shall be the customer's obligation to notify the Company immediately of any service interruption for which a credit allowance is desired. Before giving such notice, the customer shall ascertain that the trouble is not being caused by any action or omission by the customer within his control, if any, furnished by the customer and connected to the Company's facilities. No refund or credit will be made for the time that the Company stands ready to repair the service and the subscriber does not provide access to the Company for restoration work.

such

2.4.2 No credit shall be allowed for an interruption of a continuous duration of less than twenty four hours after the subscriber notifies the company.

2.4.3 The customer shall be credited for an interruption of more than twenty four hours as follows:

Credit Formula:

Credit = A/B x C

"A" - outage time in hours

"B" - total days in month

"C" - total monthly recurring charge for affected facility

Issued: February 1, 1999

EFFECTIVE: _____

By:

R. Todd Sorenson, President
2008 Grange Avenue
Racine, WI 53403

SECTION 2 - RULES AND REGULATIONS continued

2.5 Disconnection of Service by Carrier.

The Company (carrier), upon 5 working days written notice to the customer, may discontinue service or cancel an application for service without incurring any liability for any of the following reasons:

- 2.5.1 Non-payment of any sum due to carrier for regulated service for more than thirty days beyond the date of rendition of the bill for such service.
- 2.5.2 A violation of any regulation governing the service under this tariff.
- 2.5.3 A violation of any law, rule, or regulation of any government authority having jurisdiction over such service.
- 2.5.4 The company has given the customer notice and has allowed a reasonable time to comply with any rule, or remedy, and deficiency as stated in Rule 25-4.113, F.A.C., Refusal or Discontinuance of Service by Company.

Issued: February 1, 1999

EFFECTIVE: _____

By:

R. Todd Sorenson, President
2008 Grange Avenue
Racine, WI 53403

SECTION 2 - RULES AND REGULATIONS continued

2.6 Deposits

The Company does not require a deposit from the customer.

2.7 Advance Payments

For customers whom the Company feels an advance payment is necessary, the Company reserves the right to collect an amount not to exceed one (1) month's estimated charges as an advance payment for the service. This will be applied against the next month's charges and if necessary a new advance payment will be collected for the next month.

2.8 Taxes

All state and local taxes (i.e., gross receipts tax, sales tax, municipal utilities tax) are listed as separate line items and are not included in the quoted rates.

2.9 Billing of Calls

All charges due by the subscriber are payable at any agency duly authorized to receive such payments. Any objection to billed charges should be promptly reported to the Company. Adjustments to customers' bills shall be made to the extent that records are available and/or circumstances exist which reasonably indicate that such charges are not in accordance with approved rates or that an adjustment may otherwise be appropriate.

Issued: February 1, 1999

EFFECTIVE: _____

By:

R. Todd Sorenson, President
2008 Grange Avenue
Racine, WI 53403

SECTION 3 - DESCRIPTION OF SERVICE

3.1 Timing of Calls

3.1.1 When Billing Charges Begin and End For Phone Calls

The customer's long distance usage charge is based on the Actual usage of the Company's network. Usage begins when the called party picks up the receiver, (i.e. when 2 way communication, often referred to as "conversation time" is possible.). When the called party picks up is determined by hardware answer supervision in which the local telephone company sends a signal to the switch or the software utilizing audio tone detection. When software answer supervision is employed, up to 60 seconds of ringing is allowed before it is billed as usage of the network. A call is terminated when the calling or called party hangs up.

3.1.2 Billing Increments

The minimum call duration for billing purposes is 18 seconds for a connected call and calls are billed in 6 second increments.

3.1.3 Per Call Billing Charges

Billing will be rounded up to the nearest penny for each call.

3.1.4 Uncompleted Calls

There shall be no charge for uncompleted calls.

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By:

R. Todd Sorenson, President
2008 Grange Avenue
Racine, WI 53403

SECTION 3 - DESCRIPTION OF SERVICE continued3.2 Calculation of Distance

Usage charges for any potential mileage sensitive products would be based on the airline distance between rate centers associated with the originating and terminating points of the call.

The airline mileage between rate centers would be determined by applying the formula below to the vertical and horizontal coordinates associated with the rate centers involved. The Company uses the rate centers that are produced by Bell Communications Research in the NPA-NXX V & H Coordinates diskette and Bell's NECA Tariff No. 4.

FORMULA:

The square
root of:
$$\frac{(V1 - V2)^2 + (H1 - H2)^2}{10}$$

3.3 Minimum Call Completion Rate

A customer can expect a call completion rate (number of calls completed/number of calls attempted) of not less than 90% during peak use periods for all FG D services ("1+" dialing).

Issued: February 1, 1999

EFFECTIVE: _____

By:

R. Todd Sorenson, President
2008 Grange Avenue
Racine, WI 53403

SECTION 3 - DESCRIPTION OF SERVICE continued3.4 Service Offerings3.4.1 Prime Time Long Distance Service

Prime Time Long Distance Service is offered to residential and business customers. The service permits direct dialed outbound calling at a single flat per minute rate. Service is provided from presubscribed, dedicated, or shared use access lines. Calls are billed in 6 second increments, with a 18 second minimum call duration. No monthly recurring charges, except PICC charges (monthly per line charges) apply. There is no minimum monthly billing requirement.

3.4.2 Prime Time 800/888/877 (Inbound) Service

Prime Time 800/888/877 (Inbound) Long Distance Service is offered to residential and business customers. The service permits inbound 800/888/877 calling at a single per minute rate. Service is provided from presubscribed, dedicated, or shared use access lines. Calls are billed in six second increments, with a 18 second minimum call duration. No monthly recurring charges apply. No minimum monthly billing requirement applies. The FCC mandated fee of 28.4 cents per completed call made from a payphone to the subscriber's 800/888/877 number is charged to the subscriber/owner of the 800/888/877 number. This charge is remitted to Prime Time's underlying carrier, who remits it to the payphone owners.

3.4.3 Prime Time Calling Card Services

Prime Time Calling Card Service is a calling card service offered to residential and business customers who subscribe to the Prime Time Long Distance Service calling plan. Customers using Prime Time's calling card service access the service by dialing a 1-800 number followed by a 9-digit or 14-digit account identification number and the number being called. This service permits subscribers utilizing Prime Time's calling card to make calls at a single per minute rate. Calls are billed in 6 second increments after the initial minimum of 30 seconds. There are no monthly recurring fees and no set up fee. No calling card surcharge applies to basic card service. Enhanced Calling Card has a 34 cent surcharge per call. FCC authorized 28.4 cents per completed call made from a payphone applies to both the basic and enhanced card.

Issued: February 1, 1999
By:

R. Todd Sorenson, President
2008 Grange Avenue
Racine, WI 53403

EFFECTIVE: _____

SECTION 4 - RATES

4.1 Determining Applicable Rate in Effect.

All calls are billed at single flat rates 24 hours a day, 365 days a year.

4.2 Payment of Calls

4.2.1 Late Payment Charges

Interest charges of 1.5% per month may be assessed on all unpaid balances more than thirty days old.

4.2.2 Return Check Charges

A return check charge of \$25.00 will be assessed for checks returned for insufficient funds. Checks returned but put back through by the bank will be charged the rate charged by the bank (currently \$5.00).

4.3 Restoration of Service

A reconnection fee of \$25.00 per occurrence is charged when service is re-established for customers who had been disconnected for non-payment.

Issued: February 1, 1999
By:

R. Todd Sorenson, President
2008 Grange Avenue
Racine, WI 53403

EFFECTIVE: _____

SECTION 4 - RATES continued

4.4 Special Promotions

The company will, from time to time, offer special promotions to its customers waiving certain charges. These promotions will be approved by the FPSC with specific starting and ending dates.

4.5 Special Rates for the Handicapped

4.5.1 Directory Assistance

There shall be no charge for up to fifty calls per billing cycle from lines or trunks serving individuals with disabilities. The Company shall charge the prevailing tariff rates for every call in excess of 50 within a billing cycle.

4.5.2 Hearing and Speech Impaired Persons

Intrastate toll message rates for TDD users shall be evening rates for daytime calls and night rates for evening and night calls.

4.5.3 Telecommunications Relay Service

For intrastate toll calls received from the relay service, the Company will when billing relay calls discount relay service calls by 50 percent off of the otherwise applicable rate for a voice nonrelay call except that where either the calling or called party indicates that either party is both hearing and visually impaired, the call shall be discounted 60 percent off of the otherwise applicable rate for a voice nonrelay call. The above discounts apply only to time-sensitive elements of a charge for the call and shall not apply to per call charges such as a credit card surcharge.

Issued: February 1, 1999
By:

R. Todd Sorenson, President
2008 Grange Avenue
Racine, WI 53403

EFFECTIVE: _____

SECTION 4 - RATES continued

4.6 Prime Time Long Distance Service

Rate per minute - \$0.16
Plan is billed in six second increments with a 18 second minimum.

4.7 Prime Time 800/888/877 (Inbound) Long Distance Service.

Rate per minute - \$0.16
Plan is billed in six second increments with a 18 second minimum. FCC authorized payphone fees of \$0.284 per call are applied to any completed calling card calls originated from a payphone.

4.8 Prime Time Calling Card Services

Basic Card Rate per minute - \$0.21
Enhanced Card Rate per minute - \$0.25
Card calls are billed in six second increments with a 30 second minimum. Enhanced Card has a 34 cent per call surcharge, and the basic card has none. FCC authorized payphone fees of \$0.284 per call are applied to any completed calling card calls originated from a payphone.

Issued: February 1, 1999
By:

R. Todd Sorenson, President
2008 Grange Avenue
Racine, WI 53403

EFFECTIVE: _____

22.A. FPSC Certification Application - Supporting Documentation

Note: See attached financial statements.

PTCI's financial statements are unaudited, but are affirmed. Financial statements included are for calendar year 1996, calendar year 1997, and through November 30, 1998. At the time of this submission our accountant was still working on the Dec. 31, 1998 end of year reports.

1. Prime Time Communications, Incorporated (PTCI) has sufficient financial capability to provide the requested service as demonstrated by our accomplished record of providing service in Wisconsin since August of 1991. Our strategy of slow controlled growth by expanding into new states when the growth can be financed internally is evidence that our company is on a solid financial footing. Our initial marketing strategy for Florida is to sell only satellite branches of existing and prospective accounts in Wisconsin, Nevada, Iowa, Indiana, and North Carolina. Also, since our company is a switchless reseller our ability to provide service is only limited by that of our underlying carrier(UC) MCIWorldCom.
2. PTCI as a switchless reseller need not demonstrate a financial capability of maintaining the requested service, as MCIWorldCom repairs and maintains their network and services.
3. Again, as a switchless reseller that fully utilizes the facilities of its UC we have no lease or ownership obligations that impact our ability to provide service.

22.B & C Supporting Documentation - Cont.

Technical Abilities and Key Personnel

PTCI is a switchless reseller and as such relies on the technical and operational expertise of its underlying carrier, WorldCom. In addition, PTCI's principals have the necessary technical, operational, managerial and financial experience necessary to manage a telecommunications resale business as demonstrated by the following profiles of key personnel:

R. Todd Sorenson - President, Chief Operating Officer, and Director

Mr. Sorenson has served in this capacity at PTCI since August 1, 1991 and is the company's founder. Mr. Sorenson has been engaged in the telecommunications industry since May 1985. Prior to August 1991, Mr. Sorenson was an executive, from October 1989 until December 1990, with Charter Network, Inc., an interexchange carrier (IXC) later sold to Litel now known as LCI. Charter Network was the first IXC to represent RBOC's as an independent distributor; consequently, Mr. Sorenson gained extensive knowledge of local service operations as well. Prior to October 1989, Mr. Sorenson was employed by Allnet Communications, Inc. after finishing college in 1985. Mr. Sorenson was an executive with responsibilities in marketing and technical support for both Allnet and Charter Network. Mr. Sorenson has also earned a bachelor of science degree in business administration from the University of Wisconsin Parkside.

Jennifer L. Sorenson - Vice President, C.F.O., Secretary and Director

Mrs. Sorenson has also served in the above capacity at PTCI since August 1, 1991. Mrs. Sorenson helped co-found PTCI and has been engaged in the telecommunications business since 1991. Prior to her involvement with PrimeTime Mrs. Sorenson was employed by Security Bank, in Wisconsin, now known as M&I Bank, as a Customer Service Executive. Prior to that time Mrs. Sorenson was employed in the wholesale food industry by Coremark as a marketing executive. Before this period Mrs. Sorenson also earned a bachelor of science in business administration degree from the University of Wisconsin Parkside.

TIME TIME COMMUNICATIONS, INC.
BALANCE SHEET
NOVEMBER 30, 1998

ASSETS

CURRENT ASSETS

Cash in Checking	\$16,981.91	
Cash In Savings	5,199.10	
Accounts Receivable	54,389.54	

TOTAL CURRENT ASSETS		76,570.55

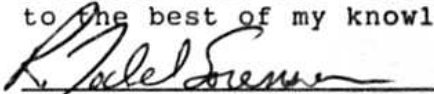
FIXED ASSETS

Vehicles	17,932.57	
Office Equipment	36,993.27	
Accum Deprec - Office Equipmnt	(24,408.00)	
Leasehold Improvements	7,244.09	
Accum Deprec-Leasehold Improvm	(196.00)	

TOTAL FIXED ASSETS		37,565.93

TOTAL ASSETS		\$114,136.48

I affirm that the above financial statement is true and correct to the best of my knowledge and belief.


R. Todd Sorenson
C.E.O.

 2-9-99
Jennifer Sorenson Date
C.F.O.

TIME TIME COMMUNICATIONS, INC.
BALANCE SHEET
NOVEMBER 30, 1998

LIABILITIES AND EQUITY

CURRENT LIABILITIES

A/P - LDDS WorldCom Access Fee	\$7.16
A/P - World Com Access Fees	24,888.81
Credit Cards Payable	6,027.73
FCC Universal Srvc Fund Payable	7,990.08
Sales Tax Payable	1,270.46
Fees Payable to Customers	974.41
Fed & Fica Tax Payable	756.24
WI W/H Tax Payable	157.52
FUTA Tax Payable	57.06
SUTA Tax Payable	1.19

TOTAL CURRENT LIABILITIES

42,130.66

LONG-TERM LIABILITIES

Stockholders Note Payable	29,535.06
Loans Pybl-Savngs Fncl (Auto)	14,739.31

TOTAL LONG-TERM LIABILITIES

44,274.37

TOTAL LIABILITIES

86,405.03

EQUITY

Capital Stock	10,000.00
Retained Earnings - Prior	(22,868.71)
RETAINED EARNINGS-CURRENT YEAR	40,600.16

TOTAL EQUITY

27,731.45

TOTAL LIABILITIES AND EQUITY

\$114,136.48

I affirm that the above financial statement is true and correct to the best of my knowledge and belief.

R. Todd Sorenson
R. Todd Sorenson
C.E.O.

Jennifer Sorenson 2-9-99
Jennifer Sorenson Date
C.F.O.

TIME TIME COMMUNICATIONS, INC.
INCOME STATEMENT
FOR THE 11 PERIODS ENDED NOVEMBER 30, 1998

	PERIOD TO DATE		YEAR TO DATE	
	ACTUAL	PERCENT	ACTUAL	PERCENT
REVENUE				
Wisconsin Income	\$36,695.51	87.9 %	330,367.99	86.6
Nevada Income	4,540.30	10.9	44,440.15	11.6
Iowa Income	64.27	.2	307.66	.1
North Carolina Income	10.24	.0	10.24	.0
PayPhone Income	798.32	1.9	7,836.77	2.1
Refunds/Reimbursements	(372.37)	(.9)	(1,429.24)	(.4)
Other Income	.00	.0	5.15	.0
TOTAL REVENUE	41,736.27	100.0	381,538.72	100.0
COST OF SALES				
Access Fees (Ameritech)	.00	.0	77.28	.0
Access Fees (LDDS WorldCom)	(1,947.53)	(4.7)	6,194.85	1.6
Access Fees (World Com)	24,888.81	59.6	240,627.15	63.1
Federal Excise Tax Expense	1,161.37	2.8	8,540.89	2.2
WI Sales Tax Expense	1,270.46	3.0	12,366.34	3.2
FCC Universal Service Fund Fee	1,291.92	3.1	11,771.89	3.1
WI Surcharge Telephone License	10.00	.0	(1,187.76)	(.3)
NANPA Fund Fee	.00	.0	100.00	.0
WI Telephone Relay Fee	124.02	.3	124.02	.0
Commissions	505.18	1.2	1,104.59	.3
Other Cost Of Sales	210.00	.5	3,229.75	.8
TOTAL COST OF SALES	27,514.23	65.9	282,949.00	74.2
GROSS PROFIT	14,222.04	34.1	98,589.72	25.8
OPERATING EXPENSES				
Advertising	.00	.0	144.50	.0
Auto & Truck Expenses	77.15	.2	1,571.32	.4
Bank Charges	35.40	.1	245.78	.1
Credit Card Fees	.00	.0	438.50	.1
Dues, Fees, Licenses, Subscriptns	222.55	.5	2,212.35	.6
Caravan Lease	.00	.0	611.56	.2
Insurance	104.65	.3	994.07	.3
Health Insurance	.00	.0	5,331.00	1.4
Interest Expense	99.09	.2	574.81	.2
Legal & Professional Fees	50.00	.1	552.50	.1
Meals & Entertainment	76.35	.2	1,253.06	.3
Office & Postage Expense	133.44	.3	4,114.15	1.1
Supplies & Small Tools	224.68	.5	530.19	.1
Taxes - Federal Payroll	251.12	.6	2,516.70	.7
Taxes - FUTA Tax	1.06	.0	57.06	.0
Taxes - WI U/C	1.19	.0	95.69	.0
Taxes - Personal Property	(25.10)	(.1)	(25.10)	.0
Telephone	236.98	.6	2,495.80	.7
Travel	.00	.0	1,421.67	.4
Wages & Commissions - Officers	3,150.53	7.5	32,765.51	8.6
Wages & Commissions-Employees	132.11	.3	132.11	.0

I affirm that the above financial statement is true and correct to the best of my knowledge and belief.

Robert Jensen

 C.E.O.

Jennifer Sorenson 2-9-99

 C.F.O.

PRIME TIME COMMUNICATIONS, INC.
INCOME STATEMENT
 FOR THE 11 PERIODS ENDED NOVEMBER 30, 1998

	PERIOD TO DATE		YEAR TO DATE	
	ACTUAL	PERCENT	ACTUAL	PERCENT
TOTAL OPERATING EXPENSES	\$4,771.20	11.4 %	58,033.23	15.2
NET INCOME FROM OPERATIONS	9,450.84	22.6	40,556.49	10.6
OTHER INCOME & EXPENSE				
Interest Income	.00	.0	68.67	.0
TOTAL OTHER INCOME & EXPENSE	.00	.0	68.67	.0
EARNINGS BEFORE INCOME TAX	9,450.84	22.6	40,625.16	10.6
TAXES				
WI Corp Income Tax	.00	.0	25.00	.0
TOTAL TAXES	.00	.0	25.00	.0
NET INCOME (LOSS)	\$9,450.84	22.6 %	40,600.16	10.6

I affirm that the above financial statement is true and correct to the best of my knowledge and belief.

R. Todd Sorenson
 R. Todd Sorenson
 C.E.O.

Jennifer Sorenson 2-9-99
 Jennifer Sorenson DATE
 C.F.O.

Run Date: 01/20/99
B/R Date: 11/30/98

TIME TIME COMMUNICATIONS, INC.
BANK RECONCILIATION REGISTER
AS OF: 11/30/98

Page: 1
Time: 09:55 AM

BANK CODE: A FIRSTAR BANK

CHECKS:

CHECK NUMBER	DATE	SRC	REFERENCE	PAYEE NAME	AMOUNT	CLR
002749	11/17/98	AP	000000048	WI DEPT OF REVENUE-LICENSE FE	10.00	N
002756	11/24/98	AP	000000006	AMERITECH	41.26	N
002758	11/25/98	AP	000000063	TELECOMMUNICATIONS GROUP LLC	505.18	N
002760	11/30/98	AP	000000028	WI DEPT OF REVENUE - WH-1	157.52	N
002761	11/30/98	AP	000000001	WI DEPT OF REVENUE - SALES TA	1,330.63	N
002762	11/30/98	AP	000000043	WORLD COM (CABS)	815.24	N
002763	11/30/98	AP	000000043	WORLD COM (CABS)	22,190.98	N
002764	11/30/98	AP	000000025	LDOS WORLD COM - (CABS) ACCESS	67.15	N
002765	11/30/98	AP	000000058	SAVINGS FINANCIAL CORP-AUTO L	320.64	N

TOTAL OF 9 CHECKS: 25,438.60

RECONCILIATION SUMMARY FOR BANK A AS OF 11/30/98:

G/L CASH ACCOUNT NUMBER.....	101
BANK STATEMENT BALANCE.....	42,420.51
PLUS 0 DEPOSITS IN TRANSIT TOTALING.....	.00
LESS 0 ADJUSTMENTS TOTALING.....	.00
LESS 9 CHECKS OUTSTANDING TOTALING.....	25,438.60
ADJUSTED BANK BALANCE.....	16,981.91
CALCULATED BOOK BALANCE.....	16,981.91
OUT OF BALANCE BY.....	.00

I affirm that the above financial statement is true and correct to the best of my knowledge and belief.

R. Todd Sorenson *Jennifer Sorenson* 2-9-99
R. Todd Sorenson Jennifer Sorenson Date
C.F.O. C.F.O.

PRIME TIME COMMUNICATIONS, INC.
BALANCE SHEET
DECEMBER 31, 1997

ASSETS

CURRENT ASSETS

Cash in Checking	\$1,078.29
Cash In Savings	2,567.07
Accounts Receivable	36,834.84

TOTAL CURRENT ASSETS

40,480.20

FIXED ASSETS

Office Equipment	26,019.85
Accum Deprec - Office Equipmnt	(24,408.00)
Leasehold Improvements	7,244.09
Accum Deprec-Leasehold Improvm	(196.00)

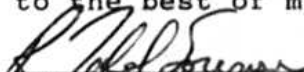
TOTAL FIXED ASSETS


8,659.94

TOTAL ASSETS

\$49,140.14

I affirm that the above financial statement is true and correct to the best of my knowledge and belief.


R. Todd Sorenson
C.E.O.


Jennifer Sorenson
C.F.O.

2-9-99
Date

PRIME TIME COMMUNICATIONS, INC.
BALANCE SHEET
DECEMBER 31, 1997

LIABILITIES AND EQUITY

CURRENT LIABILITIES

Accounts Payable	\$1,197.72
A/P - Access Fees (LDDS)	1,429.57
A/P - Access Fees (WilTel)	18,277.13
Credit Cards Payable	4,361.70
FCC Universal Srvc Fund Payable	2,958.57
Sales Tax Payable	906.74
Fees Payable to Customers	1,634.72
Fed & Fica Tax Payable	587.22
WI W/H Tax Payable	126.02

TOTAL CURRENT LIABILITIES	31,479.39
---------------------------	-----------

LONG-TERM LIABILITIES

Stockholders Note Payable	30,529.46
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TOTAL LONG-TERM LIABILITIES	30,529.46
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TOTAL LIABILITIES	62,008.85
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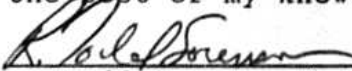
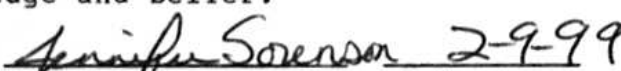
EQUITY

Capital Stock	10,000.00
Retained Earnings - Prior	(8,437.11)
RETAINED EARNINGS-CURRENT YEAR	(14,431.60)

TOTAL EQUITY	(12,868.71)
--------------	-------------

TOTAL LIABILITIES AND EQUITY	\$49,140.14
------------------------------	-------------

I affirm that the above financial statement is true and correct to the best of my knowledge and belief.

 R. Todd Sorenson C.E.O.	 Jennifer Sorenson C.F.O.	2-9-99 Date
---	---	----------------

PRIME TIME COMMUNICATIONS, INC.
INCOME STATEMENT
FOR THE 12 PERIODS ENDED DECEMBER 31, 1997

+----- YEAR TO DATE -----+
 ACTUAL PERCENT

REVENUE

Sales	\$306,876.73	100.0 %
Nevada Income	1,442.98	.5
PayPhone Income	1,147.92	.4
Refunds/Reimbursements	(2,496.88)	(.8)
	-----	-----
TOTAL REVENUE	306,970.75	100.0

COST OF SALES

Access Fees (Ameritech)	10,647.82	3.5
Access Fees (LDDS)	91,227.83	29.7
Access Fees (Wiltel)	120,412.75	39.2
Federal Regulatory Fee	52.08	.0
Federal Excise Tax Expense	8,967.23	2.9
WI Sales Tax Expense	11,740.97	3.8
FCC Universal Service Fund Fee	2,958.57	1.0
WI Surcharge Telephone License	9,952.63	3.2
Commissions	54.14	.0
Other Cost Of Sales	3,492.80	1.1
	-----	-----
TOTAL COST OF SALES	259,506.82	84.5
	-----	-----
GROSS PROFIT	47,463.93	15.5

OPERATING EXPENSES

Advertising	66.05	.0
Auto & Truck Expenses	1,377.30	.4
Bad Debt	477.15	.2
Bank Charges	92.81	.0
Conventions & Meetings	25.00	.0
Depreciation Expense	933.00	.3
Dues, Fees, Licenses, Subscriptions	828.51	.3
Caravan Lease	3,669.36	1.2
Insurance	1,174.24	.4
Health Insurance	4,821.00	1.6
Interest Expense	527.44	.2
Legal & Professional Fees	807.50	.3
Meals & Entertainment	1,105.00	.4
Office & Postage Expense	4,171.94	1.4
Repairs & Maintenance	250.00	.1
Supplies & Small Tools	317.20	.1
Taxes - Federal Payroll	2,699.33	.9
Taxes - FUTA Tax	56.00	.0
Taxes - WI U/C	320.35	.1
Taxes - Personal Property	102.30	.0
Telephone	2,546.54	.8
Travel	247.00	.1
Wages & Commissions - Officers	35,286.41	11.5
	-----	-----
TOTAL OPERATING EXPENSES	61,901.33	20.2

I affirm that the above financial statement is true and correct to the best of my knowledge and belief.

L. Caldwell
 C.E.O.

Jennifer Sorenson
 C.F.O.

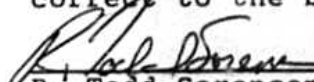
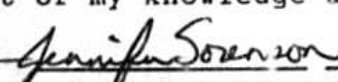
2-9-99

PRIME TIME COMMUNICATIONS, INC.
 INCOME STATEMENT
 FOR THE 12 PERIODS ENDED DECEMBER 31, 1997

+----- YEAR TO DATE -----+
 ACTUAL PERCENT

	-----	-----
NET INCOME FROM OPERATION	\$(14,437.40)	(4.7)%
OTHER INCOME & EXPENSE		
Interest Income	30.80	.0
	-----	-----
TOTAL OTHER INCOME & EXPENSE	30.80	.0
	-----	-----
EARNINGS BEFORE INCOME TAX	(14,406.60)	(4.7)
TAXES		
WI Corp Income Tax	25.00	.0
	-----	-----
TOTAL TAXES	25.00	.0
	-----	-----
NET INCOME (LOSS)	\$(14,431.60)	(4.7)%
	=====	=====

I affirm that the above financial statement is true and correct to the best of my knowledge and belief.



2-9-99
 R. Todd Sorenson Jennifer Sorenson Date
 C.E.O. C.F.O.

TIME TIME COMMUNICATIONS, INC.
BALANCE SHEET
DECEMBER 31, 1996

ASSETS

CURRENT ASSETS

Cash in Checking	\$31,343.71	
Cash In Savings	1,207.65	
Accounts Receivable	10,631.61	
TOTAL CURRENT ASSETS		43,182.97

FIXED ASSETS

Office Equipment	25,577.40	
Accum Deprec - Office Equipmnt	(23,650.00)	
Leasehold Improvements	3,883.00	
Accum Deprec-Leasehold Improvm	(21.00)	
TOTAL FIXED ASSETS		5,789.40

TOTAL ASSETS		\$48,972.37

LIABILITIES AND EQUITY

CURRENT LIABILITIES

A/P - Access Fees (Ameritech)	4,431.36	
A/P - Access Fees (LDDS)	37,790.33	
Credit Cards Payable	2,525.62	
Federal Excise Tax Payable	468.35	
Sales Tax Payable	993.44	
Fed & Fica Tax Payable	880.90	
WI W/H Tax Payable	189.04	
Personal Property Tax Payable	130.44	
TOTAL CURRENT LIABILITIES		47,409.48

TOTAL LIABILITIES		47,409.48

EQUITY

Capital Stock	10,000.00	
Retained Earnings - Prior	(2,942.33)	
RETAINED EARNINGS-CURRENT YEAR	(5,494.78)	
TOTAL EQUITY		1,562.89

TOTAL LIABILITIES AND EQUITY		\$48,972.37

I affirm that the above unaudited financial statement is true and correct to the best of my knowledge and belief.

R. Todd Sorenson
R. Todd Sorenson
C.E.O.

Jennifer Sorenson
Jennifer Sorenson
C.F.O.

2-9-99

TIME TIME COMMUNICATIONS, C.
INCOME STATEMENT
FOR THE 12 PERIODS ENDED DECEMBER 31, 1996

+--- PERIOD TO DATE ---+ +--- YEAR TO DATE ---+
 ACTUAL PERCENT ACTUAL PERCENT

REVENUE

Sales	\$27,508.93	100.3 %	359,454.98	99.4
Refunds/Reimbursements	(92.53)	(.3)	1,118.98	.3
Other Income	.00	.0	1,023.41	.3
<hr/>				
TOTAL REVENUE	27,416.40	100.0	361,597.37	100.0

COST OF SALES

Access Fees (Ameritech)	2,235.15	8.2	32,126.57	8.9
Access Fees (LDDS)	17,832.51	65.0	219,974.50	60.8
Federal Excise Tax Expense	9,715.51	35.4	9,715.51	2.7
WI Sales Tax Expense	6,732.70	24.6	13,638.74	3.8
Commissions	.00	.0	200.00	.1
Other Cost Of Sales	.00	.0	960.00	.3
<hr/>				
TOTAL COST OF SALES	36,515.87	133.2	276,615.32	76.5
<hr/>				
GROSS PROFIT	(9,099.47)	(33.2)	84,982.05	23.5

OPERATING EXPENSES

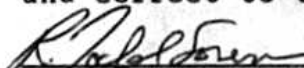
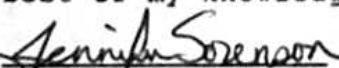
Advertising	.00	.0	728.80	.2
Auto & Truck Expenses	575.41	2.1	1,996.63	.6
Bad Debt	208.53	.8	1,913.99	.5
Bank Charges	64.14	.2	290.19	.1
Depreciation Expense	5,616.00	20.5	5,616.00	1.6
Dues, Fees, Licenses, Subscriptns	45.00	.2	569.90	.2
Caravan Lease	305.78	1.1	3,669.36	1.0
Insurance	41.79	.2	955.53	.3
Health Insurance	378.00	1.4	6,017.00	1.7
Interest Expense	33.30	.1	589.76	.2
Legal & Professional Fees	40.00	.1	755.00	.2
Taxes - Federal Excise Tax	(8,372.62)	(30.5)	.00	.0
Meals & Entertainment	398.87	1.5	2,248.15	.6
Office & Postage Expense	969.47	3.5	3,767.45	1.0
Rent	600.00	2.2	7,200.00	2.0
Repairs & Maintenance	.00	.0	197.50	.1
Supplies & Small Tools	.00	.0	759.61	.2
Taxes - Federal Payroll	289.22	1.1	3,470.64	1.0
Taxes - FUTA Tax	.00	.0	56.00	.0
Taxes - WI U/C	.00	.0	320.24	.1
Taxes - Sales	(1,262.66)	(4.6)	.00	.0
Taxes - Personal Property	130.44	.5	130.44	.0
Telephone	195.31	.7	3,049.18	.8
Trash Disposal & Pest Control	.00	.0	404.47	.1
Travel	.00	.0	410.00	.1
Wages & Commissions - Officers	3,780.72	13.8	45,368.64	12.5
<hr/>				
TOTAL OPERATING EXPENSES	4,036.70	14.7	90,484.48	25.0

I affirm that the above unaudited financial statement is true and correct to the best of my knowledge and belief.
[Signature] C.F.O. *[Signature]* C.F.O. 2-9-99

TIME TIME COMMUNICATIONS, .
INCOME STATEMENT
FOR THE 12 PERIODS ENDED DECEMBER 31, 1996

	+--- PERIOD TO DATE ---+	+----- YEAR TO DATE -----+
	ACTUAL PERCENT	ACTUAL PERCENT
NET INCOME FROM OPERATION	\$(13,136.17) (47.9)%	(5,502.43) (1.5)
OTHER INCOME & EXPENSE		
Interest Income	7.65 .0	7.65 .0
TOTAL OTHER INCOME & EXPENSE	7.65 .0	7.65 .0
EARNINGS BEFORE INCOME TAX	(13,128.52) (47.9)	(5,494.78) (1.5)
NET INCOME (LOSS)	\$(13,128.52) (47.9)%	(5,494.78) (1.5)

I affirm that the above unaudited financial statement is true and correct to the best of my knowledge and belief.



2-9-99
 R. Todd Sorenson Jennifer Sorenson Date
 C.F.O. C.F.O.